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UNITED STATES OF AMERICA

SECURITIES AND EXCHANGE COMMISSION

In the Matter of the Application of ALPINE SECURITIES CORPORATION, a Utah limited liability company For Review of Adverse Action Taken By NATIONAL SECURITIES CLEARING CORPORATION	**PETITIONER'S CORRECTED REPLY BRIEF REGARDING THE TIMELINESS OF ALPINE'S APPLICATION FOR REVIEW AND COMMISSION JURISDICTION** Admin. Proc. File No. 3-18979

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Petitioner Alpine Securities Corporation ("Alpine"), though counsel of record, submits this Corrected Reply Brief Regarding the Timeliness of Alpine's Application for Review of adverse action taken by the National Securities Clearing Corporation ("NSCC") and the jurisdiction of the Securities and Exchange Commission ("Commission") to consider that application.

ARGUMENT

I. Alpine's Application is Timely Because it Seeks Commission Review of NSCC's Continuing Application of its Rules to Impose Onerous, Discriminatory and Anti-Competitive Fees Against Alpine.

The primary issue on which the Commission sought further briefing is whether Alpine's Application for Review was timely filed. In its opening Brief, Alpine provided citation to clear and consistent authorities, including Section 19(f) of the Exchange Act, 15 U.S.C. § 78s(f), and federal case law, establishing that the Commission is authorized and directed to review challenges associated *not only* with the passage of a rule but also with the application of the rule, and a challenge to a rule's application can be made within 30 days of that application, regardless of whether a similar application of the rule had occurred previously. Alpine demonstrated that its Application was timely filed because NSCC calculates and imposes the onerous and irrational Required Deposit charges at issue on Alpine on a daily basis, drastically limiting the number of transactions Alpine can process through NSCC's CNS system every day. NSCC's evolving and continuing application of the rules has resulted in a denial and limitation of service that unquestionably occurred within 30 days of the date Alpine filed its application.

NSCC has not disputed that it applies its rules to impose Required Deposit charges to Alpine on a daily basis as a condition to use NSCC's CNS system, including within the 30-day time period before Alpine filed its Application, and every business day since. Instead, NSCC puts forth two responses, both of which are counter to statutory authority, case law and logic. NSCC first claims

the time period for seeking Commission review of an SRO's application of a rule runs from the *first time* it is applied, and is then forever lost, even if the SRO's subsequent applications of the rule continue to contravene the Exchange Act.[1] Such an assertion is directly contrary to the language of Section 19(f), which requires the Commission to set aside any SRO action limiting access to services unless it finds, *inter alia,* that the SRO rules "*are and were* applied in a manner consistent with the purposes of the Exchange Act." *In re Bloomberg, L.P.,* Release No. 49076, 2004 WL 67566 at *3 (Jan. 14, 2004) (emphasis added); 15 U.S.C. § 78s(f). By requiring the Commission to determine both that NSCC rules "were" applied and "are" continuing to be applied consistent with the Exchange Act, Congress clearly intended to create a right of review from any discrete application of the rules. This is wholly consistent with the D.C. Circuit's oft-cited statement that statutory timelines "do not foreclose subsequent examination" of "further . . . action applying [a rule]," because rules "are capable of continuing application." *N.L.R.B. Union v. F.L.R.A.,* 834 F.3d 191, 196 (D.C. Cir. 1987). Notably, NSCC disregards the impact of Section 19(f) on its argument entirely, not even citing this controlling statutory section once.

