I. FACTS


2. The May 20, 2004 Order further stated that the civil penalties may be added to a Fair Fund (the "Distribution Fund") to be distributed pursuant to a distribution plan drawn up by an Independent Distribution Consultant.

3. In accordance with the provisions of the May 20, 2004 Order, Strong has paid $30 million in disgorgement and $30 million in civil penalties, SCM has paid $40 million in disgorgement and $40 million in civil penalties, and D’Amato has paid $375,000 in
disgorgement and $375,000 in civil penalties. These payments may be distributed through the Distribution Fund.

II.

In view of the foregoing, it is ORDERED that:

1. Pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, a Distribution Fund is hereby established for the disgorgement and penalty funds paid by Strong, SCM and D’Amato.

By the Commission.

Jonathan G. Katz
Secretary