

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

**SECURITIES AND EXCHANGE
COMMISSION,**

Plaintiff,

v.

**PETER J. DECAPRIO,
FLOWPOINT PARTNERS, LLC**

Defendants.

Civil Action No. 24-CV-

COMPLAINT

Plaintiff, Securities and Exchange Commission (the “Commission”), alleges the following against defendants, Peter J. DeCaprio (“DeCaprio”) and FlowPoint Partners, LLC (“FlowPoint” and collectively, “Defendants”):

SUMMARY

1. This is an enforcement action against investment advisers who made materially misleading statements to investors about an important safeguard for four private funds that they managed and advised (the “Funds”). During the period from about July 2020 through late 2023 (the “Relevant Period”), Defendants misrepresented to investors that the Funds were audited annually by an independent auditor. While Defendants engaged an auditor to audit two of the four Funds, that auditor did not produce any audit reports. Defendants did not correct their ongoing misstatements to investors despite knowing that the Funds were not actually audited by the auditor they had engaged.

2. Further, Defendants breached their fiduciary duty to two of the Funds they advised by failing to obtain annual audits for those two Funds, as those Funds’ organizational documents required. By failing to operate those Funds as they were required to be operated,

Defendants failed in their duty as investment advisers to those Funds and operated a fraud on the Funds.

3. In addition, Defendants failed to establish, maintain, and enforce a written policies and procedures document that they were legally required to have. Specifically, FlowPoint failed to have policies designed to prevent the misuse of material nonpublic information by its business and persons associated with its business and DeCaprio was responsible for that failure.

4. As a result of the Defendants' violations of the securities laws, investors in the Funds were led to believe that there was a safeguard in place surrounding their investments – a third party audit – that did not exist.

5. As a result of the conduct alleged herein, Defendants violated, or aided and abetted violations of, and unless restrained and enjoined will continue to violate, Section 17(a)(2) of the Securities Act of 1933 (“Securities Act”) [15 U.S.C. §77q(a)(2)], Sections 204A, 206(2) and 206(4) of the Investment Advisers Act of 1940 (“Advisers Act”) [15 U.S.C. §§80b-4A, 80b-6(2), (4)] and Rule 206(4)-8 thereunder [17 C.F.R. §275.206(4)-8].

6. The Commission seeks permanent injunctions against both Defendants, enjoining them from engaging in the transactions, acts, practices, and courses of business of the type alleged in this Complaint, civil penalties under Section 20(d) of the Securities Act and Section 209(e) of the Advisers Act, an order barring DeCaprio from serving as an officer or director of certain public companies, pursuant to Section 20(e) of the Securities Act [15 U.S.C. §77t(e)], an order requiring FlowPoint to take certain actions to improve and correct its disclosures, and such other relief as the Court may deem appropriate.

JURISDICTION AND VENUE

7. This Court has jurisdiction over this action pursuant to Section 22(a) of the Securities Act [15 U.S.C. §77v(a)] and Sections 209(d), 209(e) and 214 of the Advisers Act [15 U.S.C §§80b-9(d), (e), 80b-14].

8. Venue lies in this Court pursuant to Section 22(a) of the Securities Act [15 U.S.C. §77v(a)] and Section 214 of the Advisers Act [15 U.S.C §80b-14]. Certain of the offers or sales of the Funds' securities in which Defendants participated took place within the District of Massachusetts. Also, during a portion of the Relevant Period, Defendants transacted business in the District of Massachusetts, and certain of the acts, and transactions constituting the violations alleged in this Complaint occurred within the District of Massachusetts.

9. In connection with the conduct described in the Complaint, Defendants directly or indirectly made use of the mails or the means or instruments of interstate commerce.

THE DEFENDANTS

10. DeCaprio, age 62, resides in Fort Lauderdale, Florida. He was a resident of Boston, Massachusetts between 2020 and June 2023. DeCaprio has been the managing member, and the sole employee, of FlowPoint since its inception.

11. FlowPoint is a Delaware limited liability company currently based in Fort Lauderdale, Florida. FlowPoint was headquartered in Boston, Massachusetts from its founding in July 2020 until June 6, 2023. Since its inception, FlowPoint was an "exempt reporting adviser," which means that it was not required to register with the Commission as an investment adviser because it relied on certain exemptions under Sections 203(l) and (m) of the Advisers Act. Even though FlowPoint was not registered as an investment adviser, it was required to file an annual report with the Commission using Form ADV, but it did not need to complete all items

in Form ADV that a registered investment adviser must complete. As of December 18, 2023, FlowPoint withdrew its Form ADV, is no longer an exempt reporting adviser, and is not filing reports with the Commission or any state regulator.

