

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**  
**May 22, 2009**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-13482**

**In the Matter of**

**PHILLIP J. MILLIGAN,**

**Respondent.**

**ORDER INSTITUTING**  
**ADMINISTRATIVE PROCEEDINGS**  
**PURSUANT TO SECTION 15(b) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**  
**AND NOTICE OF HEARING**

**I.**

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Phillip J. Milligan (“Respondent” or “Milligan”).

**II.**

After an investigation, the Division of Enforcement alleges that:

**A. RESPONDENT**

1. Milligan, age 44, resides in New York, New York. During 1995 and 1996, Milligan was a 100% owner of J.P. Milligan & Co., a now-defunct broker-dealer. During the period in which Milligan engaged in the conduct underlying the complaint described below, Milligan was associated with J.P. Milligan, a broker-dealer registered with the Commission. During that same period, Milligan held securities licenses, including Series 7.

**B. ENTRY OF THE INJUNCTION**

2. On April 29, 2009, a final judgment was entered against Milligan, permanently enjoining him from future violations of Sections 17(a) of the Securities Act of 1933, and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, in a civil action entitled Securities and Exchange Commission v. Grant Curtis, et al., 99 Civ. 7357 (NG) (VVP) (E.D.N.Y.). The final judgment also ordered Milligan to pay disgorgement and prejudgment interest totaling \$238,030.49 and a \$100,000 civil penalty.

3. The Commission's complaint alleged, among other things, that during 1995 and 1996: (1) Milligan was a registered principal and president of J.P. Milligan, a broker-dealer registered with the Commission and located in New York City; (2) Pilot Transport, Inc. ("Pilot") was a publicly-traded corporation; (3) a Milligan co-defendant agreed to pay kickbacks to Milligan in exchange for Milligan's causing Pilot stock to be recommended to J.P. Milligan customers; (4) between November 17, 1995 and February 2, 1996, Milligan caused shares of Pilot stock to be sold to customers of J.P. Milligan & Co; (5) J.P. Milligan did not disclose the kickback arrangement to its customers; and (6) following those sales, Milligan received \$93,600 in proceeds of Pilot stock sales, representing his kickback, through a bank account he controlled in the name of Stone International Trading Corp.

### III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate in the public interest that public administrative proceedings be instituted to determine:

A. Whether the allegations set forth in Section II are true and, in connection therewith, to afford Respondent an opportunity to establish any defenses to such allegations; and

B. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 15(b) of the Exchange Act.

### IV.

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice, 17 C.F.R. § 201.110.

IT IS FURTHER ORDERED that Respondent shall file an Answer to the allegations contained in this Order within twenty (20) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice, 17 C.F.R. § 201.220.

If Respondent fails to file the directed answer, or fails to appear at a hearing after being duly notified, the Respondent may be deemed in default and the proceedings may be determined against him upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice, 17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f) and 201.310.

This Order shall be served forthwith upon Respondent personally or by certified mail.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 210 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice.

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

For the Commission, by its Secretary, pursuant to delegated authority.

Elizabeth M. Murphy  
Secretary