

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-20914

In the Matter of

THE EDWARD WALKER BENIFIELD
TRUST,

Respondent.

THE DIVISION OF ENFORCEMENT’S
MOTION FOR A DEFAULT AND REVOCATION ORDER
AND SUPPORTING MEMORANDUM

The Division of Enforcement (“the Division”) respectfully requests that the Commission find the Edward Walker Benifield Trust (the “Trust”) in default and revoke the Trust’s registration as a transfer agent.

PRELIMINARY STATEMENT

The OIP alleges that the Trust, a registered transfer agent, has violated various statutes and regulations governing such entities, including by failing to amend an inaccurate Form TA-1, failing to file timely annual reports, and failing to furnish required records for examination. Because the Trust is in default, the Commission should enter an Order revoking the Trust’s registration as a transfer agent to protect the investing public.

ARGUMENT

I. The Respondent Should Be Deemed In Default.

The Commission may deem a party in default where the party fails to answer or otherwise defend a proceeding. Commission Rules of Practice (“ROP”) 155(a)(2) and 220(f). The Trust was served with the OIP on July 6, 2022, but did not file an Answer, prompting the Commission to issue an order requiring the Trust to show cause, by October 14, 2022, why a default judgment should not be entered against it. *See* Release No. 95954 (September 30, 2022). The Trust did not respond to the Show Cause Order. Having failed to take advantage of multiple chances to defend itself, the Trust should be deemed in default.

II. The Trust Willfully Violated The Exchange Act And Rules Promulgated Thereunder.

Because the Trust is in default, the Commission may deem the OIP allegations to be true, drawing all reasonable inferences therefrom, and decide the claims against the Trust. ROP 155(a)(2) and 180(c); *Finkel v. Romanowicz*, 577 F.3d 79, 84 (2d Cir. 2009) (interpreting Fed. R. Civ. P. 55, the equivalent to ROP 155). The OIP, the additional information submitted with this Motion, and the reasonable inferences therefrom establish that the Trust willfully violated the Exchange Act and rules promulgated thereunder.

A. The Trust Willfully Failed To Amend The Form TA-1.

The allegations of the OIP establish that, on November 4, 2019, the Trust registered as a transfer agent by filing a Form TA-1. The Trust listed its principal office address as 4110 W. 11th Ave, Gary, IN 46404. OIP at ¶¶3-4. On May 21, 2021, in furtherance of an

examination, the staff in the Commission’s Division of Examinations (“Examinations”) had a telephone conference with Edward Benifield, who signed the Form TA-1 as the Trust’s Trustee and Treasurer. *Id.* ¶¶7-8. During the call, Benifield stated that the address for the Trust’s principal office had changed. *Id.*

If any of the information reported on a Form TA-1 becomes inaccurate, misleading, or incomplete, the transfer agent must correct the information by filing an amendment within 60 days. *See* Rule 17Ac2-1(c) [17 C.F.R. § 240.17Ac2-1(c)]. The address for the Trust’s principal office was inaccurate by April 2, 2021 at the latest, meaning that the Trust was required to file an amendment to the Form TA-1 by June 1, 2021. The Trust did not do so and, on January 5, 2022, the Trust received a Wells notice regarding this, and other, violations. OIP at ¶13.¹ On July 6, 2022, the Trust received an email copy of the OIP, which again notified it of the past-due amendment. *See* September 21, 2022 Declaration of Samantha M. Williams at ¶4. To date, the Trust has not filed an Answer or other paper in this proceeding indicating that the failure to amend the Form TA-1 was somehow inadvertent; nor has the Trust filed the required amendment, which is now more than a year overdue. *See* Edgar Report on CIK 1809973; *see also* OIP at ¶¶9-10.²

¹ The Wells notice was emailed to the address listed on the Trust’s Form TA-1 where Commission staff had successfully reached the Trust in the past. OIP at ¶¶7 and 13. No error message was received, giving rise to an inference that the email was successfully delivered. *See Gezu v. Charter Commc’ns*, 17 F.4th 547, 553–54 (5th Cir. 2021) (credible evidence that document was emailed creates a presumption of receipt).

² The Commission may take official notice of any matter in the public official records of the Commission. 17 C.F.R. § 201.323. The Edgar report on the Trust can be found at the following link: <https://www.sec.gov/edgar/search/#/entityName=0001789893>.