FACTUAL ALLEGATIONS

DeCaprio's Background

12. DeCaprio has worked as an investment professional since the mid-1980s, other than when he was in graduate school. In the mid-1980s, he was a registered representative of a broker-dealer firm, and he spent over 20 years working as an investment adviser.

13. On May 10, 2021, the Commission issued against DeCaprio an Order Instituting Administrative and Cease-and-Desist Proceedings Pursuant to Sections 203(f) and 203(k) of the Investment Advisers Act of 1940, Making Findings and Imposing Remedial Sanctions and a Cease-and-Desist Order, captioned *In the Matter of Peter J. DeCaprio*, File No. 3-20286 (the "Prior Commission Order"). The Prior Commission Order found that DeCaprio, while acting as the principal of a registered investment adviser, failed to disclose conflicts of interest to a mutual fund that was his advisory client. The Order found that, in doing so, DeCaprio violated his fiduciary duty to the fund that was his client and thereby violated Section 206(2) of the Advisers Act.

14. The Prior Commission Order censured DeCaprio, ordered him to pay a civil money penalty of \$75,000, and ordered him to "cease and desist from committing or causing any violations and any future violations of Section 206(2)" of the Advisers Act.

FlowPoint's Business

15. FlowPoint was formed in July 2020. DeCaprio was the firm's founder and has been FlowPoint's principal since the firm was founded. He owns about 75% of FlowPoint.

DeCaprio was ultimately responsible for all FlowPoint investment decisions and for managing the Funds. As of August 2023, FlowPoint had about \$32 million in assets under management and the Funds it managed had collectively about 85 investors.

16. FlowPoint's business is to manage and provide investment advisory services to at least four private investment funds. These Funds are: Congress Street Business Trust ("Congress"), Essex Street Equity Opportunities Fund LP, formerly known as the Crow Point Equity Opportunities Fund LP ("Essex"), Melcher Street Funding LLC ("Melcher"), and Summer Street Business Trust ("Summer"). FlowPoint has the right to earn management fees, performance fees, or profit sharing for its work for these Funds.

17. Congress described itself to investors as an investment fund that provides merchants and small businesses with cash advances for working capital that cannot typically be acquired through traditional lenders, with a target return based on a high-yield bond benchmark. FlowPoint was the "Sponsor" (or manager) of Congress. FlowPoint closed Congress in the fourth quarter of 2023 and redeemed all investors.

18. Essex is a private equity venture capital fund that described its objective to investors as achieving "capital appreciation through trading primarily in the private securities of pre-IPO companies." FlowPoint is the general partner of Essex and Essex's investors are limited partners. FlowPoint had "full and sole discretion over the investments" of Essex.

19. Melcher described itself to investors as a "multi-strategy alternative investment vehicle" that invests in income-producing assets like promissory notes. Melcher gives its investors unsecured promissory notes at a fixed interest rate. FlowPoint is the Manager and sole member of Melcher and has "exclusive power and authority to manage the day-to-day, administrative and business affairs" of Melcher, as well as its "investment program."

20. Summer described its investment strategy to investors as “actively purchasing and trading stocks” of large U.S. companies around “ex-dividend dates” to maximize dividend income and generate capital gains. FlowPoint is the Sponsor and Investment Manager of Summer and has exclusive control over its day-to-day operations.

FlowPoint and DeCaprio Breached Their Fiduciary Duties to Essex and Melcher by Failing to Have Those Funds Audited.

21. FlowPoint and DeCaprio were the investment advisers to the Essex and Melcher Funds. As such, they had a fiduciary duty to those Funds, including an affirmative duty of utmost good faith and the obligation to operate those Funds in accordance with those Funds’ organizational documents.

22. The organizational document for Essex is its Agreement of Limited Partnership, dated June 16, 2021. That agreement provides that “[w]ithin 120 days after the end of each Fiscal Year of the Partnership (or as soon as reasonably practicable thereafter), the General Partner will furnish to each Limited Partner: (a) an audited statement of net assets, statement of income and expenses and statement of changes in net assets and Partners’ Capital Accounts for the Fiscal Year” The General Partner of Essex is FlowPoint and the investors in Essex are its Limited Partners. The fiscal year for Essex ends on December 31 of each calendar year. The language in the original organizational document for Essex is the same.

