

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 62030 / May 4, 2010**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-13878**

**In the Matter of**

**John L. Milling,**

**Respondent.**

**ORDER INSTITUTING PUBLIC  
ADMINISTRATIVE PROCEEDINGS AND  
IMPOSING TEMPORARY SUSPENSION  
PURSUANT TO RULE 102(e)(3) OF THE  
COMMISSION'S RULES OF PRACTICE**

**I.**

The Securities and Exchange Commission ("Commission") deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Rule 102(e)(3)<sup>1</sup> of the Commission's Rules of Practice against John L. Milling ("Milling").

**II.**

The Commission finds that:

**A.     RESPONDENT**

1.     John L. Milling, age 76, is and has been an attorney licensed to practice in New York and New Jersey. From 2000 through July 2003, Milling was the President, Chief Executive Officer, General Counsel and a Director of Tecumseh Holdings Corporation.

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<sup>1</sup>     Rule 102(e)(3)(i) provides, in relevant part, that:

The Commission, with due regard to the public interest and without preliminary hearing, may, by order, . . . suspend from appearing or practicing before it any . . . attorney . . . who has been by name . . . permanently enjoined by any court of competent jurisdiction, by reason of his or her misconduct in an action brought by the Commission, from violating or aiding and abetting the violation of any provision of the Federal securities laws or of the rules and regulations thereunder.

B. CIVIL INJUNCTION

2. On March 1, 2010, the U.S. District Court for the Southern District of New York entered an amended judgment against Milling, permanently enjoining him from future violations, direct or indirect, of Section 5 of the Securities Act of 1933. Securities and Exchange Commission v. Tecumseh Holdings Corp., et al., Civil Action Number 03-Civ-5490.

3. The Commission's complaint alleged, among other things, that Milling and others engaged in the unregistered offer and sale of securities of Tecumseh and Tecumseh's subsidiary, Tecumseh Tradevest LLC ("Tradevest") from June 2000 to July 2003. Through the unregistered offerings, Milling and others raised at least \$10 million from about 500 investors nationwide. No registration statement was in effect as to any of the securities being offered and sold. In addition, Milling wrote or directed the writing of all of Tecumseh's and Tradevest's offering memoranda.

**III.**

Based upon the foregoing, the Commission finds that a court of competent jurisdiction has permanently enjoined Milling, an attorney, from violating the Federal securities laws within the meaning of Rule 102(e)(3)(i)(A) of the Commission's Rules of Practice. In view of these findings, the Commission deems it appropriate and in the public interest that Milling be temporarily suspended from appearing or practicing before the Commission.

IT IS HEREBY ORDERED that Milling be, and hereby is, temporarily suspended from appearing or practicing before the Commission. This Order shall be effective upon service on Milling.

IT IS FURTHER ORDERED that Milling may within thirty days after service of this Order file a petition with the Commission to lift the temporary suspension. If the Commission within thirty days after service of the Order receives no petition, the suspension shall become permanent pursuant to Rule 102(e)(3)(ii).

If a petition is received within thirty days after service of this Order, the Commission shall, within thirty days after the filing of the petition, either lift the temporary suspension, or set the matter down for hearing at a time and place to be designated by the Commission, or both. If a hearing is ordered, following the hearing, the Commission may lift the suspension, censure the petitioner, or disqualify the petitioner from appearing or practicing before the Commission for a period of time, or permanently, pursuant to Rule 102(e)(3)(iii).

This Order shall be served upon Milling personally or by certified mail at his last known address.

By the Commission.

Elizabeth M. Murphy  
Secretary

Service List

Rule 141 of the Commission's Rules of Practice provides that the Secretary, or another duly authorized officer of the Commission, shall serve a copy of the Order Instituting Public Administrative Proceedings and Imposing Temporary Suspension Pursuant to Rule 102(e)(3) of the Commission's Rules of Practice ("Order"), on the Respondent.

The attached Order has been sent to the following parties and other persons entitled to notice:

Honorable Brenda P. Murray  
Chief Administrative Law Judge  
Securities and Exchange Commission  
100 F Street, N.E.  
Washington, DC 20549-2557

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Office of the General Counsel  
Securities and Exchange Commission  
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Mr. John L. Milling  
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