

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION



ADMINISTRATIVE PROCEEDING
File No. 3-16328

In the Matter of

**VERO CAPITAL MANAGEMENT, LLC,
ROBERT GEIGER,
GEORGE BARBARESI, ESQ AND
STEVEN DOWNEY, CPA**

**JOINT MOTION FOR A
STAY OF PROCEEDINGS**

Pursuant to Commission Rule of Practice ("Rule") 161(c)(2), the Division of Enforcement ("Division") and Respondents, VERO Capital Management, LLC, Robert Geiger, George Barbaresi, and Steven Downey, hereby respectfully move for a stay of this proceeding. The Division and all Respondents have agreed in principle to a proposed settlement on all major terms that would fully resolve the instant proceeding.

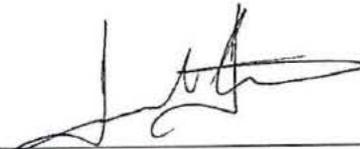
Pursuant to Rule 161(c)(2), the Division intends to timely obtain signed offers of settlement from Respondents and then submit the offers of settlement and accompanying recommendation to the Commission for consideration. The Division will promptly notify the Court once the Commission decides whether to accept the Offers of Settlement.

Dated: April 13, 2015
New York, New York

Respectfully submitted,



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