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UNITED STATES OF AMERICA Before The SECURITIES AND EXCHANGE COMMISSION

Administrative Proceeding File No. 3-16367

In The Matter of

THE ELIV GROUP, LLC and SCOTT VALENTE,

Respondent.

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DIVISION OF ENFORCEMENT'S AND RESPONDENTS' JOINT MOTION FOR STAY OF PROCEEDING PENDING COMMISSION CONSIDERATION OF OFFER OF SETTLEMENT AND BRIEF IN SUPPORT

The Division of Enforcement ("Division") and Respondents The ELIV Group.

LLC ("ELIV") and Scott Valente ("Valente"), pursuant to SEC Rule of Practice

161(c)(2), hereby respectfully move this Court for a stay of this proceeding, based upon

the Division's and Respondents' agreement in principle to a settlement.

BRIEF IN SUPPORT

Respondents, through their undersigned counsel, and counsel for the Division, have reached an agreement in principle on all major terms of a settlement of the Division's case against Respondents. The settlement papers are currently in the process of being finalized. Within fifteen business days of the entry of an order staying these proceedings, Respondents will submit to the Division staff signed offers of settlement in conformance with Rule of Practice 240. Within twenty business days of receipt of Respondents' offers, the Division will submit the signed settlement offers and an accompanying settlement recommendation to the Commission for consideration. Should the parties fail to meet the respective deadlines, outlined above, or should the Commission determine not to accept Respondents' Offers, the Division will promptly notify the Court.

Granting such a stay will not compromise the deadlines set forth in the Order Instituting Proceedings.¹ Based on the foregoing, the Division and Respondents submit that a stay of this proceeding as to all Respondents is appropriate pursuant to Rule of Practice 161(c)(2).

Dated: April 21, 2015 New York, New York

Respectfully submitte Richard G. Primoff

Senior Trial Counsel Barry O'Connell Counsel Division of Enforcement Securities and Exchange Commission 200 Vesey Street Brookfield Place New York, New York 10281 (212) 336-0148 (Primoff) (212) 336-9089 (O'Connell)

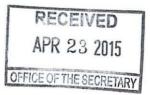
Robert Heim 444 Madison Avenue, 30th Flr. New York, NY 10022 (212) 355-7188 Attorney for Respondents

¹The OIP in this matter was filed on February 3, 2015. It requires that an initial decision be issued no later than 210 days from the date of service of the order, pursuant to Rule 360(a)(2).

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION NEW YORK REGIONAL OFFICE 200 VESEY STREET, SUITE 400 NEW YORK, NEW YORK 10281-1022



WRITER'S DIRECT DIAL LINE RICHARD G. PRIMOFF TELEPHONE: (212) 336-0148 FACSIMILE: (212) 336-1319 PRIMOFFR@SEC.GOV

April 21, 2015

VIA EMAIL AND UPS

The Hon. Jason S. Patil Securities and Exchange Commission 100 F. Street, N.E. Washington, D.C. 20549

Re: In the Matter of The ELIV Group, LLC and Scott Valente File No. 3-16367

Dear Judge Patil:

The Division staff and counsel for Respondents have agreed in principle on all major terms of a settlement of the Division's case against Respondents. Accordingly, I have enclosed herewith a copy of the parties' joint motion for a stay of this proceeding pursuant to SEC Rule of Practice 161(c)(2). The original and three copies of the enclosed motion are being filed with the Office of the Secretary today under cover of this letter by telecopier and UPS overnight delivery, and copies of the same are also being sent to your Honor by UPS overnight delivery, and to counsel for Respondents today by email and UPS overnight delivery, also under cover of this letter.

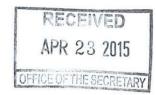
Respectfully submitted,

Richard G. Primoff

cc: Office of the Secretary (By Fax and UPS) Robert Heim, Esq. (By email and UPS)

Enclosures

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UNITED STATES OF AMERICA Before The SECURITIES AND EXCHANGE COMMISSION

Administrative Proceeding File No. 3-16367

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Respondent.	•
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CERTIFICATE OF SERVICE

I, Richard Primoff, certify that on the 21st day of April 2015, I served a true and correct copy of the parties' Joint Motion for a Stay of this Proceeding Pursuant to SEC Rule of Practice 161(c)(2) on the Court and counsel for Respondent as follows:

BY UPS OVERNIGHT DELIVERY SERVICE AND EMAIL

Robert Heim, Esq. Meyers and Heim 444 Madison Avenue, 30th Floor New York, NY 10022 <u>Rheim@meyersandheim.com</u> Attorney for Respondents

BY UPS OVERNIGHT DELIVERY AND EMAIL

The Honorable Jason S. Patil Administrative Law Judge U.S. Securities and Exchange Commission 100 F Street, N.E. Washington, DC 20549 <u>ALJ@sec.gov</u>

Dated: New York, New York April 21, 2015

Richard Primoff