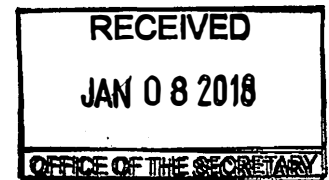


HARD COPY



**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
CHICAGO REGIONAL OFFICE
SUITE 900
175 WEST JACKSON BOULEVARD
CHICAGO, ILLINOIS 60604-2615



JEDEDIAH B. FORKNER
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DIVISION OF ENFORCEMENT

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January 5, 2018

Via Facsimile & UPS

Mr. Brent J. Fields
Office of the Secretary
U.S. Securities and Exchange Commission
100 F. Street, NE
Washington, DC 20549-1090
Facsimile: (202) 772-9324

Re: In the Matter of Joseph J. Fox
Administrative Proceeding File No. 3-16795

Dear Mr. Fields:

Please find enclosed a letter from the Division of Enforcement to Judge Elliot along with a Proposed Order Ratifying Initial Decision to be filed in the above matter. Feel free to call me if you have any questions.

Sincerely,

A handwritten signature in black ink that reads "Jedediah B. Forkner".

Jedediah B. Forkner

Enclosures

cc: Mr. Joseph J. Fox



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January 5, 2018

Via E-Mail, Facsimile & UPS

Mr. Cameron Elliot
Administrative Law Judge
U.S. Securities and Exchange Commission
100 F. Street, NE
Washington, DC 20549-1090
Facsimile: (202) 772-9324
ALJ@sec.gov

**Re: In the Matter of Joseph J. Fox
Administrative Proceeding File No. 3-16795**

Dear Judge Elliot:

On November 30, 2017, the Commission issued an order ratifying the prior appointment of its administrative law judges to preside over administrative proceedings. *See In re: Pending Administrative Proceedings*, Securities Act Release No. 10440 (Nov. 30, 2017). As applied to this proceeding, the order directs the administrative law judge to determine, based on a de novo reconsideration of the full administrative record, whether to ratify or revise in any respect all prior actions taken by any administrative law judge during the course of this proceeding. *Id.* at 1-2.

It is well established that subsequent ratification of an earlier decision rendered by an unconstitutionally appointed officer remedies any alleged harm or prejudice caused by the violation. *See Doolin Sec. Sav. Bank, F.S.B. v. Office of Thrift Supervision*, 139 F.3d 203, 213-14 (D.C. Cir. 1998); *FEC v. Legi-Tech, Inc.*, 75 F.3d 704, 707-09 (D.C. Cir. 1996). And that principle applies whether or not the ratifying authority is the same person who made the initial decision, so long as “the ratifier has the authority to take the action to be ratified,” and; “with full knowledge of the decision to be ratified,” makes a “detached and considered affirmation of th[at] earlier decision.” *Advanced Disposal Services East, Inc. v. NLRB*, 820 F.3d 592, 602-03 (3d Cir. 2016).

Accordingly, to implement this remedy, the administrative law judge should conduct a de novo review of the administrative record, engage in an independent evaluation of the merits through the exercise of detached and considered judgment, and then determine whether prior actions should be ratified and thereby affirmed. This process ensures "that the ratifier does not blindly affirm the earlier decision without due consideration." *Advanced Disposal Services East*, 820 F.3d at 602-03.

The Division submits that the previous decisions issued by an administrative law judge in this proceeding, including the initial decision issued on April 25, 2016, were well-founded and respectfully requests that they be ratified. To that end, the Division attaches a proposed draft order to this letter.

Sincerely,

A handwritten signature in black ink that reads "Jedediah B. Forkner". The signature is written in a cursive, slightly slanted style.

Jedediah B. Forkner

Enclosures

cc: Mr. Joseph J. Fox

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-16795

In the Matter of

JOSEPH J. FOX,

Respondent.

PROPOSED ORDER RATIFYING INITIAL DECISION

After a de novo review and reexamination of the record in these proceedings, I have reached the independent decision to ratify and affirm all prior actions made by an administrative law judge in these proceedings, including the initial decision issued on April 25, 2016. This decision to ratify and affirm is based on my detached and considered judgment after an independent evaluation of the merits.

Cameron Elliot
Administrative Law Judge

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-16795

In the Matter of

JOSEPH J. FOX,


Respondent.

CERTIFICATE OF SERVICE

Jedediah B. Forkner, an attorney, certifies that on January 5, 2018, he caused true and correct copies of the Division of Enforcement's Letter and Proposed Order Ratifying Initial Decision to be served on Respondent Joseph J. Fox by electronic mail and by UPS Overnight Delivery at the following addresses:

Mr. Joseph J. Fox
[REDACTED]
Los Angeles, CA [REDACTED]
[REDACTED]@gmail.com

By:


Jedediah B. Forkner
Counsel for Division of Enforcement
Securities and Exchange Commission
175 West Jackson Boulevard, Suite 1450
Chicago, Illinois 60604
Telephone: 312.886.0883
Fax: 312.353.7398

Dated: January 5, 2018