



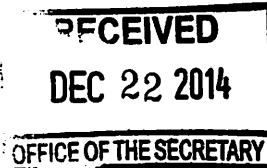
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
NEW YORK REGIONAL OFFICE  
BROOKFIELD PLACE, 200 VESEY STREET  
NEW YORK, NY 10281-1022

NANCY A. BROWN  
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December 19, 2014

**Via Email (alj@sec.gov) and UPS Overnight**

The Hon. Cameron Elliot  
Administrative Law Judge  
Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D. C. 20549-2557



Re: In the Matter of Sands Brothers Asset Management, LLC, et al.;  
Admin. Proc. File No. 3-16223

Dear Judge Elliot:

Respondent Kelly notified us today that he will not proceed with the settlement we had reached in principle. The proposed settlement was the basis for our joint Motion for a Stay pursuant to Rule of Practice 161(c)(2), dated November 26, 2014, and the Court's Order of December 1, 2014 staying these proceedings as to Kelly.

Accordingly, the stay against Kelly should be lifted and he should be directed to file an Answer to the Order Instituting Proceedings. With a copy of this letter, we are enclosing a copy for Mr. Kelly of the Court's December 2, 2014 Scheduling Order setting the briefing schedule for Motions for Summary Disposition.

Respectfully submitted,

  
Nancy A. Brown

cc (via email):

Christopher Kelly, Esq. (w/ encl.)  
(Pro Se)  
Martin H. Kaplan, Esq.  
(Counsel for Respondents SBAM, M. Sands and S. Sands)

