

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 70931 / November 22, 2013

ADMINISTRATIVE PROCEEDING
File No. 3-15620

In the Matter of

Byrnee K. Baylor, Esq.

Respondent.

**ORDER INSTITUTING PUBLIC
ADMINISTRATIVE PROCEEDINGS AND
IMPOSING TEMPORARY SUSPENSION
PURSUANT TO RULE 102(e)(3)(i)(A) OF
THE COMMISSION’S RULES OF
PRACTICE**

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 Rule 102(e)(3)(i)(A)¹ of the Commission’s Rules of Practice against Byrnee K. Baylor, Esq. (“Respondent” or “Baylor”).

II.

The Commission finds that:

1. Byrnee K. Baylor, age 39, is an attorney licensed to practice law in the District of Columbia and was a partner in Baylor & Jackson PLLC, a law firm with offices in Washington, DC.

¹ Rule 102(e)(3)(i) provides, in relevant part, that:

The Commission, with due regard to the public interest and without preliminary hearing, may, by order, temporarily suspend from appearing or practicing before it any attorney . . . who has been by name: (A)[p]ermanently enjoined by any court of competent jurisdiction, by reason of his or her misconduct in an action brought by the Commission, from violating any provision of the Federal securities laws or of the rules and regulations thereunder.

2. On November 30, 2011, the Commission filed a complaint against Baylor and others in the United States District Court for the District of Columbia (the “Court”) charging that Baylor (1) violated Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933 (“Securities Act”), 15 U.S.C. Section 77e(a), 77e(c), and 77q(a); (2) violated Sections 10(b) and 15(a) of the Securities Exchange Act of 1934 (“Exchange Act”), 15 U.S.C. 78j(b), 78o(a) and Rule 10b-5, 17 C.F.R. 240.10b-5, thereunder; and (3) aided and abetted violations of Sections 5(a), 5(c) and 17(a) of the Securities Act, Sections 10(b) and 15(a) of the Exchange Act and Rule 10b-5 thereunder. The Commission’s complaint against Baylor alleged, among other claims, that she and others defrauded at least thirteen investors of approximately \$2.1 million in a “prime bank scheme.” The complaint also alleged that Baylor and others unlawfully offered unregistered, nonexistent securities for sale without registering as brokers or dealers, and that they used investors’ funds for their own personal use.

3. On August 26, 2013, the Court entered a final judgment against Baylor, permanently enjoining her from: (1) future violations of Sections 5(a), 5(c) and 17(a) of the Securities Act; (2) future violations of Sections 10(b) and 15(a) of the Exchange Act and Rule 10b-5 thereunder; and (3) aiding and abetting violations of Sections 5(a), 5(c) and 17(a) of the Securities Act, Sections 10(b) and 15(a) of the Exchange Act and Rule 10b-5 thereunder. Securities and Exchange Commission v. Milan Group, Inc., et al., Case 1:11-cv-02132-RMC (D.D.C.). Baylor was also ordered to pay disgorgement and prejudgment interest of \$2,752,759.64 and a \$746,266 civil penalty. The Court also enjoined Baylor from promoting investment programs and imposed an officer and director bar against her.

III.

Based upon the foregoing, the Commission finds that a court of competent jurisdiction has permanently enjoined Brynee K. Baylor, an attorney, from violating the Federal securities laws within the meaning of Rule 102(e)(3)(i)(A) of the Commission’s Rules of Practice. In view of these findings, the Commission deems it appropriate and in the public interest that Brynee K. Baylor be temporarily suspended from appearing or practicing before the Commission.

IT IS HEREBY ORDERED that Brynee K. Baylor be, and hereby is, temporarily suspended from appearing or practicing before the Commission as an attorney. This Order shall be effective upon service on the Respondent.

IT IS FURTHER ORDERED that Brynee K. Baylor may within thirty days after service of this Order file a petition with the Commission to lift the temporary suspension. If the Commission within thirty days after service of the Order receives no petition, the suspension shall become permanent pursuant to Rule 102(e)(3)(ii).

If a petition is received within thirty days after service of this Order, the Commission shall, within thirty days after the filing of the petition, either lift the temporary suspension, or set the matter down for hearing at a time and place to be designated by the Commission, or both. If a hearing is ordered, following the hearing, the Commission may lift the suspension, censure the

petitioner, or disqualify the petitioner from appearing or practicing before the Commission for a period of time, or permanently, pursuant to Rule 102(e)(3)(iii).

This Order shall be served upon Byrne K. Baylor personally or by certified mail at her last known address.

By the Commission.

Elizabeth M. Murphy
Secretary