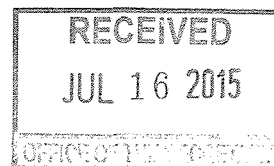


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UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION



ADMINISTRATIVE PROCEEDING  
File No. 3-16104

In the Matter of

MICHAEL LEE MENDENHALL

Respondent.


**DIVISION OF ENFORCEMENT'S RESPONSE TO THE COURT'S  
ORDER OF APRIL 27, 2015**

The Division of Enforcement ("Division") respectfully submits this Response to the Court's order of April 27, 2015, granting Michael Lee Mendenhall ("Mendenhall" or "Respondent"), until July 1, 2015, to oppose the Division's Motion for Summary Disposition.

1. The Commission instituted this proceeding on September 12, 2014, pursuant to Sections 15(b) of the Securities Exchange Act of 1934 ("Exchange Act") and Section 203(f) of the Investment Advisers Act of 1940 ("OIP").
2. The Respondent entered his appearance on October 2, 2014, and filed an answer.
3. The Respondent participated in a prehearing conference on October 28, 2014. At that time, the Court ordered that the Division file summary disposition by December 12, 2014, and Respondent submit a response by January 16, 2015.
4. On December 12, 2014, the Division filed a motion for summary disposition.
5. On January 16, 2015, Respondent responded to the Division's motion for summary disposition by filing a request for a 120-day extension of time to respond to the Division's motion for summary disposition.
6. On January 22, 2015, this Court granted Mendenhall an extension to file his response up to and including February 13, 2015.
7. When no response was received on February 13, 2015, an Initial Decision entered on February 18, 2015, barring Respondent from the securities industry.

8. On March 19, 2015, the Commission vacated the Initial Decision because Respondent claimed he had not received notice of this Court's January 22, 2015 Order. The Commission remanded the proceeding to the Law Judge.
9. On April 27, 2015, this Court vacated the Initial Decision and granted Respondent until July 1, 2015, to respond to the Division's motion for summary disposition.
10. The Division was granted until July 15, 2015, to reply to Respondent's response.
11. The Division has not received any communication or response from Respondent.
12. Based on the above recitation of facts, the Respondent has full knowledge of this proceeding. He has answered the OIP and has participated in a prehearing conference.
13. In the event that Respondent's conviction is overturned by the Colorado Appellate Court, Mendenhall may seek a modification of the Initial Decision. *See In the Matter of Ross Mandell*, 2014 WL 907416, \*5, n. 28, *citing Jimmy Dale Swink, Jr.*, Release No. 36042, 59 SEC Docket 2386, 1995 WL 467600, \*2 (Aug. 1, 1995) (vacating findings and administrative bar order when an appellate court reversed the criminal conviction that was the basis for the proceeding.).
14. In light of Mendenhall's failure to respond to the Division's motion for summary disposition, the Division respectfully requests that the Court again enter an initial decision barring Mendenhall from the securities industry.

Respectfully submitted July 15, 2015.

  
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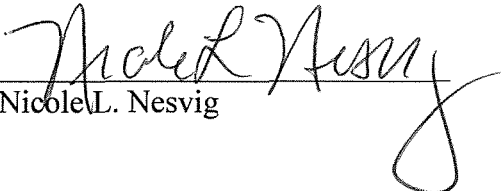
**CERTIFICATE OF SERVICE**

I hereby certify that a true copy of the Division of Enforcement's Response was served on the following on this 15th day of July 2015, in the manner indicated below:

Securities and Exchange Commission  
Brent Fields, Secretary  
100 F Street, N.E.  
Mail Stop 1090  
Washington, D.C. 20549  
(By Facsimile and original and three copies by UPS)

Honorable Carol Fox Foelak  
100 F Street, N.E.  
Mail Stop 2582  
Washington, D.C. 20549  
(Courtesy copy by Email)

Michael Lee Mendenhall  
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P.O. Box 1010  
Canon City, CO 81215

  
Nicole L. Nesvig