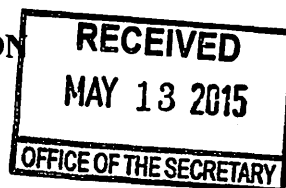


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**UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION**



**ADMINISTRATIVE PROCEEDING
File No. 3-16463**

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In the Matter of :
:
AEGIS CAPITAL, LLC :
CIRCLE ONE WEALTH :
MANAGEMENT, LLC :
DIANE W. LAMM :
STRATEGIC CONSULTING :
ADVISORS, LLC and :
DAVID I. OSUNKWO :
:
Respondents. :
:
:
-----X

**ANSWER OF RESPONDENTS STRATEGIC CONSULTING ADVISORS, LLC AND
DAVID I. OSUNKWO**

Pursuant to Rule 220 of the Securities and Exchange Commission’s Rules of Practice Respondents Strategic Consulting Advisors, LLC (“Strategic Consulting”) and David I. Osunkwo (collectively the “Respondents”) respectfully submit this Answer to the Order Instituting Public Administrative and Cease-and-Desist Proceedings dated March 30, 2015 (the “Order Instituting Proceedings”).

I.

The allegations contained in this section constitute legal conclusions to which no response is required. To the extent a response is deemed required, Respondents deny the allegations contained in this section.

II.

Respondents deny each and every allegation contained in the Order Instituting Proceedings except as hereinafter may be expressly admitted.

1. Respondents deny the allegations contained in this paragraph.

2. Respondents deny the allegations contained in this paragraph except admit that Osunkwo was designated as the Chief Compliance Officer for Aegis Capital, LLC (“Aegis Capital”) and Circle One Wealth Management, LLC (“Circle One”), that Lamm provided Osunkwo with information to include in Aegis Capital’s Form ADV and that Osunkwo signed Aegis Capital’s Form ADV.

3. Respondents lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in this paragraph.

4. Respondents lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in this paragraph.

5. Respondents lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in this paragraph.

6. Respondents admit the allegations contained in this paragraph.

7. Respondents admit the allegations contained in this paragraph.

8. Respondents deny the allegations contained in this paragraph except admit that SC Advisors was contractually obligated to provide compliance services to Registrants.

9. Respondents admit the allegations contained in this paragraph.

10. Respondents admit the allegations contained in this paragraph.

11. Respondents admit the allegations contained in this paragraph except state that they lack sufficient knowledge or information to form a belief as to the truth of the allegation that information provided by Lamm to Osunkwo was inaccurate.

12. Respondents admit the allegations contained in this paragraph.

13. Respondents admit the allegations contained in this paragraph.

14. Respondents admit the allegations contained in this paragraph.

15. Respondents deny the allegations contained in this paragraph except admit that Osunkwo relied on information provided to him by Circle One’s Chief Investment Officer in preparing the 2010 Form ADV.

16. Respondents deny the allegations contained in this paragraph.

17. Respondents lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in this paragraph.

18. Respondents lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in this paragraph.

19. Respondents lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in this paragraph.

20. Respondents lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in this paragraph.

21. Respondents lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in this paragraph.

22. Respondents lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in this paragraph.

23. Respondents deny the allegations contained in this paragraph.

24. Respondents deny the allegations contained in this paragraph.

25. Respondents deny the allegations contained in this paragraph.

III.

The allegations contained in this section constitute legal conclusions to which no response is required. To the extent a response is deemed required, Respondents deny the allegations contained in this section.

IV.

The allegations contained in this section constitute legal conclusions to which no response is required. To the extent a response is deemed required, Respondents deny the allegations contained in this section.

FIRST AFFIRMATIVE DEFENSE

The Commission has failed to state a cause of action.

SECOND AFFIRMATIVE DEFENSE

The Commission's claims are barred in whole or in part by applicable statutes of limitation.

THIRD AFFIRMATIVE DEFENSE

The Commission's claims are barred in whole or in part by the doctrine of laches.

FOURTH AFFIRMATIVE DEFENSE

The Commission's claims are barred in whole or in part by the doctrine of estoppel.

FIFTH AFFIRMATIVE DEFENSE

Respondents' acted in good faith and their conduct comported with industry standards and the applicable guidance provided by the Commission and its staff regarding the role and responsibilities of a Chief Compliance Officer.

RELIEF REQUESTED

WHEREFORE, Respondents respectfully request the following relief:

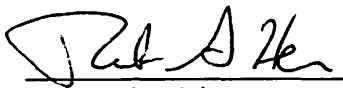
1. A Decision and Order in favor of Respondents denying the Commission all relief requested in the Order Instituting Proceedings and dismissing the Order Instituting Proceedings with prejudice.
2. Such other and further relief deemed just and proper.

Dated: New York, New York
May 10, 2015

Respectfully submitted,

MEYERS & HEIM LLP

By:



Robert G. Heim
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New York, New York 10022
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*Attorneys for Strategic Consulting Advisors, LLC
and David I. Osunkwo.*

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

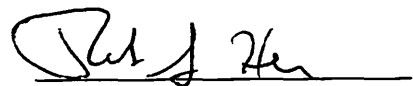
ADMINISTRATIVE PROCEEDING
File No. 3-16463

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In the Matter of :
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AEGIS CAPITAL, LLC : **CERTIFICATE OF SERVICE**
CIRCLE ONE WEALTH :
MANAGEMENT, LLC :
DIANE W. LAMM :
STRATEGIC CONSULTING :
ADVISORS, LLC and :
DAVID I. OSUNKWO :
:
Respondents. :
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:
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I, Robert G. Heim, certify that on the 11th day of May 2015, I caused true and correct copies of Respondents' Answer to be filed and served in the manner indicated on the following:

Brent J. Fields
Office of the Secretary
U.S. Securities and Exchange Commission
100 F. Street, N.E. Mail Stop 20549
Washington, DC 20549
(By facsimile and overnight delivery – original and three copies)

W. Shawn Murnahan
Senior Trial Counsel
U.S. Securities and Exchange Commission
950 East Paces Ferry Road, N.E., Suite 900
Atlanta, Georgia 30326-1382
(By email and overnight delivery)


Robert G. Heim