NSCC attempts to fight this reality by claiming that allowing review of a continuing application of a rule would render the limitations period "illusory." (NSCC Brief, at 5). In support, NSCC directs the Commission to authorities discussing the "continuing violation" doctrine. (*See* NSCC Brief, at 5 – citing, *inter alia, AKM LLC v. Sec'y of Labor,* 675 F.3d 752, 757 (D.C. Cir. 2012)). But, those cases do not support NSCC. While NSCC tries its best to ignore the language

[1] NSCC cites to no authority for this assertion and it is particularly nonsensical here, where NSCC's actions were the product of application of a number of interlocking provisions applied inconsistently over time. The CRRM rating, for example, is based on a secret formula not set forth in any rule or rule adopting release, and is applied by NSCC to Alpine on a daily basis to determine, *inter alia,* whether or not Alpine can utilize the DTC offset. Because the formula is undisclosed, Alpine's CRRM rating is subject to revision at NSCC's whim at any time. NSCC did just that between June and July of 2018, when it elected to change Alpine's CRRM rating from a 7 to a 6, without explanation, which allowed Alpine to utilize the DTC offset for this period. NSCC then abruptly changed Alpine's CRRM rating back to a 7, again taking away Alpine's ability to utilize the DTC offset. The fact that NSCC's application of its rules to Alpine is both continuous and evolving further belies any notion that the time period for seeking Commission review runs only from the first application of a rule.

of Section 19(f), the Commission cannot, and Congress quite clearly imposed a continuing obligation on the Commission to confirm that SRO rules "are" and "were" applied consistently with the Exchange Act, giving rise to a right of review from any application of the rule within 30 days prior to the filing of a petition for review. Furthermore, the circumstances of *AKM* are so distinguishable from those here that it has no persuasive value. Unlike in *AKM,* Alpine is not asserting that NSCC's failure to right a past wrong is a continuing wrong that tolls the statute of limitations on a substantive cause of action. Alpine seeks review of NSCC's specific applications of its rules, within the 30-day period, that limits Alpines' access to NSCC's services.

In this regard, the Federal Court of Appeals authorities cited in Alpine's opening Brief are far more analogous because they deal with statutory time limitations for seeking review. NSCC's response to these authorities is, primarily, to mischaracterize their holdings. For example, NSCC claims that *NLRB* allows for post-limitations review only for those who had never previously had an opportunity, and insists Alpine had this opportunity because it could have participated in the rulemaking process or sought review from the first application of the rule. This is not what *NLRB* held. The *NLRB* court referenced the lack of opportunity in order to explain why a statutory time limit does not foreclose "subsequent examination" of a rule when it is applied: because to limit challenges to those brought within 60 days of the promulgation of the rule would deprive "many parties ultimately affected by a rule an opportunity to question its validity." 834 F.3d at 196. [2]

Further, any potential ambiguity in the language used by the *NRLB* court was put to bed by later D.C. Circuit decisions holding that "a party against whom a rule is applied may, at the time of application, pursue substantive objections to the rule[,] even where the petitioner had notice and

[2] Similarly, NSCC claims that *Weaver v. Fed. Motor Carrier Safety Admin.*, 744 F.3d 142 (D.C. Cir. 2014), held that a challenge to a rule must be "brought within the applicable statutory limitations period." (NSCC Brief, at 6.) This is not correct. *Weaver,* similar to *NRLB,* holds that facial challenges brought to the procedural lineage of a rule – the manner in which it was adopted – must be brought within the limitations period, "[b]ut when an agency seeks to apply the rule, those affected may challenge that application on the grounds that it 'conflicts with the statute from which its authority derives.'" *Id.* at 145 (citation omitted)).

opportunity to bring a direct challenge within statutory time limits but failed to do so." *NextWave Pers. Commc'ns, Inc. v. FCC*, 254 F.3d 130, 141 (D.C.Cir.2001). Although these authorities arise in the context of judicial review, their reasoning is equally applicable to a statutory time limit for seeking Commission review of SRO action, particularly given the language of Section 19(f) and the Commission's ongoing duty to supervise SRO action.[3]