23. The organizational document for Melcher is its Limited Liability Company Agreement, dated October 6, 2020. That agreement provides that FlowPoint, as Melcher’s Managing Member, was obligated to keep Melcher’s records and books of account. That agreement further states that Melcher “shall provide audits of the performance of the Company as of the end of each Fiscal Year prepared in accordance with GAAP. As soon as possible after the end of each Fiscal Year the Company shall provide the Members with an annual report

prepared by its independent certified public accountants setting forth a balance sheet of the Company, a profit and loss statement showing the results of operations of the Company and its net capital appreciation or net capital depreciation, a statement of each Member's capital account and the manner of its calculation as of the end of the prior fiscal year." Melcher's fiscal year ends on December 31.

24. Despite these provisions in the Essex and Melcher organizational documents, FlowPoint and DeCaprio failed to have those Funds audited.

25. Though Melcher began accepting investors as members in 2020, FlowPoint and DeCaprio took no steps to have Melcher audited by independent certified public accountants. Defendants thus failed to obtain the required audited annual reports for fiscal years 2020, 2021, 2022, and 2023. Defendants' failure to operate Melcher as its organizational documents required was a breach of their fiduciary duty to Melcher that operated as a fraud on Melcher.

26. Essex began accepting investors in 2019. Defendants took steps to obtain an audit for Essex beginning in about September 2020. FlowPoint entered into an engagement letter with an independent certified public accounting firm (the "Audit Firm"), dated September 2, 2020, to obtain an audit of Essex for the fiscal year ended December 31, 2020. FlowPoint also entered into engagement letters with the Audit Firm to obtain audits of Essex for the fiscal years ended December 31, 2021 and December 31, 2022. DeCaprio participated in discussions with the Audit Firm on behalf of FlowPoint to obtain these engagement letters.

27. However, the Audit Firm did not perform any of the audits for which these engagement letters were signed. While Defendants and the Audit Firm dispute who is at fault for the failure to perform these audits, it is clear that the audits were never performed. Further, at the times in 2022 and 2023 that FlowPoint entered into engagement letters with the Audit Firm

for Essex for fiscal years 2021 and 2022, Defendants knew that the Audit Firm had failed to provide audits for two of the Funds for fiscal year 2020 despite the execution of prior engagement letters. Defendants thus failed to obtain the required audited annual reports for Essex for its fiscal years 2019, 2020, 2021, 2022, and 2023. Defendants' failure to operate Essex as its organizational documents required was a breach of their fiduciary duty to Essex that operated as a fraud on Essex.

FlowPoint and DeCaprio Misrepresented to Investors and Prospective Investors that the Funds Were Audited When They Were Not.

28. FlowPoint and DeCaprio provided investors and prospective investors in each of the Funds with private placement memoranda and other offering documents to describe the investments those individuals would be making if they invested in the Funds. Offering documents for each of the Funds misleadingly represented that each Fund would be audited and/or that the Audit Firm was the independent auditor for each Fund.

29. The Private Offering Memorandum for Congress stated that it “will be audited by a third-party auditor in the sole discretion of the Sponsor [FlowPoint]” and also promised that Congress “will furnish to each Shareholder[]: (i) audited annual financial reports of the Fund . . . [and] (iv) a statement from the Fund’s auditors, if applicable, detailing the Shareholder’s capital account” On the same page, indicating to investors that FlowPoint had exercised its discretion to retain an auditor, the Memorandum stated that the Auditor was the Audit Firm and provided contact information for the Audit Firm.

30. The Confidential Private Offering Memorandum for Essex stated that “[t]he books of account will be audited at the end of each fiscal year and an audited statement of net assets, statement of income and expenses and statement of changes in net assets and Partners’ capital for the fiscal year will be furnished to each Limited Partner within 120 days after the end

of the fiscal year (or as soon as reasonably practicable thereafter).” It also stated, on both the same page and an earlier page, that the Auditor for Essex is the Audit Firm.

31. Unlike the other Funds, the Confidential Private Placement Memorandum for Melcher stated that it “will not provide [investors] with any annual audited financial statements or quarterly unaudited financial statements,” and that it “may not have audited financial statements, nor is it required to provide [investors] with any annual audited financial statements or quarterly unaudited financial statements.” Another offering document also provided to investors called a “Fact Sheet,” however, represented that Melcher’s auditor was the Audit Firm.

