

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

Administrative Proceedings Rulings
Release No. 5470 / January 18, 2018

Administrative Proceeding
File No. 3-17990

In the Matter of

**Digital Brand Media & Marketing
Group, Inc., and
Intellicell Biosciences, Inc.**

**Order Regarding Sensitive
Financial Evidence**

Pursuant to the Securities and Exchange Commission's order concerning ratification of the appointment of its administrative law judges and my subsequent order allowing the parties to submit new evidence, Respondent Digital Brand Media & Marketing Group, Inc., would like to make an offer of proof regarding its effort to become current in its reporting obligations under the Securities Exchange Act of 1934. *See Pending Admin. Proc.*, Securities Act of 1933 Release No. 10440, 2017 SEC LEXIS 3724 (Nov. 30, 2017); *Dig. Brand Media & Mktg. Grp.*, Admin. Proc. Rulings Release No. 5283, 2017 SEC LEXIS 3886 (ALJ Dec. 6, 2017). Due to the sensitive nature of the new evidence, which Digital Brand asserts contains "account numbers and active financial accounts," it has not yet submitted the evidence, but will do so if the evidence is treated confidentially. Digital Brand's Response to Initial Order & Remand Order at 5. I find that the harm resulting from the disclosure of this information would outweigh any benefits, and accordingly, I ORDER the parties to submit by January 25, 2018, a proposed protective order governing Digital Brand's new evidence. *See* 17 C.F.R. § 201.322(b). In addition to the required filing with the Commission Secretary, I ask the parties to email a courtesy copy of their protective order to alj@sec.gov in PDF text-searchable format and in MS Word format.

After I enter the protective order, Digital Brand will have ten days to submit its new evidence, including: documentation of its audit support packages, its payment of audit-related expenses, and its engagement letter with Liggett & Webb, P.A. The Division of Enforcement will then have two

weeks from its receipt of Digital Brand's new evidence to file its response to Digital Brand's already-filed brief and the new evidence.

Jason S. Patil
Administrative Law Judge