

of the Commission's Rules of Practice, Making Findings, and Imposing Remedial Sanctions ("Order"), as set forth below.

III.

On the basis of this Order and Respondent's Offer, the Commission finds that:

1. Frederickson, age 74, is an attorney licensed in California and a resident of Redondo Beach, California. He operates as a sole practitioner through The Law Offices of David H. Frederickson.

2. On September 27, 2013, the Commission filed a complaint against Frederickson in Securities and Exchange Commission v. David H. Frederickson and The Law Offices of David H. Frederickson, Civil Action Number 1:13-cv-05787-RMB-AMD, in the United States District Court for the District of New Jersey. On January 6, 2014, the court entered an order permanently enjoining Frederickson by consent from violating or aiding and abetting violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") and Exchange Act Rule 10b-5. The final judgment also enjoined Frederickson from providing professional legal or escrow services in connection with, or from participating directly or indirectly in, the issuance, offer, or sale of securities involving bank guarantees, medium term notes, standby letters of credit, structured notes, and similar instruments; provided, however, that such injunction did not prevent him from purchasing or selling securities listed on a national securities exchange. The final judgment ordered Frederickson, jointly with his law firm, to pay disgorgement of \$6,790, prejudgment interest in the amount of \$467, and a \$25,000 civil penalty, for a total of \$32,257.

3. The Commission's Complaint alleged, among other things, that Frederickson, acting through his law firm, participated in and aided and abetted a high-yield investment scheme perpetrated by Brett A. Cooper during 2010 and 2011. The Complaint alleged that Frederickson and his firm served as escrow agent in two transactions through which two investors deposited \$350,000 into his client trust account during 2010 and 2011, which funds were then paid out to Cooper or his designee at Cooper's direction. The Complaint further alleged that Frederickson stated in letters provided to the two investors that their investments were secured by collateral over which he held a power of attorney. The Complaint alleges that Frederickson knew or was reckless in not knowing that his representations in these letters were false and misleading, and that he was participating in fictitious investment transactions with Cooper.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanction agreed to in Respondent Frederickson's Offer.

Accordingly, it is hereby ORDERED pursuant to Rule 102(e)(3)(i) of the Commission's Rules of Practice, effective immediately, that:

David H. Frederickson is suspended from appearing or practicing before the Commission as an attorney.

By the Commission.

Elizabeth M. Murphy
Secretary