Secondly, NSCC insists that Alpine is challenging the "facial validity" of NSCC's rules, "not the imposition of any particular daily assessment." (NSCC Brief, at 5.) This is so, NSCC claims, because "Alpine does not argue that any of the Required Fund Deposit assessments, were themselves calculated in violation of NSCC's rules." (*Id.*) These assertions are neither correct nor determinative. First, Alpine's challenge is plainly addressed to the rules' application by NSCC, and its impact on Alpine, not the rules' verbiage. Alpine challenges particular daily assessments of the required deposit charges at issue, and Alpine identified specific charges in the declaration submitted in support of its Application for Review. NSCC is also incorrect because Alpine does in fact claim that NSCC calculated both the Mark-to-Market and Volatility Charges in violation of NSCC's own rules.[4]

In any event, the question of whether NSCC violated its own rules is not determinative because whether NSCC's actions complied with its own rules is only one step in the analysis; the

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[3] S. Rep. 94-75, 1975 U.S.C.C.A.N 179, at 23 ("The SEC is charged with supervising the exercise of th[e] self-regulatory power [by NSCC and other SROs] in order to assure that it is used effectively to fulfill the responsibilities assigned to the self-regulatory agencies" and to "assur[e] . . . that their activities are not anticompetitive and that the Commission's oversight powers are ample and its responsibility to correct self-regulatory lapses is unmistakable.").

[4] Specifically, there is no support in NSCC's Rules or Procedure XV, or its adopting release for these rules, for NSCC's practice of imposing Volatility Charges or Mark to Market charges that equal or exceed the underlying transaction amount just because a microcap or OTC stock is involved. Nor is there any authorization in NSCC's Rules or Procedure XV to round-up the price of the stock/positions to the fictional price of $.01/share on sub-penny stock transactions to calculate Volatility Charges or Mark-to-Market charges. Any effort to enforce a new interpretation or practice by an SRO that is not filed and approved by the SEC violates Section 19(b)(1). *See* 15 U.S.C. § 78c(a)(27) (stating that the "rules of a clearing agency" includes, *inter alia*, both actual "rules" and "such of the stated policies, practices, and interpretations of such . . . clearing agency . . . ."); 17 C.F.R. § 240.19b-4(c) and (d) (indicating that an interpretation of a rule by an SRO is a "rule change" unless it is "reasonably and fairly implied by that rule"); *General Bond & Share Co. v. SEC*, 39 F.3d 1451, 1458 (10th Cir. 1994) (holding that NASD's attempt to enforce a new interpretation of its rules without first filing the interpretation with the SEC and getting the agency's approval was "contrary to 15 U.S.C. § 78s(b)(1) and is therefore invalid.").

Commission must also find that that those rules "are and were applied in a manner that is consistent with the purposes of the Exchange Act." *Bloomberg,* 2004 WL 67566 at *3; 15 U.S.C. § 78s(f). Therefore, Alpine's Petition is timely filed.[5]

II. The Commission has Jurisdiction to Review Alpine's Application for Review.

NSCC does not, and cannot, dispute that the Commission has both jurisdiction and an obligation under Sections 19(d) and (f) of the Exchange Act to review any action by an SRO, such as NSCC, that results in a denial or limitation on access to services. Instead, NSCC hopes to convince the Commission to ignore its ongoing duty to ensure that NSCC acts in accordance with the requirements of the Exchange Act and the rules promulgated thereunder through two novel arguments. First, NSCC claims that the Required Deposit charges can *never* constitute a denial or limitation on access to services. Second, NSCC claims that Section 19(d) review is only available for immediately effective SRO rules adopted without SEC approval pursuant to Section 19(b)(3). Both of these assertions are wholly meritless, and therefore, the Commission has jurisdiction under Sections 19(d) and (f) to review Alpine's Application for Review.

A. NSCC Limited Alpine's Access to NSCC's Clearing and Settlement Services by Imposing Onerous and Discriminatory Margin Charges.