32. The Private Offering Memorandum for Summer stated that it “will be audited by a third-party in the sole discretion of the Sponsor [FlowPoint]” and also promised that Summer “will furnish to each Shareholder: (i) audited annual financial reports of the Fund.” On the same page, indicating to investors that FlowPoint had exercised its discretion to retain an auditor, the Memorandum stated that the Auditor was the Audit Firm and provided contact information for the Audit Firm.

33. Defendants continued to send offering documents stating that the Funds were audited to investors even after they knew that the Audit Firm was not performing audits for any of the Funds. In addition, the Defendants did not notify existing investors who had previously been told the funds would be audited when it became clear to Defendants that the audits were not being completed as required. Their conduct in doing so was at least negligent.

34. As an exempt reporting adviser, FlowPoint was required to file Forms ADV with the Commission and annually update the disclosures in those Forms. These Forms ADV were publicly available to investors. The Form ADV that FlowPoint filed publicly with the Commission on February 10, 2023 stated that the financial statements for both Essex and

Melcher were “subject to an annual audit” that was “prepared in accordance with U.S. GAAP” [Generally Accepted Accounting Principles] and that Melcher’s and Essex’s “audited financial statements for the most recently completed fiscal year [are] distributed to the private fund’s investors.” This Form ADV also identified the Audit Firm as the auditor for both Melcher and Essex and stated that it was an “independent public accountant” registered with the Public Company Accounting Oversight Board. This Form ADV also stated that all audit reports for both Melcher and Essex since the last annual Form ADV “contain unqualified opinions,” meaning the auditor expressed an opinion that the Funds’ financial statements presented fairly, in all material respects, the financial position, results of operations, and cash flows of the fund in conformity with generally accepted accounting principles. Each of these representations was false because: neither Melcher nor Essex had been subject to an annual audit, neither had audited financial statements, and there were thus no unqualified opinions from auditors for those two Funds.

35. The same false statements about both the Essex and Melcher funds were included in the Form ADV filed by FlowPoint with the Commission on October 5, 2022, and the same false statements about the Melcher fund were included in the Forms ADV filed by FlowPoint with the Commission on February 11, 2022, January 5, 2022 and December 15, 2021. The Forms ADV filed on February 11, 2022, January 5, 2022 and December 15, 2021 did not discuss the Essex fund at all.

36. DeCaprio signed each of these Forms ADV on behalf of FlowPoint and certified, under “penalty of perjury under the laws of the United States of America,” that the information they contained was true and correct. DeCaprio acted knowingly, or at least negligently, in certifying these inaccurate Forms ADV.

37. In addition to false and misleading statements in offering documents and Forms ADV described above, DeCaprio, on behalf of FlowPoint, communicated misleading information to investors in the Funds about whether the Funds were audited. At the time of these statements, DeCaprio knew or should have known that no audits had been performed for any of the Funds. For example:

- a. On January 13, 2023, DeCaprio emailed a new investor in Congress to welcome him as a new investor, and, in the course of explaining how his investment was organized, stated that “[w]e use [the Audit Firm] as the trust’s auditor who will perform the trust’s annual audit and prepare your annual tax statement” and that “[a]s an investor, you will receive regular updates on the growth and progress of the company” including “[a]n annual audit performed by [the Audit Firm].”
- b. On April 25, 2023, DeCaprio emailed another new investor in Congress to welcome her as a new investor and made the same misstatements to that investor that are described in paragraph 37.a. above.
- c. On April 25, 2023, DeCaprio emailed a new investor in Melcher to welcome her as a new investor and, in the course of explaining how her investment was organized, stated that “[w]e use [the Audit Firm] as the Fund’s auditor to perform the Fund’s annual audit and prepare your annual tax statement.”
- d. At least one other investor stated to Commission staff in an interview that he believed the Funds were audited annually because DeCaprio told him so.

38. Defendants’ representations that the Funds were audited by a third party were material to investors in the Funds because those statements gave investors assurances that their

account statements and the value of the Funds' assets were accurate. This was an important internal control for investors to rely upon as a guard against fraud and inaccuracy in a private investment vehicle.

FlowPoint Failed to Have a Written Policy Concerning the Misuse of Material Nonpublic Information and DeCaprio Was Responsible for that Failure.

