

To: Brent J Fields-Secretary
To: Robert W. Errett – Deputy Secretary
United States Securities and Exchange Commission
Washington D.C. 20549



Re Matter of Michael H. Johnson Administrative proceeding File No. 3-15874
Request to vacate the NSRO and municipal advisor bar against him

February 2ND, 2017

Dear Sirs,

In response to your order requesting additional briefing on Mr. Johnson's request to vacate the NSRO and municipal advisor bar against him, I am writing to explain why this should happen.

The original violation of Rule 204 occurred at Penson Financial Services, Inc from 10/2008 thru 11/2011. The Dodd Frank Wall Street Reform and Consumer Protection Act took effect July 22, 2010. Mr. Johnson settled with the SEC, and by the time this matter is reviewed, time served on his suspension will be three years. The issue here is that the activity of the rule violation extends past the vacate period by 16 months.

Mr Johnson has honored the settlement and has remained quiet during this period. In essence he has not applied for entry into the work force at an NSRO or Municipal Advisor for three years. The rule 204 violation never placed customers in harm's way nor was it found that neither Mr. Johnson nor his team was benefited financially by the rule violation. Mr. Johnson wishes that he was able to comply fully with rule 204 and regrets that he did not push harder against the management at penson to comply with the rule 100 percent. That said he accepted the outcome, paid his fine directly and immediately without complaining and has moved on.

The 16 month issue at hand here is insignificant to a violation that did not affect any NSRO or Municipal Advisor activity. As we know, Securities lending does not involve or touch any of those activities and therefore Mr. Johnson's request to vacate the NSRO and municipal advisor bar against him as determined in Koch v. Sec. should be granted.

Mr. Johnson has requested this action upon receipt of correspondence from the Securities and Exchange Commission, and would have never proceeded in this request if correspondence was never received.

I appreciate your interest in this matter and look forward to your response. I consider this matter closed and will not be sending an opposition brief. I am no longer represented by counsel and all correspondence should be emailed to me at [REDACTED]. My cell phone is [REDACTED].

Kind Regards;

Michael H. Johnson -MLS



2/2/2017