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OFFICE OF THE SECRETARY

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-16223

In the Matter of

**SANDS BROTHERS ASSET
MANAGEMENT, LLC, STEVEN
SANDS, MARTIN SANDS AND
CHRISTOPHER KELLY,**

Respondents.

**RESPONDENTS STEVEN SANDS AND MARTIN SANDS' REPLY IN SUPPORT OF
THEIR MOTION FOR EXTENSION OF TIME TO OPPOSE DIVISION OF
ENFORCEMENT'S MOTION FOR SUMMARY DISPOSITION**

Respondents Steven Sands and Martin Sands ("Respondents"), by their undersigned counsel, respectfully submit this Reply in support of their Motion for Extension of Time, which Respondents filed on January 4, 2015.

The Division of Enforcement's Opposition to Respondents' Motion for Extension is based entirely on the alleged "tactical advantage" that Respondents will purportedly gain if they are permitted to file their Opposition to the Division's Motion for Summary Disposition after Friday, February 6, 2015, the date on which the Division's Opposition to Respondent Christopher Kelly's Motion for Summary Disposition is currently due. Any "tactical advantage" can, however, be avoided by extending the deadlines for filing *all* oppositions by five business days. A five-business-day extension will permit the Division to file its own Opposition concurrently with the Respondents' Opposition on Friday, February 13, 2015. Extension of the

briefing deadline in this way would eliminate the alleged prejudice that the Division seeks to avoid by opposing Respondents' Motion, while according all parties the same extra time accorded to Respondents. Indeed, the Division would likely benefit from the extension. And the extension would have no material impact on the speedy administration of this proceeding, for all the reasons related in Respondents' Motion.

For these reasons and for the reasons presented in its Motion, Respondents Steven and Martin Sands respectfully request an extension of the deadline for filing their Opposition to the Division of Enforcement's Motion for Summary Disposition to Friday, February 13, 2015, with any additional enlargements of briefing time the Hearing Officer deems necessary to ensure the fairness of the proceedings.

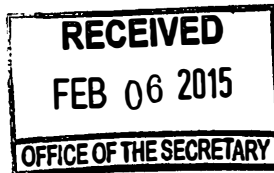
Dated: February 5, 2015

Respectfully submitted,



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February 5, 2015

VIA EMAIL AND UPS OVERNIGHT

The Honorable Cameron Elliot
Administrative Law Judge
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 200549-2557

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

Dear Judge Elliot:

I represent Respondents Steven Sands and Martin Sands in this matter. Enclosed please find a courtesy copy of the Respondents' Reply in support of their Motion for Extension of Time to Oppose Division of Enforcement's Motion for Summary Disposition.

By copy of this letter, we have delivered the original and three copies of our Reply to the Office of the Secretary for filing. We have also filed our Reply with the Commission via facsimile.

Respectfully submitted,

Matthew A. Rossi

cc: Office of the Secretary (via facsimile and UPS overnight)
Janna I. Berke, Esq. (via email and UPS overnight)
Nancy A. Brown, Esq. (via email and UPS overnight)
Anthony Bruno (via email only)
Christopher Kelly, Esq. (via email and UPS overnight)
Martin Kaplan, Esq. (via email and UPS overnight)