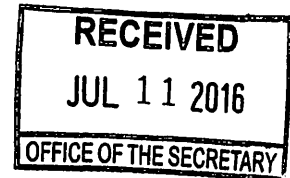


UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION



ADMINISTRATIVE PROCEEDING
File No. 3-17202

In the Matter of

Expleo Solutions, Inc., *et al.*,

Respondents.

**DIVISION OF ENFORCEMENT'S MOTION TO THE
COMMISSION TO DISMISS RESPONDENT AND BRIEF IN SUPPORT**

The Division of Enforcement ("Division"), by counsel, hereby moves the Commission to dismiss Respondent Expleo Solutions, Inc. ("Expleo Solutions") from this administrative proceeding, which was brought pursuant to Section 12(j) of the Securities Exchange Act of 1934 ("Exchange Act") to suspend or revoke Expleo Solutions' securities registration.

As explained below in its Brief in Support of this Motion, the Division seeks this relief because Expleo Solutions filed a Form 15 to voluntarily deregister its securities on April 12, 2016, which became effective on July 11, 2016.

BRIEF IN SUPPORT

The Commission initiated this administrative proceeding on April 6, 2016, against Expleo Solutions and one other Respondent. Only Expleo Solutions remains in the case. On April 12, 2016, Expleo Solutions filed a valid Form 15 to voluntarily deregister its securities, and this Form 15 became effective July 11, 2016, 90 days after it was filed.


The Division respectfully submits that the portion of this administrative proceeding that relates to Expleo Solutions should be dismissed because Expleo Solutions securities are no longer registered under Exchange Act Section 12. Because Expleo Solutions has no securities registered under Exchange Act Section 12, there are no securities to be suspended or revoked pursuant to Section 12(j) of the Exchange Act -- the very purpose of this administrative proceeding. Accordingly, the administrative proceeding should be dismissed as to Expleo Solutions as effectively moot. See *JMAR Technologies, Inc.*, Securities Exchange Act of 1934 Rel. No. 67503 (July 25, 2012) (Commission dismissed Exchange Act Section 12(j) proceeding where respondent filed Form 15 after OIP was instituted and therefore no longer had a class of securities registered under Section 12); *BCI Telecom Holding, Inc.*, Securities Exchange Act of 1934 Rel. No. 62649 (Aug. 4, 2010) (Commission dismissed Section 12(j) proceeding where an unregistered issuer had been mistakenly confused with its registered corporate affiliate); *FuelNation, Inc.*, Securities Exchange Act of 1934 Rel. No. 55863 (June 5, 2007) (Commission dismissed Section 12(j) proceeding where issuer's Section 12(b) registration was stricken by the Division of Market Regulation, and the issuer did not become registered under Section 12(g) pursuant to Exchange Act Rule 12g-2).

Conclusion

For the reasons set forth above, the Division respectfully requests that the Commission order the dismissal of Respondent Expleo Solutions from this proceeding.

Dated: July 11, 2016

Respectfully submitted,



Kevin P. O'Rourke (202) 551-4442
Neil J. Welch, Jr. (202) 551-4731
Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549-6010

COUNSEL FOR
DIVISION OF ENFORCEMENT

CERTIFICATE OF SERVICE

I hereby certify that true copies of the Division of Enforcement's Motion to the Commission to Dismiss Respondent and Brief in Support were served on the following on this 11th day of July, 2016, in the manner indicated below:

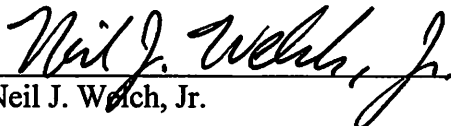
By Hand:

The Honorable Carol Fox Foelak
Administrative Law Judge
Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549-2557

By First Class Mail:

Expleo Solutions, Inc.
1415 W. 22nd St., Tower Floor
Oak Brook, IL 60523

Shawn G. Rice, Esq.
101 Falls Road, Suite 601
Grafton, WI 53024
(Counsel for Respondent)


Neil J. Welch, Jr.