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SOCIAL ENTERPRISE INVESTMENTS, INC.

Social Enterprise Investments, Inc.  
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115 Temple Street, Boston, MA 02132

May31, 2020

Dear SEC Commissioners,

**RE: Comments on S7-05-20 Facilitating Capital Formation and Expanding Investment Opportunities by Improving Access to Capital in Private Markets**

Social Enterprise Investments, Inc., has a goal of creating viable ventures in the 18 states which are part of the Appalachian Mountain Range, including Washington D.C. Targeted areas are mostly in rural counties and where there is unemployment 150% above the national average. Each project shall be a for-profit venture that results in the maximum creation of jobs, increases domestic investment, improves regional productivity, and the creation of affordable commercial and housing opportunities. Our company and its ventures shall have as its social enterprise commitment; to create affordable commercial and housing assets, be stewards of the Appalachian Mountain Range, be part of a community supporting children in foster care and the creation of jobs.

We have consistently looked to the Crowdfunding provisions since they were originally created. However, we have not been able to access it due to the low amount permitted to be raised and the restrictions on the number of unaccredited investors or amounts they could invest.

**First, we wish request an increase in offering limits under the Crowdfunding beyond the \$5,000,000. We are further requesting a provision that other means to Capital be able to be included in the Crowdfunding, such as the EB Investor and the total to exceed the \$5,000,000.** Real Estate development on any scale for square feet or job creation takes a lot more capital than the \$1,007,000 limit when in an urban area especially when doing ADA housing. Further, it exceedingly difficult to do any substantial real estate development when scaling what a property can produce, or the jobs created for under \$5,000,000. **We are requesting an exception for the amount that can raised, if the \$5,000,000 limit is put in place.** In greater Boston if a cooperative were to be formed and part of the owners whom could be the occupants the, Crowdfunding mechanism would be limited to create the housing due to the amount need to be raised. Another example would be the conversion of large units of affordability from HUD to owner occupied at the various levels of ownership would be limited. Some of these projects far exceed the \$5,000,000 funding needed.

**Second, we wish to support the no limit on accredited investors under any of the provisions of any of the offering types.**

**Third, we wish to support that nonaccredited investors not have a set limit as currently stated.**

The proposed amendment for nonaccredited investors to the greater of an income or net worth standard is fairer. The current limit is clearly outdated since an unaccredited investor can put in a Roth investment over \$7,000 a year and or up to \$22,000 with a catch up provision for older individuals whom have a 401k IRA account can invest in penny stocks.

**Fourth, we are requesting that the total number of nonaccredited investors in any offering not be limited.** It limits the number of individuals in a community to fully participate in a real estate transactions or a businesses they wish to have in their community.

**Fifth, we do not support the requirement of the offering must be made through an internet platform through a registered intermediary.** This requirement automatically increases the cost to raise capital since these intermediaries charge a percentage of what is to be raise.

**Sixth, we are requesting that under Crowdfunding Form C the requirement of two years of financial statements that are certified, reviewed, or audited be changed to have an exception for newly form ventures. It would seem reasonable that a pro forma financial statements could be provided initially and that subsequently within a two year period there would be financials that if feasible would be certified, reviewed, or audited.** A newly formed venture does not usually have two years of financial statements. Having an entity's prospectus have the added expense of their information certified, reviewed, or audit still would include statements from the auditor that usually state "Their judgement is based on the information presented and does not produce any opinion on the investment" . This would be a waste of money and add no value to a possible investor of any type.

**Seventh, we support the permitting of crowd funding vehicles. However, the crowd funding vehicle should not be limited to the number of business it can raise money for in a particular year. Further, we request that the provisions for being approved a crowd funding vehicle not be burdensome.**

**Eighth, we support the Securities investment types, if the securities do not limit the investment to be tied to Capital leases.** This allows a simple means to raise funds, create a return and convert ownership within the define period of time.

**Ninth, we are not in favor of the Crowdfunding Vehicle being required to file its own Form C.** The focus of the investment must be on the venture and not the Crowdfunding vehicle. Having two Form C's only promotes confusion.

We wish to thank the SEC for taking this opportunity to expand the ability of many more individuals to invest in America, their state and their community. The number of economic adjustments many have experienced in their lifetime have been high. This proves rather that the only distinction between an accredited investor and a nonaccredited investor is the total value invested, not the likelihood of success to predict the right investment. However, individuals have proven over and over that that true fairness to invest means not limiting their options.

SEI has multiple projects in the State of Massachusetts or New Hampshire that are in various stages for development. Each of these projects meets our criteria and fall within our social mission. Access to capital will allow us to work with our clients to meet their objects and bring tremendous positive impact to many communities. We have outlined below three incentives our clients wish to raise money for.

**Massachusetts Affordable Disability Housing Fund**

Creation of affordable housing for five disabled individuals per site. Projects are currently designated in the Greater Boston and Greater Worcester area of Massachusetts. There is an option to buy shares to acquire the property & obtain development approvals in Phase I and or buy shares for construction & renovations Phase II. Total costs for each project are expected to be between \$1.4 million and \$1.8 million. Each venture has the goal to address the tremendous needs of those with acquired brain injury or other disabilities requiring affordable, accessible housing in Massachusetts. These Ventures are dedicated towards investing in real estate that creates residential housing for those with disabilities who are served by companies and who hold contracts with the Commonwealth of Massachusetts. It is our priority to support individuals with disabilities to live in the cities and towns of Massachusetts. Each Venture shall create these residentially accessible properties developed in accordance with the specifications to meet the requirements of the licensing authority of the Commonwealth of Massachusetts

**Business Centers Fund**

Projects are currently designated in the Greater Worcester area of Massachusetts and Sullivan County in New Hampshire. There is an option to buy shares to acquire the property & obtain development approvals in Phase I and or buy shares for construction & renovations Phase II. Total costs for each project are expected to be between \$2.6 million and \$3.2 million.

**Sustainable Communities Fund**

Projects are currently designated in the Worcester County of Massachusetts and Sullivan County of New Hampshire. There is an option to buy shares to acquire the property & obtain development approvals in Phase I and or buy shares for construction & renovations Phase II. Total costs for each project are expected to be between \$5 million and \$20 million.

**Robert C. Guinto Jr.**  
President  
Social Enterprise Investments, Inc.

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