

proceedings, and the findings contained in Section III.2. below, which are admitted, Respondent consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Rule 102(e) of the Commission's Rules of Practice, Making Findings, and Imposing Remedial Sanctions ("Order"), as set forth below.

III.

On the basis of this Order and Respondent's Offer, the Commission finds that:

1. Harrison, age 60, resides in Palmetto, Florida. Harrison is a member of the Florida and Nevada Bars. Harrison is the owner of the law firm Harrison Law, P.A. based in Florida. Harrison has helped prepare filings with the Commission and prepared legal opinion letters regarding the issuance of purportedly unrestricted securities. Harrison has never held any securities licenses and is not registered with the Commission in any capacity.

2. On April 24, 2018, the Commission filed a complaint against Harrison in SEC v. Harrison (Civil Action No.8:18-cv-01003-T-23TGW), in the United States District Court for the Middle District of Florida. On June 16, 2020, the court entered an order permanently enjoining Harrison by consent, from future violations of Sections 5(a) and (c), 13(a) and 17(a) of the Securities Act of 1933, and Section 10(b) of the Securities Exchange Act of 1934 and Rules 10b-5, 12b-20, 13a-1, 13a-11, 13a-13 and 13a-14 thereunder.

3. The Commission's complaint alleged, among other things, that Harrison participated in two fraudulent schemes that involved falsely representing that public companies for sale had free-trading securities. Among other things, the complaint alleged Harrison participated in making false and misleading statements about the purpose, officers, shareholders, and control persons of the companies. In addition, the complaint alleged Harrison prepared and submitted false legal opinion letters misrepresenting the valid issuance and unrestricted nature of securities and assisted with the critical step of removing restrictive legends and depositing the shares with broker-dealers.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanction agreed to in Respondent Harrison's Offer.

Accordingly, it is hereby ORDERED pursuant to Rule 102(e)(3)(i) of the Commission's Rules of Practice, effective immediately, that:

Harrison is suspended from appearing or practicing before the Commission as an attorney.

By the Commission.

Vanessa A. Countryman
Secretary