These allegations, and the reasonable inferences drawn from these allegations, establish that the Trust's failure to amend the Form TA-1 was willful. "To act willfully for purposes of the federal securities laws means that a person intentionally committed the act which constitutes the violation." *In re Richard Allen Riemer, Jr.*, Release No. 84513, 2018 WL 5668898, at *4 (Oct. 31, 2018) (internal punctuation and citations omitted). The respondent need not "also be aware that he is violating one of the Rules or Acts; rather, it simply requires the voluntary commission of the acts themselves." *Id.* (internal punctuation and citations omitted).

The Trust admitted that it knew that the principal address reported to the SEC was inaccurate but, nevertheless, failed to correct it. The Wells notice and the OIP again put the Trust on notice of the need to take action, but it did not do so, which is additional evidence of an intentional violation. *Cf. See Villanueva v. Brown*, 103 F.3d 1128, 1138 (3d Cir. 1997) (ratification of a wrongful act "may be inferred from the failure to repudiate an unauthorized act [or] from inaction"); *Brink's Inc. v. City of New York*, 717 F.2d 700, 706 (2d Cir. 1983) (inaction in the face of knowledge of a wrongful act establishes intent).

The Trust's failure to amend the Form TA-1 is a willful violation of Section 17A(c)(2) of the Exchange Act and 17 C.F.R. § 240.17Ac2-1(c). The Trust's inaction also constitutes a willful violation of Section 17A(d)(1) of the Exchange Act [15 U.S.C. §78q-1(d)(1)], which prohibits transfer agents from violating the Commission's rules and regulations.

B. The Trust Willfully Failed To Timely File Annual Reports.

The allegations of the OIP establish that the Trust did not file the annual report for 2019 or 2020 by March 31, 2020 or 2021 respectively. After the Trust received a Wells

notice, the Trust filed the reports, with the 2019 annual report filed almost two years late and the 2020 report filed almost a year late. OIP at ¶¶5, 13-14. This evidence gives rise to the inference that the Trust was capable of filing the reports, but intentionally failed to do so in a timely manner. The Trust’s failure to timely file the annual reports is a willful violation of Section 17A(c)(2) of the Exchange Act and 17 C.F.R. § 240.17Ac2-2(a), which require transfer agents to file annual reports, and is also a willful violation of Section 17A(d)(1).

C. The Trust Willfully Failed To Furnish Required And Other Records For Examination.

The allegations of the OIP establish that on April 2, 2021, in furtherance of an examination, Examinations emailed the Trust a document request, which was received. OIP at ¶11; *Gezu*, 17 F.4th at 553–54. The list of documents Examinations sought to examine included records required to be kept and maintained by SEC regulations (“Required Records”), as well as other documents. OIP at ¶11; *see also* Authenticating Declaration of Samantha M. Williams.³ The Trust did not respond to the document requests or follow-up

³ The Staff’s document request sought records required to be kept and maintained by the following SEC regulations: 17 CFR 240.17f-2(d) (fingerprint files and a list of persons not exempt from fingerprinting requirements); 17 CFR 240.17Ad-10 (master Securityholder Files (defined in 17 CFR 240.7Ad-9 as the official list of individual securityholder accounts)); 17 CFR 240.17Ad-6(8) (contracts and other documents appointing or terminating the transfer agent); 17 CFR 240.17Ad-16(d)(3) (notices of assumption or termination of transfer agent services); 17 CFR 240.17Ad-17(d) (documentation of efforts to ascertain the correct address of lost and unresponsive securityholders); 17 CFR 240.17Ad-19(c)-(d) (written procedures for the cancellation, storage, transportation, destruction, or other disposal of securities certificates). *See* Authenticating Declaration and attached document request.

emails. *See* OIP at ¶12. Evidence that the Trust received the document requests and did not respond is evidence that the failure to respond was intentional.

The Trust's intentional failure to furnish Required Records to the SEC is a willful violation of Section 17(a)(1) of the Exchange Act [15 U.S.C. § 78q], which requires transfer agents to furnish records required by SEC regulations to the SEC on request, and a willful violation of Section 17(b)(1) [15 U.S.C. § 78q(b)(1)], which makes all transfer agent records, required or otherwise, subject to examination by the Commission.

III. Revocation Is The Appropriate Sanction.

Pursuant to Section 17A(c)(3) of the Exchange Act, the Commission shall revoke the registration of a transfer agent if the transfer agent engaged in certain wrongful acts and if revocation is in the public interest. *See* 15 U.S.C. 78q-1(c)(3).

