

HARD COPY

**UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION**

**SECURITIES ACT OF 1933
Release No.**

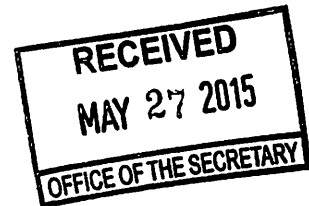
**ADMINISTRATIVE PROCEEDING
File No. 3-16529**

In the Matter of

the Registration Statement of

**Visual Acumen, Inc.
432 Maple Hill Avenue
Newington, CT 06111-3419**

Respondent.



**JOINT MOTION OF DIVISION OF ENFORCEMENT AND RESPONDENT
VISUAL ACUMEN, INC. TO STAY PROCEEDING PENDING COMMISSION'S
CONSIDERATION OF SETTLEMENT OFFER**

Pursuant to Rule 161(c)(2) of the Commission's Rules of Practice, 17 C.F.R. § 201.161(c)(2), the Division of Enforcement ("Division") hereby moves the Law Judge to stay this order fixing time and place of public hearing and instituting proceeding with respect to Respondent, Visual Acumen, Inc. pending the Commission's consideration of Respondent's offer of settlement. In support of this motion, the Division states:

1. On May 11, 2015, the Commission issued an Order Fixing Time and Place of Public Hearing and Instituting Proceedings Pursuant to Section 8(d) of the Securities Act of 1933.

2. In a May 12, 2015 order, the Law Judge set the hearing in this matter to begin May 28, 2015, at 9:30a.m.

3. The Division and the Respondent have reached a settlement in principle, and the Division is awaiting receipt of the original executed settlement papers. The Division's counsel has conferred with counsel of Respondent, who joins in and does not object to the request for a stay. Granting this stay will allow the Division to present the settlement to the Commission for review.

4. Under the provisions of Rule 161, the stay is contingent upon the Division submitting a recommendation to the Commission for acceptance of the signed settlement offer within 20 business days of receiving it. The Division will promptly notify the Law Judge pursuant to Rule 161(c)(2)(ii) if that deadline is not met.

5. The Respondent joins in this motion.

Accordingly, the Division hereby respectfully moves the Law Judge to stay this proceeding and all associated deadlines with respect to the Respondent under Rule 161(c)(2) of the Commission's Rules of Practice, 17 C.F.R. § 201.161(c)(2).

May 26, 2015

Respectfully submitted,



Andrew Schiff
Regional Trial Counsel
Direct Line: (305) 982-6390
Email: [REDACTED]

DIVISION OF ENFORCEMENT
SECURITIES AND EXCHANGE COMMISSION
801 Brickell Avenue, Suite 1800
Miami, FL 33131
Phone: (305) 982-6300
Fax: (305) 536-4154


CERTIFICATE OF SERVICE

I hereby certify that an original and three copies of the foregoing were filed with the Securities and Exchange Commission, Office of the Secretary, 100 F Street, N.E., Washington, D.C. 20549-9303, and that a true and correct copy of the foregoing has been served by U.S. Mail, on this 26th day of May 2015, on the following persons entitled to notice:

The Honorable Jason S. Patil
Administrative Law Judge
Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Visual Acumen, Inc.
c/o Alex McKenna
431 Maple Hill Avenue
Newington, CT 06111

Taylor Koss, Esq.
Everett & Everett, PLLC
452 Fifth Avenue, 12th Floor
New York, NY 10018
(Counsel for Respondent)

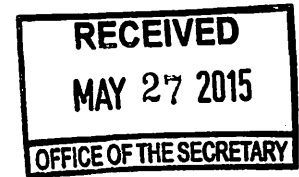


Andrew Schiff, Esq.



Office Memorandum

SECURITIES AND EXCHANGE COMMISSION



Miami Regional Office

DATE: May 26, 2015

TO: OFFICE OF THE SECRETARY

FROM: Andrew Schiff, Esq.
By: Jessica Benitez-Perellada, Paralegal

RE: **In the Matter of the Visual Acumen, Inc.**
Adm. Proceeding No. 3-16529

Enclosed please find the original and three copies of the Joint Motion of Division of Enforcement and Respondent, Visual Acumen, Inc. to Stay Proceeding Pending Commission's Consideration of Settlement Offer.

Thank you.