The Commission has identified three primary considerations that determine whether an SRO's actions, including imposition of a fee, improperly limit access to an essential service: (a) there must be an "actual limitation of access"; (b) "the applicant must assert a basis that, if established, would lead the Commission to conclude that the fees violate Exchange Act Section 19(f)"; and (c) the denial or limitation must be to the "applicant's ability to utilize one of the

[5] In the alternative, the Commission should find that extraordinary circumstances exist to extend the time period for Alpine to seek Commission review for the reasons set forth in Alpine's Opening Brief. These are novel and important issues, which have never been considered by the Commission in any context, and threaten the viability of the entire microcap market.

fundamentally important services offered by the SRO."[6]

NSCC does not contest that its CNS clearance and settlement services are "fundamentally important" services and "central to the function" of NSCC.[7] In fact, it has been granted virtually monopolistic control of settlement of trades. NSCC also does not contest that Alpine is required to post the Required Deposit – including, *inter alia,* the Illiquid Charge, Mark to Market Charges, Volatility Charges – which is calculated and assessed by NSCC on a daily basis, in order to access NSCC's CNS clearing and settlement services.

Nevertheless, NSCC claims the Required Deposit "margin requirement" cannot be a prohibition or limitation on access to services under Section 19 because it is not a "fee" but a component of "risk management" of the service itself. (NSCC Brief, at 11.) That claim is nonsensical semantics, and unsupported by any authority. The Required Deposit is a mandatory charge that serves precisely to limit and proscribe access to essential "services," i.e, NSCC's CNS clearance and settlement services. NSCC has formulated and imposes charges that Alpine must post if it wants to access these services for its own business and for its customers.

In this regard, the Required Deposit functions like the fees found to be an impermissible limitation on access in *in re SIFMA* because, in both cases, the SRO conditioned access to its services on the outlay of money.[8] Moreover, contrary to NSCC's insinuation that only a requirement to pay a "fee" could be a restriction on access, the Commission has never interpreted the phrase "limitation of access" so restrictively. For example, in *Bloomberg,* the Commission held that NYSE's "imposition and enforcement of" certain restrictions relating to the dissemination of depth-

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[6] *In re Application of Securities Industry and Financial Markets Association for Review of Action by Self Regulatory Organizations ("In re SIFMA"),* SEC Release No. 72182, 2014 WL 1998525, at ** 8-9 (May 16, 2014).

[7] *See id.*, at *9 (explaining that a denial or limitation of access subject to review under Section 19 must go to "the applicant's ability to utilize one of the fundamentally important services offered by the SRO").

[8] *See id* at *8 *and* n. 76 (holding SIFMA members could establish an "actual limitation on access" by submitting declarations that they "purchase the depth-of-book products and explaining that those members are aggrieved because the level of the prices charged for those products is so high as to be outside a reasonable range of fees under the Exchange Act," or, alternatively, "showing that they were unable to purchase depth-of-book products due to alleged supracompetitive pricing violating the Exchange Act").

of-book data "effected a denial of access to Bloomberg" of services because NYSE "would not provide Bloomberg access to [that] data unless it disseminated and continue[d] to disseminate" it in accordance with the restrictions.[9] Similarly, the Commission exercised jurisdiction to institute "denial of access" proceedings under Sections 19(d) and (f) to review the NYSE's denial of a member's request to install an unrestricted phone line on the floor of the Exchange to contact customers.[10] Certainly the excessive margin charges imposed by NSCC as a condition of clearing a trade likewise constitute a denial or limitation of access.

Indeed, under NSCC's rationale, NSCC could require Alpine to post any amount – for example, a billion dollars in margin to clear a thousand dollars in trades – and it could never be a limitation on access. While an extreme example, this is a logical extension of NSCC's position, and is not what Congress intended by protecting SRO access rights in Section 19.[11]

As Alpine has alleged in its Petition, and supported by declaration, these charges, particularly in the aggregate, are wildly excessive in comparison to the underlying transactions or positions to be cleared and settled through NSCC, have not been shown to correspond to any actual risk, and artificially restrict the number of trades that Alpine can process every day. Alpine also detailed the ways in which these charges have been applied by NSCC to violate the Exchange Act, the SEC's rules, and even contravene NSCC's own rules (*see fn.* 5, supra).[12]

Despite the fact that NSCC bears the burden to demonstrate that its rules and actions, as applied, are consistent with the Exchange Act, the SEC's rules, and NSCC's rules,[13] NSCC has not

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[9] *Bloomberberg, L.P.*, 2004 WL 67566 at *2.