A. The Trust's Conduct Satisfies The Prerequisite For Remedial Action.

The wrongful acts upon which revocation may be based include: (1) willfully violating any provision of the Exchange Act and the rules and regulations promulgated thereunder; and (2) willfully making a false or misleading statement of material fact in an application for registration filed with the Commission. *See* 15 U.S.C. 78q-1(c)(3) and Exchange Act Section 15(b) [15 U.S.C. §78o(b)(4)(A) and (D)]. As discussed above, the Trust willfully violated several provisions of the Exchange Act and the rules and regulations promulgated thereunder. Moreover, by failing to amend the Form TA-1 once the information therein became inaccurate, the Trust made a false and misleading statement of material fact in an application for registration filed with the Commission. *Cf. In the Matter of H. G. Stolle & Co.*, 40 S.E.C. 269 (Oct. 14, 1960) (broker's failure to amend registration application when

subsequent events rendered information in the original application inaccurate constituted false and misleading statement within the meaning of Section 15(b)); *see also In re Fid. Transfer Servs., Inc. et al.*, Release No. 34548, 2022 WL 969898, at *6 (Mar. 29, 2022) (failing to file an amended Form TA-1 to correct inaccurate address is a false and misleading statement and omission of material information).

B. Revocation Is In The Public Interest.

In determining the appropriate remedy, the Commission considers the egregiousness of the respondent's actions, the isolated or recurrent nature of the infraction, the degree of scienter involved, the sincerity of the respondent's assurances against future violations, the respondent's recognition of the wrongful nature of its conduct, and the likelihood that the respondent's occupation will present opportunities for future violations. *Fid. Transfer Servs.*, 2022 WL 969898, at *6. The inquiry is flexible and no single factor is dispositive. *Id.*

"The Commission's oversight of transfer agents is substantially dependent on its transfer agent examination process." *In re Phlo Corp.*, Release No. 307, 2006 WL 372657, at *19 (Feb. 17, 2006). The Commission has repeatedly held that violations that hinder or prevent the Commission from conducting an examination of a transfer agent – such as failing to provide the Commission with an accurate principal office address or failing to respond to document requests – are egregious. *Id.* at *19-22, 28 (transfer agents' failure to timely provide some records and failure to provide others was egregious); *Fid. Transfer Servs.*, 2022 WL 969898, at *6 (transfer agent's failure to correct its address and failure to respond to document requests constituted egregious violations because the conduct frustrated the

Commission's regulatory efforts); *In re Select Fid. Transfer Servs., Ltd.*, Release No. 718, 2014 WL 7145632 (Dec. 15, 2014) (transfer agent's failure to maintain a current address with the Commission was egregious). As in these cases, the Trust's violations prevented the Commission staff from carrying out the Commission's regulatory oversight function and are, therefore, egregious.

The Trust's violations are recurrent in that they constitute multiple acts and/or omissions which, in turn, give rise to multiple securities law violations. The same facts that establish that the Trust's violations are willful establish that the Trust's violations are intentional, not mistaken or inadvertent. *See China-Biotics, Inc.*, Release 70800, 2013 WL 5883342, at *19, n.60 (Nov. 4, 2013) (the scienter inquiry focuses on whether the violation was intentional as opposed to inadvertent or mistaken). The Trust has given no assurances against future violations; nor has it recognized the wrongful nature of its conduct. The Trust's demonstrated unwillingness to comply with fundamental filing requirements and repeated refusal to cooperate with Commission examinations indicates a likelihood that, but for revocation, the Trust would not only engage in future violations, but would also engage in conduct that might have the effect of preventing the Commission from identifying and addressing those violations. *Fid. Transfer Servs., Inc.*, 2022 WL 969898, at *6 (transfer agent's failure to file amended Form TA-1 to correct its address, failure to file annual reports, and failure to participate in examination was strong evidence that it would commit future violations).

Together, these factors merit revocation of the Trust's transfer agent registration to protect the investing public.

CONCLUSION

For the reasons set forth above, the Division respectfully requests that the Commission find the Trust to be in default and revoke the Trust's registration as a transfer agent.

