

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

ADMINISTRATIVE PROCEEDINGS RULINGS
Release No. 2345 / February 24, 2015

ADMINISTRATIVE PROCEEDING
File No. 3-16336

In the Matter of

GUY ANDREW WILLIAMS

ORDER TO SHOW CAUSE

The Securities and Exchange Commission commenced this proceeding on January 13, 2015, with an Order Instituting Administrative Proceedings (OIP) against Respondent Guy Andrew Williams, pursuant to Section 203(f) of the Investment Advisers Act of 1940. Williams failed to appear at the prehearing conference held in this matter, and failed to timely file an Answer to the OIP, which was due by February 20, 2015. *See Guy Andrew Williams*, Admin. Proc. Rulings Release No. 2305, 2015 SEC LEXIS 505 (Feb. 11, 2015).

I ORDER that on or before March 6, 2015, Williams shall SHOW CAUSE why this proceeding should not be determined against him due to his failure to appear at the prehearing conference, file an Answer, or otherwise defend this proceeding. If Williams fails to respond to this Order, he will be deemed in default and the proceeding will be determined against him. *See* 17 C.F.R. §§ 201.155(a)(1)-(2), .220(f), .221(f); OIP at 2.

I FURTHER ORDER that if Williams fails to respond to this Order, the Division of Enforcement shall file a motion for sanctions by March 13, 2015. The motion shall provide legal authority and evidentiary support relating to the allegations set forth in the OIP and sanctions sought by the Division, in accordance with *Rapoport v. SEC*, 682 F.3d 98, 215 (D.C. Cir. 2012), and *Ross Mandell*, Securities Exchange Act of 1934 Release No. 71668, 2014 SEC LEXIS 849, at *7-9 (Mar. 7, 2014).

Cameron Elliot
Administrative Law Judge