[10] *Notice of Application of William Higgins*, 51 Fed.Reg. 6186–04, 1986 WL 89969 (Feb. 20, 1986).

[11] NSCC attempts to dismiss this example as "an absurd hypothetical." (NSCC Brief, at 14 n. 56). But this is exactly what NSCC is arguing: that no margin requirement NSCC imposes to access its CNS system – no matter how onerous, unjustified by any actual risk, discriminatorily applied, or burdensome on competition – can ever be a limitation on access.

[12] As detailed in Alpine's Rulemaking Petition, at 19-28, attached as Ex. B to the Application for Review, the challenged components violate Section 17A, 15 U.S.C. § 78q-1(b)(3)(D), (F) and (I), *and* (b)(6); Section 19(f), 15 U.S.C. § 78s(f); 17 C.F.R. § 17Ad-22(e)(1), (23) (requiring transparency); *id.* at (e)(4), (6) and (7) (requiring NSCC's margin systems and procedures be "reasonably designed," and produce margin levels "commensurate with" the risk), and the APA, 5 U.S.C. 552

[13] *See* 15 U.S.C. § 78s(f) and Rule of Practice 700, 17 C.F.R. § 201.700. *See also In re SIFMA*, 2014 WL 1998525, at *9 n. 88.

attempted to respond to Alpine's points in this regard. At best, NSCC argues that its rules were adopted by the Commission. (NSCC's Brief, at 13). However, Commission approval is only one requirement with which NSCC must comply. As indicated, NSCC must also demonstrate, *inter alia*, that its rules "are, and were, applied in a manner consistent with the purposes" of the Exchange Act, and that the rules, on their face and as applied, do not impose an undue burden on the competition. 15 U.S.C. § 78s(f) (emphasis added).

Furthermore, NSCC has confirmed that Alpine provides clearing for the majority of all microcap stock in the country and so these excessive microcap margin charges also impermissibly restrict the ability of all of the participants in the microcap market – including issuers and traders – to access services at NSCC that are necessary to trade.[14] These factors are more than sufficient to demonstrate a limitation on access subject to review under Section 19.[15]

Finally, NSCC argues that Alpine has not shown that NSCC's application of rules has actually limited its access to services because Alpine has continued utilize NSCC's services since its application was filed. This argument assumes that only outright "denial" of access is actionable – a position that is contrary to the language of Section 19(d) and (f). In support of its Application for Review, Alpine has introduced evidence that it has been forced to limit the number of transactions it can clear for customers per day because of the capital necessary to fund the exorbitant and unjustified margin charges at issue. This is a limitation on access.

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[14] Both Sections 19 and 17A of the Exchange Act also protect nonmembers' indirect rights to access a registered clearing agency's essential services, with Section 19 providing for Commission review of such denials or limitations of access. *See* 15 U.S.C. § 78q-1(b)(6) (prohibiting a registered clearing agency from prohibiting or limiting access by any person to services offered by one of its participants); 15 U.S.C. § 78s(d)(1) (creating a right to Commission review of any SRO action that "prohibits or limits **any person** in respect to access to **services offered by such** organization [SRO] **or member thereof**." (emphasis added); *cf. also In re International Power Group, Ltd.*, SEC Release No. 66611, 2012 WL 892229 at ** 4, 6 (March 15, 2012) (holding that an issuer, though not a member of DTC, was entitled to protection under Sections 19(d) and (f) against a limitation on access to services at DTC "even if those services are not provided directly to the issuer," because Congress provided protection to "'any person' . . . 'with respect to access to services'" in Section 19(f)).

[15] *See In re Int'l Power*, 2012 WL 892229 at *4 (stating, "loss of or increased costs of doing business, or difficulties in fulfilling market-making obligations" were "negative impacts" on a "Broker-Dealer Participant" that "could be remedied by challenging DTC's denial of the Participant's access to services").