Dated: October 25, 2022

Respectfully submitted,

/s/ Samantha M. Williams

Samantha M. Williams

Trial Counsel

100 F Street, N.E.

Washington, D.C. 20549-3977

(202) 551-4061

williamssam@sec.gov

Counsel for the Division of Enforcement

CERTIFICATE OF SERVICE

I hereby certify that I caused the forgoing paper to be served on October 25, 2022 in the manner set forth below:

Via eFap:
Office of the Secretary

Via email to:
Edward Walker Benifield Trust
c/o Edward Walker Benifield
4110 W. 11th Ave
Gary, IN 46404
EdwardB56@protonmail.com

/s/ Samantha M. Williams
Samantha M. Williams

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-20914

In the Matter of

THE EDWARD WALKER BENIFIELD
TRUST,

Respondent.

AUTHENTICATING DECLARATION
OF SAMANTHA M. WILLIAMS

SAMANTHA M. WILLIAMS, pursuant to 28 U.S.C. § 1746, declares:

1. I am a Trial Lawyer with the Division of Enforcement of the Securities and Exchange Commission and counsel for the Division in the above-captioned administrative proceeding.

2. Attached is a true and correct copy of an April 2, 2021 document request sent to Respondent by the staff in the Commission's Division of Examinations.

I declare under penalty of perjury that the foregoing is true and correct.

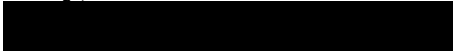
Executed on October 25, 2022

/s/ Samantha M. Williams
Samantha M. Williams

CERTIFICATE OF SERVICE

I hereby certify that I caused the forgoing paper to be served on October 25, 2022 in the manner set forth below:

Via eFap:
Office of the Secretary

Via email to:
Edward Walker Benifield Trust
c/o Edward Walker Benifield
4110 W. 11th Ave
Gary, IN 46404


/s/ Samantha M. Williams
Samantha M. Williams



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
175 W. JACKSON BOULEVARD, SUITE 1450
CHICAGO, IL 60604

DIVISION OF
EXAMINATIONS

April 2, 2021

BY SECURE ELECTRONIC MAIL

Edward Walker Benifield, Treasurer, Trustee
Edward Walker Benifield Trust
4110 W. 11th Ave
Gary, IN 46404

Re: Edward Walker Benifield Trust - SEC File No. 84-06668

Dear Mr. Benifield:

The United States Securities and Exchange Commission's Chicago Regional Office will be conducting an examination of your Firm pursuant to Section 17(a) and (b) of the Securities Exchange Act of 1934. The purpose of the examination is to assess the Firm's compliance with the securities laws and the rules thereunder.

The Staff recognizes that COVID-19 may have adversely affected the Firm's operations and its ability to reply promptly to this request¹. As such, the Staff is ready to work with the Firm, as needed, to address the timing of our information requests and the availability of the Firm's personnel for interviews. Consistent with physical distancing guidelines and to minimize disruption at the Firm, the Staff will be conducting this examination through correspondence.

Please provide all of the information specified in the enclosed information request list by the close of business Friday, April 23, 2021. As stated above, if the Firm is unable to meet this deadline due to COVID-19's impact on its operations, please contact the undersigned at the telephone number indicated. The Staff requests that documents be provided in an electronic format to the extent possible as set forth in greater detail below. During the examination, the Staff may also request additional or follow-up information, and will discuss timeframes for the Firm to produce this information.

Enclosed please find a copy of SEC Form 1661, entitled, "Supplemental Information for Entities Directed to Supply Information to the Commission Other Than Pursuant to Commission

¹ Please also see *OCIE Statement on Operations and Exams – Health, Safety, Investor Protection and Continued Operations are our Priorities* (Mar. 23, 2020) at <https://www.sec.gov/ocie/announcement/ocie-statement-operations-health-safety-investor-protection-and-continued>.

Subpoena,” SEC Form 2866, entitled “Supplemental Information for Persons Requested to Supply Information Voluntarily to the Commission’s Examination Staff,” and SEC Form 2389, entitled, “Examination Information for Entities Subject to Examination or Inspection by the Commission.” These documents explain, among other things, how the SEC may use the information which you provide to us.

Data Delivery

Please provide all requested documents in electronic format whenever possible. Unless a file format is specifically requested by the exam team, please provide all requested data in the file format ordinarily used and maintained by your business (i.e., “native format”). For example, if a requested spreadsheet is created by your business in Microsoft Excel, produce the file in Microsoft Excel format.

Please contact the exam team if you have any questions regarding file format or if the nature of your production requires additional data delivery guidance or technical specifications. If you are producing a Concordance load file, please ask exam staff for additional guidance.

