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UNITED STATES DISTRICT COURT
DISTRICT OF COLUMBIA

UNITED STATES SECURITIES AND
EXCHANGE COMMISSION
100 F Street, N.E.
Washington, DC 20549

Applicant,

vs.

JOHN A. HENDERSON
224 East Bailey Road – Suite E
Naperville, IL 60565

and

GLOBAL RESOURCES LEADERSHIP, LLC
c/o The Company Corp.
251 Little Falls Drive
Wilmington, DE 19808

Respondents.

Case: 1:18-mc-00115
Assigned To : Friedrich, Dabney L.
Assign. Date : 8/27/2018
Description: Misc.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION'S
EX PARTE APPLICATION FOR AN ORDER TO SHOW CAUSE AND ORDER
REQUIRING COMPLIANCE WITH SUBPOENAS

1. Respondents John A. Henderson (“Henderson”) and Global Resources Leadership, LLC (“GRL”) have failed and refused to comply with subpoenas issued by the United States Securities and Exchange Commission (“SEC”) in connection with its formal investigation into potential violations of the federal securities laws, including possible violations of Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 promulgated thereunder. Henderson, on his own behalf and as Chairman and CEO of GRL, has repeatedly failed to comply with the SEC’s subpoenas, despite numerous offered

accommodations, and it is clear that will refuse to produce any documents and will not appear for testimony absent a court order directing him to do so.

2. The subpoena to GRL requires the company to produce documents which show, among other things, the business activities, ownership, control, financial condition of GRL, and offers and sales of securities and representations made by and about GRL and other related entities also controlled by Henderson.

3. The subpoena to Henderson also requires him to appear at the SEC's headquarters in Washington, D.C., to provide testimony relating to these same issues. The requested documents and testimony are unquestionably relevant to the ongoing investigation into possible violations of the federal securities laws.

4. The SEC respectfully requests that the Court issue an Order, in the form submitted, requiring Henderson and GRL to show cause why they should not be ordered by this Court to produce documents and appear for testimony pursuant to the SEC's subpoenas.

5. Jurisdiction is conferred upon this Court pursuant to Section 22(b) of the Securities Act of 1933 [15 U.S.C. § 77v(b)], and Section 21(c) of the Securities Exchange Act of 1934 [15 U.S.C. § 78u(c)].

6. Venue is proper before this Court because the investigation is being conducted by SEC staff in the SEC's headquarters in Washington, DC, and an SEC subpoena enforcement action may be brought in any district court "within the jurisdiction of which such investigation or proceeding is carried on." 15 U.S.C. § 78u(c).

7. In support of this Application, the SEC submits the accompanying Declaration of Christina M. Adams ("Adams Decl.") along with attached exhibits, and a Memorandum of Law.

8. On October 13, 2017, pursuant to Section 20(a) of the Securities Act of 1933 [15 U.S.C. § 77t(a)], and Section 21(a) of the Securities Exchange Act of 1934 [15 U.S.C. § 78u(a)], the

SEC issued an Order Directing Private Investigation and Designating Officers to Take Testimony in an investigation captioned, *In the Matter of Global Resources Leadership, LLC (HO-13379)* (the “Formal Order”). *See* Adams Decl. ¶ 8.

9. On May 14, 2018, the SEC staff served subpoenas on Henderson and GRL requiring GRL to produce documents on or before May 29, 2018, and requiring Henderson to give testimony before the SEC in Washington, DC on June 4, 2018. *See* Adams Decl. ¶¶ 10-14; Exhibits 1 and 2.

10. Henderson, on his own behalf and as Chairman and CEO, has failed and refused to comply with either subpoena; citing numerous excuses, he has declined numerous accommodations offered by the SEC staff and has, instead, refused to appear for testimony and has not produced any of the documents called for in the subpoena. *See* Adams Decl. ¶¶ 16-43. Despite the passage of approximately 13 weeks, GRL has not produced *any* documents to date, and Henderson has failed to appear for testimony and refused to identify a date on which he will appear. *See id.*

11. The documents and testimony sought pursuant to the SEC’s subpoena are relevant to matters under investigation and may provide evidence as to whether there were violations of the federal securities laws. The requested documents and testimony are, therefore, relevant to the SEC’s investigation and within the scope of the Formal Order.

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WHEREFORE, the SEC respectfully requests:

I.

That the Court enter an Order to Show Cause, in the form submitted, directing Respondent Henderson and Respondent GRL to show cause why this Court should not enter the proposed Order requiring production of documents and appearance for testimony;

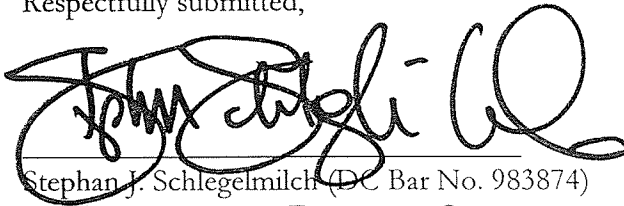
II.

That the Court enter an Order, in the form submitted, requiring Respondent Henderson and Respondent GRL to comply fully with the subpoenas; and

III.

That the Court order other and such further relief as may be necessary and appropriate to achieve compliance with the subpoenas.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Stephan J. Schlegelmilch", written over a horizontal line.

Stephan J. Schlegelmilch (DC Bar No. 983874)
U.S. SECURITIES AND EXCHANGE COMMISSION
Division of Enforcement
100 F Street, N.E.
Washington, DC 20549
202.551.4935 (Schlegelmilch)
SchlegelmilchS@SEC.gov

Counsel for Applicant