In the next breath, NSCC goes a step further to brazenly assert that Alpine's has not suffered a limitation on access because Alpine has "increased its . . . Required Fund deposit" since the Application was filed. (NSCC Brief, at 13.) This not only mischaracterizes the issue, it is flatly disingenuous. NSCC well knows that *NSCC* dramatically increased Alpine's Required Fund deposit to arbitrarily round amounts that have no apparent correlation to any of the individual challenged components of the Required Fund Deposit that NSCC maintains are necessary for "risk management." For example, as detailed in Ex. B to the Supplemental Cuddihy Declaration, starting in July of 2019, Alpine's Required Fund Deposit requirement suddenly became, with little variation, a flat $2,300,000.00, then $2,600,000.00 in September of 2019, and then 3,000,000.00 in October of 2019, even where the underlying Mark-to-Market, Volatility and Illiquid Charge components were nowhere near these amounts. Rather than supporting NSCC's position, this post-Application practice of increasing Alpine's Required Deposit to arbitrary amounts supports Alpine's position. NSCC is not relying on a purported risk-based formula to set Alpine's margin – the purported justification for the enormous charges associated with the individual components at issue. Rather, it is pulling Alpine's Required Deposit out of a hat in order to artificially restrict the number of transactions Alpine can clear through NSCC.[16]

B. Commission Review Under Section 19(d) and 19(f) is Not Limited to SRO Rules Adopted Under Section 19(b)(3).

NSCC claims that review under Section 19(d) is only available for an SRO rule adopted under Section 19(b)(3) (an immediately effective rule) but not for a rule approved under Section

[16] NSCC also puts forth the circular and baseless argument that if the "Required Fund Deposit were a prohibition or limitation on access," it would be required to file a notice before imposing the charge, and because it does not file a notice, it cannot be a prohibition or limitation on access. The Commission has repeatedly confirmed that "the failure of an SRO to file the required notice does not prevent Commission review." *In re SIFMA*, 2014 WL 1998525, at *10; *see also, e.g., MFS Sec. Corp.*, Exchange Act Release No. 47626, 2003 WL 1751581, at *6 n.13 (Apr. 3, 2003). The Commission can review any action as to which the SRO was obligated to file notice, regardless of whether it complied with that obligation. If anything, NSCC's failure to file the required notices serves to further undermine its argument that Alpine's Petition is untimely.

19(b)(2). Not one provision in Section 19(d) or 19(f) purports to condition the right to review upon the manner in which the SRO rule is proposed or approved under Section 19(b). *See* 15 U.S.C. §§ 78s(d), (f). To the contrary, the statutes make clear that the right to review is triggered by the type of action taken by the SRO, irrespective of how or when a rule is passed, i.e. a disciplinary sanction, a denial of membership, or, relevant here, SRO action that "prohibits or limits any person in respect to access to services offered by such organization or member thereof." *See id.* § 19(d)(1), (d)(2), (f). By requiring the Commission to find that NSCC "applied" its rules in a manner consistent with the Exchange Act in effecting a limitation on access, and to separately weigh the limitation's effect on competition, Congress plainly made the manner in which those rules were passed irrelevant to jurisdiction. The Commission has confirmed this time and again.[17]

Rather than cite any actual authority confirming its position, NSCC engages in a convoluted analysis of *In re SIFMA,* arguing that this case limits review to rules passed under Section 19(b)(3). The *SIFMA* case does nothing of the sort. The Commission never stated that Section 19(d) and (f) review was limited to rules passed under Section 19(b)(3). [18] Nor could it, given the language of the statute and precedent cited above.

CONCLUSION

For the foregoing reasons, and those set forth in Alpine's Opening Brief, Alpine's Application for Review should be considered timely filed, and subject to the Commission's jurisdiction.