The requested electronic data may be delivered through the following methods:

Secure and Preferred Methods:

- **Kiteworks (Accellion).** Kiteworks is OCIE’s preferred file transfer system. The use of Kiteworks should minimize the risk of inadvertently disclosing or compromising personally identifiable information (PII). Kiteworks may also be quicker and less expensive than other delivery methods. The SEC External Guide for Using Kiteworks can be found on sec.gov or by clicking here: <https://www.sec.gov/about/offices/ocie/kiteworksguide.pdf>
- **Secure Email.** Secure Email (smail) encrypts emails and attachments sent to the SEC. For attachments under 15MBs, smail is a preferred and secure delivery method. To use smail, you must first register with Zixmail. The SEC External Guide for Using the E-mail Encryption Solution, which includes Zixmail registration instructions, can be found on sec.gov or by clicking here: <https://www.sec.gov/about/offices/ocie/secureemailguide.pdf>
- **Transport Layer Security.** If your business has created a Transport Layer Security (TLS) connection with the SEC, you may securely send the requested data via email.

Disfavored Methods:

- **Unencrypted Email.** Sending documents through unencrypted email is not secure. There is a risk it may be intercepted and revealed to outside parties. Emailing password protected files reduces the risk, but remains inferior to TLS or smail.
- **Electronic Media.** Electronic media such as hard drives, compact disks, thumb drives and laptops are also a disfavored means of data delivery. There is a heightened risk that information on electronic media could be lost or stolen. Any produced electronic media should be encrypted. If your business chooses to provide documents on electronic media, please provide passwords separately either via email or in a separate cover letter from the electronic media. Please be advised that such electronic media may be retained, returned or destroyed.

Thank you for your cooperation and assistance. If you have any questions or require further information, please contact any party listed on the last page of the document request list.

Sincerely,

A handwritten signature in cursive script that reads "Vyto Jotautas".

Vyto Jotautas, Senior Staff Accountant

Enclosures (4)



DIVISION OF
EXAMINATIONS

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
175 W. JACKSON BOULEVARD, SUITE 1450
CHICAGO, IL 60604

**Information Requested of Edward Walker Benifield Trust
For SEC Transfer Agent Examination – Correspondence Basis**

The following is a listing of requested material from Edward Walker Benifield Trust (firm) for the examination of its transfer agent activities. Information is requested for the period **November 4, 2019, through March 31, 2021** (“Review Period”), unless otherwise noted. This list is not all inclusive. Additional documents will be requested during the course of the examination. Please provide the requested documentation in electronic format (i.e., Word, Excel, pdf, etc.) when possible and group the items so that each item corresponds to an item number in the request list, naming each item with an identifiable title. Mark all documents as either originals or copies the SEC may retain. If an item provided is responsive to more than one request, you may provide it only once and refer to it when responding to the other requested item numbers. If any of the items requested are not applicable, please indicate that in your response.

1. Organizational chart indicating officials and clerical staff engaged in transfer agent (“TA”) and related activities. Please include a list of all owners of the transfer agent with corresponding ownership percentages.
2. List of all current full-time and part-time employees. Please include the title/position of each employee.
3. Detailed description of the TA’s business and services offered, including:
 - a. Experience in the TA industry;
 - b. Reason(s) for becoming registered as a TA;
 - c. Types of securities that the TA services or plans to service;
 - d. Affiliated securities-related business(es); and
 - e. Other non-securities related business(es).
4. Copy of Form TA-1 and the latest amendment/supplement filed (Rule 17Ac2-1). Also, Form TA-1 lists the TA’s address as 4110 W. 11th Ave, Gary, IN 46404. Is this address current? If not, when did it change and what is the current address?
5. Copies of all Form TA-2 filings with supporting documentation for all responses in each form. (Rule 17Ac2-2).
6. Copies of fingerprint files for required personnel (Rule 17f-2). Include the list of persons not exempted from fingerprinting and the list of persons exempted from fingerprinting (Rule 17f-2 (e)).
7. List of issues for which services are rendered that indicates for each issue:

OS Received 10/25/2022

- a. Full legal name of each issue;
 - b. CUSIP numbers;
 - c. Number of shares/bonds outstanding and/or authorized;
 - d. Approximate dollar value of outstanding shares;
 - e. Number of shares/bonds out-of-proof; and
 - f. Type of security: book entry or physical certificate
 - g. Number of securityholders (Rule 17Ad-10).
8. Appointment and/or termination documentation or other contract/document concerning the services the TA entity performs (or did perform) for each issuer (Rule 17Ad-6(a)(8)).
 9. Description of safeguards employed by the TA to safeguard funds and securities certificates in its possession (Rule 17Ad-12).
 10. List of all bank accounts maintained by the transfer agent (Rule 17Ad-12). For each such account, please provide the following:
 - a. Bank account number
 - b. General ledger account number
 - c. Title on account
 - d. Type of account (i.e., checking, savings, etc.)
 - e. Purpose of account
 - f. Frequency of account reconciliations (i.e., daily, weekly, monthly, etc.).
 - g. Names of individuals responsible for the reconciliations.
 11. Copies of all bank statements and reconciliations for dividend/interest disbursement and paying agent activities for the period December 1, 2020 to February 28, 2021 (Rule 17Ad-12).
 12. All notices sent to the Depository Trust Company (“DTC”) pursuant to Rule 17Ad-16 (e.g., regarding assumption or termination of transfer agent services).
 13. Copy of procedures describing the methodology to search for lost securityholders pursuant to Rule 17Ad-17(c).
 14. Records of all lost securityholder searches conducted in 2019 and 2020 indicating the date the firm determined the securityholder was lost, the securityholder’s name and address, security, and number of shares/bonds held by the securityholder (Rule 17Ad-17).
 15. Listing of unresponsive payees that existed during the Review Period, indicating the date the firm determined the securityholder was unresponsive, the date and amount of the check, and the date the notification letter was sent (Rule 17Ad-17).
 16. Copy of written procedures for the cancellation, storage, transportation, destruction, or other disposal of securities certificates (Rule 17Ad-19(c)).
 17. List of all persons authorized to sign certificates and checks (with evidence of signature).
 18. List of all complaints received pertaining to transfer agent activities, including a summary for each item, operational area of complaint, dollar amount involved, and resolution.
 19. List of all current or past civil litigation(s) within the prior two years. Please include a copy of the statement of claim and the firm’s response to it.

20. Schedule of fees (for the TA's full and partial services).
21. Copy of the TA's fidelity bond.
22. Copy of the TA's written supervisory procedures and/or operations manual.
23. List of all software and systems utilized in connection with the processing of transfers and the maintenance of the TA's books and records. For each, please provide the associated function (e.g., transfer, updating shareholder account, updating master securityholder file).
24. Summary of any significant changes in the firm's business since becoming registered as a TA such as mergers and acquisitions, changes in revenue composition, increases or decreases in business lines, etc. Please include any changes that are anticipated to take place in the near future as it relates to the firm's transfer agent operations.
25. A review of EDGAR shows that on January 13, 2020, the firm filed an initial application (Form Funding Portal or "Form CFPORTAL") to register as a funding portal with the SEC. The firm subsequently filed an amendment to Form Funding Portal on January 14, 2020. Please provide the following information:
 - a. Copy of both the initial application and subsequent amendment to SEC Form Funding Portal;
 - b. What was the reason(s) for filing the initial application?
 - c. What was the reason(s) for filing the subsequent amendment to the Form?
 - d. Detailed description of the crowdfunding transactions the firm has been involved with since the initial application was filed on January 13, 2020.

This document request applies to all documents in your firm's possession, custody, or control maintained at the firm's office(s) or at any other location including, but not limited to, any employee's personal residence. We request that you maintain all responsive documents and provide a log of any documents that were responsive to the request list, but not provided. The log should include a detailed description of the document, including who wrote the document and who received the document, and the reason why the document is not being provided. Please provide this log at the time you produce all other documents to us.

SEC Contact Information:

Vyto Jotautas	Staff Accountant	(312) 353-8000	JotautasV@sec.gov
Joon Kwak	Securities Compliance Examiner	(312) 596-6023	KwakJ@sec.gov
Stephen Vilim	Exam Manager	(312) 353-7425	VilimS@sec.gov
Stephanie Bennett	Regulatory Counsel	(312) 353-2608	BennettST@sec.gov
George Jacobus	Assistant Regional Director	(312) 886-8507	JacobusG@sec.gov

SEC Address

Securities & Exchange Commission
 175 W. Jackson Blvd.
 Suite 1450
 Chicago, IL 60604