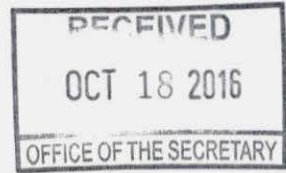


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UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

----- X
In the Matter of, :
 :
 :
 LYNN TILTON, :
 PATRIARCH PARTNERS, LLC, : Administrative Proceeding
 PATRIARCH PARTNERS VIII, LLC, : File No. 3-16462
 PATRIARCH PARTNERS XIV, LLC and :
 PATRIARCH PARTNERS XV, LLC : Judge Carol Fox Foelak
 :
 Respondents. :
 :
 :
----- X

**RESPONDENTS' MOTION FOR LEAVE TO FILE
A MOTION TO COMPEL THE OFFICE OF LITIGATION AND ADMINISTRATIVE
PRACTICE TO PRODUCE DOCUMENTS RESPONSIVE TO RESPONDENTS'
SUBPOENAS**

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200 Park Avenue
New York, NY 10166
Telephone: 212.351.4000
Fax: 212.351.4035

BRUNE LAW P.C.
450 Park Avenue
New York, NY 10022

Counsel for Respondents

October 17, 2016

Pursuant to Your Honor's October 14, 2016 order, Respondents Lynn Tilton, Patriarch Partners, LLC, Patriarch Partners VIII, LLC, Patriarch Partners XIV, LLC, and Patriarch Partners XV, LLC (collectively, "Respondents"), respectfully move for leave to file a motion to compel the Office of Litigation and Administrative Practice to produce documents responsive to Respondents' subpoenas issued September 1, 2016 forthwith, and not later than October 19, 2016.

Respondents' motion concerns the Office of Litigation and Administrative Practice's ("OLAP") withholding of responsive documents, as described in OLAP's privilege log, which was provided to Respondents for the first time on Friday, October 14, 2016. Unlike more complex substantive motions, and unlike evidentiary motions *in limine*, this motion does not require significant briefing. In fact, this motion simply requests that OLAP be compelled to produce documents that Your Honor has already deemed responsive to subpoenas issued by Your Honor on September 1, 2016. Respondents thus respectfully request that Your Honor grant this motion and deem the attached motion, memorandum of law, and declaration filed.

Dated: New York, New York
October 17, 2016

GIBSON, DUNN & CRUTCHER LLP

By: Randy M. Mastro (1/6)

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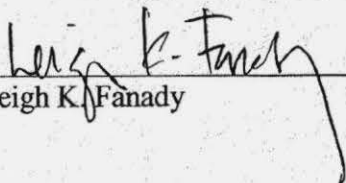
CERTIFICATE OF SERVICE

I hereby certify that I served true and correct copies of 1) Respondents' Motion for Leave to File a Motion to Compel the Office of Litigation and Administrative Practice to Produce Documents Responsive to Respondents' Subpoenas 2) Motion to Compel the Office of Litigation and Administrative Practice to Produce Documents Responsive to Respondents' Subpoenas and a memorandum of law in support thereof, and 3) Declaration of Mary Beth Maloney, together with its exhibits, in Support of Respondents' Motion to Compel the Office of Litigation and Administrative Practice to Produce Documents Responsive to Respondents' Subpoenas on this 17th day of October, 2016, in the manner indicated below:

United States Securities and Exchange Commission
Office of the Secretary
Attn: Secretary of the Commission Brent J. Fields
100 F Street, N.E.
Mail Stop 1090
Washington, D.C. 20549
Fax: (202) 772-9324
(By Facsimile and original and three copies by Federal Express)

Hon. Judge Carol Fox Foelak
100 F. Street N.E.
Mail Stop 2557
Washington, D.C. 20549
(By Federal Express)

Dugan Bliss, Esq.
Division of Enforcement
Securities and Exchange Commission
Denver Regional Office
1961 Stout Street, Ste. 1700
Denver, CO 80294
(By Email pursuant to parties' agreement)



Leigh K. Fanady