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[17] *See, e.g., In re Higgins,* 51 Fed.Reg. at 6188, 1986 WL 89969 ("[S]ection 19(f) provides that an SRO may prohibit access to services offered by an SRO or member thereof only if: (1) The 'specific grounds' for such prohibition 'exist in fact,' (2) the prohibition 'is in accordance with the rules of the [SRO],' (3) those rules **'were applied in a manner consistent with the purposes of [the Act],'** and (4) the **prohibition** does not impose 'any burden on competition not necessary or appropriate in furtherance of the purposes of [the Act].' **If the prohibition fails to meet any of these standards, the Commission is directed by the Act to 'set aside' the SRO action.**" (emphasis added); *In re MFS,* 2003 WL 1751581, at *4 (same).

[18] The Commission only analyzed the availability of Section 19(d) and (f) review for a rule made pursuant to Section 19(b)(3) in order to reject an argument by the SRO that Dodd-Frank stripped the Commission of jurisdiction to review an immediately effective rule filing. *See In re SIFMA,* 2014 WL 1998525, at *10 (stating *inter alia,* that "we find it compelling that nothing in the Dodd-Frank Act *removed* jurisdiction under Section 19(d) for challenges to fee rules at the enforcement stage." (emphasis added)).

DATED this 5th day of February, 2020.

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ATTORNEY CERTIFICATION

Pursuant to Rule 154(c) of the Commission's Rules of Practice, I hereby certify that the foregoing document contains 4,447 words, exclusive of the tables of contents and authorities.

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UNITED STATES OF AMERICA

SECURITIES AND EXCHANGE COMMISSION

In the Matter of the Application of ALPINE SECURITIES CORPORATION, a Utah limited liability company For Review of Adverse Action Taken By NATIONAL SECURITIES CLEARING CORPORATION	**STATEMENT OF FACSIMILE FILING**

PLEASE TAKE NOTICE that, pursuant to Rule 152(d) of the Commission's Rules of Practice, the undersigned hereby gives notice that Petitioner's Corrected Reply Brief Regarding the Timeliness of Alpine's Application for Review and Commission Jurisdiction was filed by means of facsimile transmission to the Office of the Secretary of the Commission at (202) 772-9324, on February 5th, 2020.

DATED this 5th day of February 2020.

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UNITED STATES OF AMERICA

SECURITIES AND EXCHANGE COMMISSION

In the Matter of the Application of ALPINE SECURITIES CORPORATION, a Utah limited liability company For Review of Adverse Action Taken By NATIONAL SECURITIES CLEARING CORPORATION	**CERTIFICATE OF SERVICE**

MARANDA E. FRITZ, HEREBY CERTIFIES PURSUANT to Rule 151(d) of the Commission's Rules of Practice that, on February 5, 2020, she served, along with this Certificate of Service, Petitioner's Corrected Reply Brief Regarding the Timeliness of Alpine's Application for Review and Commission Jurisdiction, by the following means:

1 By the U.S. Postal Service, by means of certified mail, directed to Brent J. Fields at the Office of the Secretary for the U.S. Securities and Exchange Commission, 100 F Street NE, Washington, DC 20549.

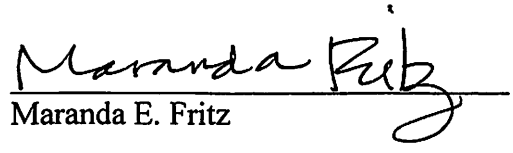
2 By facsimile directed to Brent J. Fields at the Office of the Secretary of the U.S. Securities and Exchange Commission, at 202-772-9324.

3 By the U.S. Postal Service, by means of certified mail, directed to Gregg M. Mashberg, Benjamin J. Catalano, and Brian A. Hooven of Proskauer Rose LLP, at 11 Times Square, New York, NY 10036.

4 By facsimile directed to Gregg M. Mashberg, Benjamin J. Catalano, and Brian A. Hooven of Proskauer Rose LLP, at 212-969-2900.

DATED this 5th day of February 2020.

THOMPSON HINE LLP



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