

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 63060 / October 7, 2010

ADMINISTRATIVE PROCEEDING
File No. 3-13673

In the Matter of
J.P. MORGAN SECURITIES INC.
Respondent.

**ORDER APPROVING DISTRIBUTION
PLAN AND APPOINTING A PLAN
ADMINISTRATOR**

On November 4, 2009, the Securities and Exchange Commission (“Commission”) issued an Order Instituting Administrative and Cease-and-Desist Proceedings, Pursuant to Section 8A of the Securities Act of 1933, and Sections 15(b) and 21C of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order (“Order”), against Respondent J.P. Morgan Securities Inc. (“J.P. Morgan Securities” or “Respondent”). J.P. Morgan Securities, Inc., Securities Act Release No. 9078 (November 4, 2009). Pursuant to the Order, Respondent paid a total of \$1 in disgorgement and a \$25 million civil penalty to the Commission, and a Fair Fund was established pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, for subsequent distribution of these funds to eligible recipients.

On August 18, 2010, the Commission issued a “Notice of Proposed Plan of Distribution and Opportunity for Comment” (“Notice”) in connection with this proceeding pursuant to Rule 1103 of the Commission’s Rules on Fair Fund and Disgorgement Plans, 17 C.F.R. § 201.1103 (Exchange Act Release No. 62738).

This Notice advised interested parties that they could obtain a copy of the proposed plan of distribution of monies placed into the Fair Fund (“Distribution Plan”) by printing a copy from the Commission’s public website or by submitting a written request to Teresa J. Verges, Assistant Regional Director, United States Securities and Exchange Commission, 801 Brickell Avenue, Suite 1800, Miami, FL 33131.

The Notice also advised that all persons desiring to comment on the Distribution Plan could submit their views, in writing, no later than 30 days after the date of the Notice, to the Office of the Secretary, United States Securities and Exchange Commission, 100 F Street, N.E.,

Washington, DC 20549-1090; by using the Commission's Internet comment form; or by sending an e-mail to rule-comments@sec.gov. The Commission received no comments on the Distribution Plan.

The Distribution Plan states that monies from the Fair Fund will be distributed to Jefferson County, Alabama ("the County"), which was harmed by the Respondent's conduct, as further described in the Distribution Plan. The County will not be required to make a claim or submit documentation to establish its eligibility. The Distribution Plan further describes the procedures that will be used to calculate and distribute the total amounts to be paid to the County from the Fair Fund.

The Division of Enforcement requests that the Commission approve the Distribution Plan as proposed. The Division also requests that the Commission approve the appointment of Nichola L. Timmons, Assistant Chief Litigation Counsel in the Enforcement Division's Office of Collections and Distributions, as the Plan Administrator, as proposed in the Distribution Plan.

The Commission finds that the Distribution Plan provides for an appropriate distribution of the monies paid by Respondent J.P. Morgan Securities pursuant to the Order.

Accordingly, IT IS HEREBY ORDERED, pursuant to Rule 1104 of the Commission's Rules on Fair Fund and Disgorgement Plans, 17 C.F.R. § 201.1104, that the Distribution Plan is approved.

IT IS FURTHER ORDERED, pursuant to Rule 1105 of the Commission's Rules on Fair Fund and Disgorgement Plans, 17 C.F.R. § 201.1105, that Nichola L. Timmons is appointed as the Plan Administrator in accordance with the terms of the Distribution Plan and that, in accordance with Rule 1105(c), 17 C.F.R. § 201.1105(c), no bond is required since the Plan Administrator is a Commission employee.

For the Commission, by its Secretary, pursuant to delegated authority.

Elizabeth M. Murphy
Secretary