

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 81416 / August 17, 2017

ADMINISTRATIVE PROCEEDING
File No. 3-15471

In the Matter of

**SARKAUSKAS AND
ASSOCIATES, INC. and
JAMES M. SARKAUSKAS**

Respondents.

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**ORDER DIRECTING DISBURSEMENT
OF FAIR FUND, PAYMENT OF FUND
ADMINISTRATOR'S FEES AND
APPROVAL FOR FUTURE FEES
AND EXPENSES**

On December 24, 2015, pursuant to Rule 1103 of the Securities and Exchange Commission's ("Commission") Rules on Fair Fund and Disgorgement Plans ("Rules"), 17 C.F.R. § 201.1103, the Commission published a Notice of Proposed Plan of Distribution and Opportunity for Comment ("Notice").¹ The Notice advised interested persons that they could obtain a copy of the Proposed Plan of Distribution ("Proposed Plan") from the Commission's public website or by submitting a written request to Michael S. Lim, United States Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-5631. All persons desiring to comment on the Proposed Plan could submit their comments, in writing, no later than thirty (30) days from the date of the Notice. No comments were received. On February 3, 2016, the Commission issued an Order Approving Plan of Distribution.²

¹ Exchange Act Rel. No. 76775 (Dec. 24, 2015).

² Exchange Act Rel. No. 77048 (Feb. 3, 2016).

The Plan of Distribution (“Plan”) provides for the distribution of the Net Fair Fund³ to Eligible Investors according to the methodology set forth in the Plan. Pursuant to the Plan, the Fund Administrator has submitted a payment file with payee information in a Commission-approved format for the disbursement of \$362,571.15.⁴ The Commission staff has reviewed this material. Pursuant to Rule 1101(b)(6) of the Rules, 17 C.F.R. § 201.1101(b)(6), the Commission staff requests that the Commission authorize the disbursement of \$362,571.15 from the Fair Fund to Huntington National Bank to be distributed to Eligible Investors in accordance with the Plan.

The Plan also provides for the payment of the Fund Administrator’s fees and expenses. In accordance with Rule 1105(d) of the Rules, 17 C.F.R. § 201.1105(d), the Fund Administrator has submitted invoices for services rendered from May 2016 through June 2017, totaling \$30,978.23 to Commission staff. The Commission staff has reviewed the Fund Administrator’s invoices, confirmed that the services have been provided, and finds the fees and expenses of \$30,978.23 to be reasonable and in accordance with the Plan. The Commission staff has requested that the Commission authorize the payment of the Fund Administrator’s invoiced fees and expenses of \$30,978.23 from the Fair Fund. Additionally, to streamline the process for future payments, the Commission staff requests that the Commission authorize the Assistant Director of the Office of Distributions to direct the payment of the Fund Administrator’s future fees and expenses up to, but not exceed, \$25,000 per monthly invoice, so long as the total amount paid to the Fund Administrator, as of the date of the invoice to be paid, does not exceed the total amount of the cost proposal submitted by the Fund Administrator.

³ All capitalized terms used but not herein defined shall have the same meanings ascribed to them in the Plan.

⁴ The Fund Administrator has identified 111 Eligible Investors, for a total amount of \$367,417.17, less undeliverable plan notices to investors amounting to \$4,846.02, for a total distribution amount of \$362,571.15. The Fund Administrator took reasonable steps to find these missing investors.

Accordingly, it is ORDERED that:

- A. Pursuant to Rule 1101(b)(6) of the Rules, 17 C.F.R. § 201.1011(b)(6), the Commission staff shall disburse \$362,571.15 from the Fair Fund to Huntington National Bank for distribution by the Fund Administrator to Eligible Investors in accordance with the Plan;
- B. Pursuant to Rule 1105(d) of the Rules, 17 C.F.R. § 201.1105(d):
 - 1. the Commission shall pay the Fund Administrator's outstanding fees and expenses of \$30,978.23 from the Fair Fund; and
 - 2. the Assistant Director of the Office of Distributions, is authorized to direct the payment of the Fund Administrator's future fees and expenses from the Fair Fund, up to, but not to exceed, \$25,000 per monthly invoice, so long as the total amount paid to the Fund Administrator, as of the date of the invoice to be paid, does not exceed the total amount of the cost proposal submitted by the Fund Administrator.

By the Commission.

Brent J. Fields
Secretary