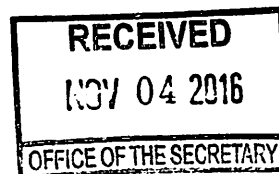


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**UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION**

**ADMINISTRATIVE PROCEEDING  
File No. 3-17319**

**In the Matter of  
  
JAN E. HELEN,  
  
Respondent.**

**JOINT MOTION FOR STAY OF  
PROCEEDINGS PENDING  
COMMISSION CONSIDERATION OF  
AN OFFER OF SETTLEMENT**

Pursuant to Rule of Practice 16(c)(2), the Division of Enforcement ("Division") and Respondent Jan E. Helen ("Respondent") jointly respectfully request that the Court enter a stay of this proceeding based upon the parties' agreement in principle to a settlement on all major terms of this proceeding.

The parties understand that the stay will be contingent upon Respondent submitting a signed offer of settlement to the Division within 15 business days of the stay, and the Division submitting the signed offer of settlement and accompanying recommendation to the Commission for its consideration within 20 business days of the Division's receipt of the signed offer of settlement.

Dated: November 3, 2016



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*Attorney for Respondent Jan E. Helen*

SERVICE LIST

On November 3, 2016, the foregoing **JOINT MOTION FOR STAY** was sent to the following parties and other persons entitled to notice:

Securities and Exchange Commission  
Brent Fields, Secretary  
100 F Street, N.E.  
Mail Stop 1090  
Washington, D.C. 20549  
(By Facsimile and original and three copies by UPS)

Honorable Brenda P. Murray  
Chief Administrative Law Judge  
100 F Street, N.E.  
Mail Stop 2582  
Washington, D.C. 20549  
(By Email)

David A. Zisser, Esq.  
Jones & Keller, P.C.  
1999 Broadway, Suite 3150  
Denver, CO 80202  
(By Email)

  
Marla Pinkston