

## **MEMORANDUM**

**TO:** File (S7-22-15)

**FROM:** Anthony Barone  
Special Counsel  
Office of Small Business Policy  
Division of Corporation Finance  
U.S. Securities and Exchange Commission

**RE:** Meeting with Representatives of the State of Georgia

**DATE:** December 2, 2015

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On December 2, 2015, Commission staff met with Brian Kemp, Georgia Secretary of State, Ryan Germany, General Counsel and Assistant Commissioner of Securities & Charities at the Georgia Office of the Secretary of State, and Vincent Russo, from Robbins Ross Alloy Belinfante Littlefield, LLC, to discuss the Commission's proposed amendments to Rule 147 and Rule 504 of Regulation D under the Securities Act of 1933.

The following Commission staff were present: Elizabeth Murphy, Sebastian Gomez Abero, Anthony Barone, and Zachary Fallon from the Division of Corporation Finance.