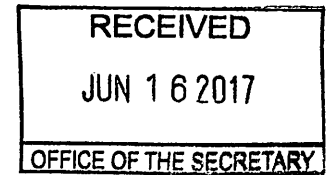


UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION



ADMINISTRATIVE PROCEEDING
File No. 3-17104

In the Matter of

BioElectronics Corp.,
IBEX, LLC,
St. John's, LLC,
Andrew J. Whelan,
Kelly A. Whelan, CPA, and
Robert P. Bedwell, CPA,

Respondents.

DIVISION OF ENFORCEMENT'S MOTION FOR LEAVE
TO FILE SUPPLEMENTAL SUBMISSION IN SUPPORT OF DIVISION'S
OPPOSITION TO RESPONDENTS' APPELLATE BRIEF TO THE COMMISSION

Pursuant to Rule of Practice 450(a), 17 C.F.R. § 201.450(a), the Division of Enforcement ("Division") respectfully moves for leave to file a short Supplemental Submission in Support of Division's Opposition to Respondents' Brief in Support of Appeal to the Commission (the "Supplemental Submission"), submitted contemporaneously herewith. As grounds therefore, the Division states that:

1. On May 8, 2017, the Division filed its Amended Opposition to Respondents' Brief in Support of Appeal to the Commission ("Amended Opposition"). In Section IV.A of its Amended Opposition, at pages 32 of 35, the Division responded to Respondents' arguments on appeal with regard to disgorgement, and specifically urged the Commission, on pages 33 and 34, to reject Respondents' argument that Section 2462's five-year statute of limitations applies to the

disgorgement sought by the Division in this case and imposed by the Administrative Law Judge (“ALJ”) in the Initial Decision.

2. On June 5, 2017, approximately one month after the Division submitted the Amended Opposition, the United States Supreme Court issued a decision in *Kokesh v. Securities and Exchange Commission*, No. 16-529, slip op. (June 5, 2017), in which the Court held that “[t]he 5-year statute of limitations in § 2462 ... applies when the SEC seeks disgorgement.” *Id.* at 9.

3. This intervening change in law impacts the arguments previously advanced by the Division to the Commission in the Amended Opposition, as well as the relief deemed appropriate by the ALJ in the Initial Decision.

4. Accordingly, the Division respectfully seeks leave to file a brief Supplemental Submission, narrowly tailored to address the impact of *Kokesh* on the appropriate award of disgorgement in this matter. That Supplemental Submission is submitted herewith.

5. No date for oral argument has been scheduled in this matter. Accordingly, no prejudice will be caused to Respondents due to the Division’s Supplemental Submission and no delay in the Commission’s consideration will result.

Dated: June 16, 2017

Respectfully submitted,



Charles D. Stodghill (202) 551-4413
Paul W. Kisslinger (202) 551-4427
Sarah H. Concannon (202) 551-5361
Thomas B. Rogers (202) 551-4776
Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549-5977

COUNSEL FOR THE DIVISION
OF ENFORCEMENT

CERTIFICATE OF SERVICE


I hereby certify that true copies of the foregoing were served on the following, this 16th day of June 2017, in the manner indicated below:

By hand and email:

Office of the Secretary
Securities and Exchange Commission
Attn: Secretary of the Commission Brent J. Fields
100 F Street, N.E.
Mail Stop 1090
Washington, D.C. 20549
Fax: (202) 772-9324
Email: alj@sec.gov

By email:

Brian T. Corrigan (bcorrigan@cormorllp.com)
Stanley C. Morris (scm@cormorllp.com)
Corrigan & Morris LLP
201 Santa Monica Blvd., Suite 475
Santa Monica, CA 90401-2212
Counsel to Respondents (other than Mr. Bedwell)



Counsel for the Division of Enforcement