UNITED STATES OF AMERICA Before the SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934 Release No. 87895 / January 6, 2020

ADMINISTRATIVE PROCEEDING File No. 3-16554

In the Matter of

GRAY FINANCIAL GROUP, INC., : ORDER DIRECTING

LAURENCE O. GRAY, and : DISBURSEMENT OF FAIR FUND ROBERT C. HUBBARD, IV, :

Respondents.

On August 22, 2019, the Commission published a Notice of Proposed Plan of Distribution and Opportunity for Comment ("Notice"), 1 pursuant to Rule 1103 of the Commission's Rules on Fair Fund and Disgorgement Plans ("Commission's Rules"). 2 The Notice advised interested persons that they could obtain a copy of the Proposed Plan of Distribution ("Proposed Plan") from the Commission's public website or by submitting a written request to Noel Gittens, United States Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-5876. The Notice also advised that all persons desiring to comment on the Proposed Plan could submit their comments, in writing, within 30 days of the Notice. The Commission received no comments on the Proposed Plan during the comment period. On

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¹ Exchange Act Rel. No. 86738 (Aug. 22, 2019).

² 17 C.F.R. § 201.1103.

October 10, 2019, the Commission issued an order approving the Proposed Plan,³ and posted the Plan of Distribution (the "Plan").

The Plan provides for the distribution of the Net Fair Fund⁴ to harmed investors according to the methodology set forth in the Plan. Since the Net Fair Fund exceeds the total amount of consulting fees paid by the Eligible Investors, each Eligible Investor will receive a distribution payment equal to the full amount of the consulting fees they paid, as listed in paragraph 10 of the Plan.

Pursuant to the Plan, the Fund Administrator has compiled the payee information and prepared the attached payment file in a Commission-approved format. The Commission staff has reviewed the payment file and request that, pursuant to Rule 1101(b)(6) of the Commission's Rules on Fair Fund and Disgorgement Plans,⁵ the Commission direct the payment of \$224,071 from the Fair Fund for distribution by the Fund Administrator to the Eligible Investors in accordance with the Plan.

Accordingly, it is hereby ORDERED that Commission staff shall direct the payment of \$224,071 from the Fair Fund to the Eligible Investors in accordance with the Plan.

By the Commission.

Vanessa A. Countryman Secretary

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³ See Order Approving Plan of Distribution, Exchange Act Rel. No. 87284 (Oct. 10, 2019).

⁴ All capitalized terms used herein but not defined shall have the same meanings ascribed to them in the Plan.

⁵ 17 C.F.R. § 201.1101(b)(6).