

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-19775

In the Matter of

LEE C. SCHLESINGER,

Respondent.

JOINT MOTION TO DISMISS
ADMINISTRATIVE PROCEEDING
AND BRIEF IN SUPPORT

Pursuant to SEC Rule of Practice 154, the Division of Enforcement of the United States Securities and Exchange Commission (“Division”) and Respondent Lee C. Schlesinger (“Schlesinger”), file this Unopposed Motion to Dismiss this administrative proceeding against Schlesinger, and respectfully shows the following:

Procedural and Factual Background

Between May 2011 and January 2013, Schlesinger served as a consultant, and then as a director and Chief Investment Officer, for Treaty Energy Corporation (“Treaty”), a now-defunct Nevada corporation based in New Orleans, Louisiana purporting to be in the business of acquiring oil and gas properties.¹ He never worked on-site at Treaty.

On December 15, 2014, the Commission filed an action in U.S. District Court for the Eastern District of Louisiana in which it charged Schlesinger, among others, with various violations of the federal securities laws. *See SEC v. Ronald C. Blackburn, Andrew V. Reid, Bruce A. Gwyn, Michael A. Mulshine, Lee C. Schlesinger, Samuel Whitley, and Treaty Energy Corporation*, Case No. 2:15-CV-2451-CJB [E.D. La.]. The Commission’s Complaint, as

¹ Treaty’s common stock (ticker symbol “TECO”) was previously quoted on the OTC Bulletin Board and then traded on the OTC Link (formerly, “Pink Sheets”) operated by OTC Markets Group Inc., until December 22, 2014, when the Commission issued an Order of Suspension of Trading.

amended, alleged that Schlesinger and others engaged in the offer and sale of Treaty securities through: (a) an unregistered public offering of restricted stock; and (b) Form S-8 offerings of registered, unrestricted stock to ineligible recipients. The Complaint further alleged that several defendants, including Schlesinger, issued unrestricted Form S-8 shares to themselves. The Complaint further alleged that: (1) in violation of Section 16(a) of the Securities Exchange Act of 1934 (“Exchange Act”) and Rule 16a-3 thereunder, Schlesinger failed to file reports of ownership and changes in ownership with the Commission; and (2) that while serving as an officer and director of Treaty, he failed to file required periodic and annual reports on Forms 3, 4, and 5 regarding his ownership of Treaty stock.

On March 28, 2017, the district court entered an Agreed Final Judgment against Schlesinger on the Commission’s non-scienter based charges, enjoining him from future violations of Sections 5(a) and (c) of the Securities Act of 1933 (“Securities Act”) and Section 16(a) of the Exchange Act and Rule 16a-3 thereunder, and ordered him to pay \$92,498 in disgorgement, \$7,071.56 in prejudgment interest, and a \$30,000 civil penalty. He timely paid the monetary judgment in full.

On April 29, 2020, pursuant to Exchange Act Section 15(b), the Commission issued its Order Instituting Proceedings in this case, to determine what, if any, remedial action was appropriate in the public interest.

Relief Requested

Based on the evidence in this proceeding, including, but not limited to, Schlesinger’s isolated, non-scienter-based conduct, current employment status, and more than nine-year absence from the securities industry, the Division and Schlesinger have agreed that dismissal of these proceedings is appropriate in the public interest and in the interests of justice.

THEREFORE, the parties respectfully request that the Commission dismiss this administrative proceeding with prejudice.

Dated: June 6, 2022.

Respectfully submitted,

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**COUNSEL FOR RESPONDENT LEE C.
SCHLESINGER**

Service List

Pursuant to Rule 150 of the Commission's Rules of Practice, I hereby certify that on June 3, 2022, the foregoing document was filed using the eFAP system and that a true and correct copy was served electronically upon each person previously agreeing to accept documents by

electronic means. A copy of the foregoing document has also been emailed to APFilings@sec.gov.

s/Jennifer D. Reece
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