39. Section 204A of the Advisers Act requires FlowPoint to establish, maintain, or enforce written policies and procedures reasonably designed, taking into consideration the investment adviser's business, to prevent the misuse of material nonpublic information by the investment adviser or its associated persons in a manner that violates the Investment Advisers Act of 1940, the Securities Exchange Act of 1934, or the rules or regulations thereunder.

40. From the time of its founding in July 2020 until September 2023, FlowPoint did not have a written policy or procedures to prevent the misuse of material nonpublic information.

41. DeCaprio was the sole employee of FlowPoint when it lacked a written policy and procedures to prevent the misuse of material nonpublic information. DeCaprio was responsible for FlowPoint's compliance with the applicable laws and rules governing investment advisers and he knowingly, or at least recklessly, failed to ensure that FlowPoint adopted and enforced the required policy and procedures.

**FIRST CLAIM FOR RELIEF
Defendants' Violations of Section 17(a)(2) of the Securities Act**

42. Paragraphs 1 through 41 above are re-alleged and incorporated by reference as if fully set forth herein.

43. Investments in each of the Funds was a security under Section 2(a)(1) of the Securities Act [15 U.S.C. §77b(a)(1)].

44. By reason of the conduct described above, Defendants, in the offer or sale of

securities, by the use of the means or instrumentalities of interstate commerce or of the mails, directly or indirectly, acting with the requisite state of mind, obtained money or property by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading.

45. By reason of the conduct described above, Defendants violated Securities Act Section 17(a)(2) [15 U.S.C. §77q(a)(2)].

SECOND CLAIM FOR RELIEF
Defendants' Violations of Section 206(2) of the Advisers Act

46. Paragraphs 1 through 41 above are re-alleged and incorporated by reference as if fully set forth herein.

47. During the Relevant Period, DeCaprio and FlowPoint were “investment advisers” within the meaning of Section 202(a)(11) of the Advisers Act. [15 U.S.C. §80b-2(a)(11)]. During the Relevant Period, FlowPoint was an exempt reporting adviser. During the Relevant Period, DeCaprio was also an investment adviser because he was the managing member and majority owner of FlowPoint and controlled its operations. DeCaprio and FlowPoint were each in the business of providing investment advice concerning securities for compensation.

48. As set forth above, Defendants breached their fiduciary duties to the Funds they advised by failing to operate the Funds in accordance with their organizational documents, which operated as a fraud on the Funds.

49. By reason of the conduct described above, Defendants, by use of the mails or any means or instrumentalities of interstate commerce, acting at least negligently or recklessly, directly or indirectly engaged or are engaging in transactions, practices, or courses of business which operate as a fraud or deceit upon advisory clients.

50. By reason of the conduct described above, Defendants violated Section 206(2) of the Advisers Act [15 U.S.C. §80b-6(2)].

THIRD CLAIM FOR RELIEF
Defendants' Violations of Section 206(4) of the Advisers Act and Rule 206(4)-8 Thereunder

51. Paragraphs 1 through 41 above are re-alleged and incorporated by reference as if fully set forth herein.

52. During the Relevant Period, DeCaprio and FlowPoint were “investment advisers” within the meaning of Section 202(a)(11) of the Advisers Act. [15 U.S.C. §80b-2(a)(11)]. During the Relevant Period, FlowPoint was an exempt reporting adviser. During the Relevant Period, DeCaprio was also an investment adviser because he was the managing member and majority owner of FlowPoint and controlled its operations. DeCaprio and FlowPoint were each in the business of providing investment advice concerning securities for compensation.

53. Each of the Funds was a “pooled investment vehicle” within the meaning of Rule 206(4)-8(b) of the Advisers Act. [17 C.F.R. §275.206(4)-8(b)].

54. By reason of the conduct described above, Defendants, while acting as investment advisers to a pooled investment vehicle, by use of the mails or any means or instrumentalities of interstate commerce, acting at least negligently or recklessly, directly or indirectly: (i) made an untrue statement of a material fact or omitted to state a material fact necessary to make the statements made, in light of the circumstances under which they were made, not misleading to any investor or prospective investor in the pooled investment vehicle; and/or (ii) engaged in acts, practices, or courses of business that were fraudulent, deceptive, or manipulative with respect to any investor or prospective investor in the pooled investment vehicle.

55. By reason of the conduct described above, Defendants violated Advisers Act Section 206(4) [15 U.S.C. §80b-4] and Rule 206(4)-8 thereunder [17 C.F.R. §275.206(4)-8(a)].

FOURTH CLAIM FOR RELIEF
FlowPoint's Violations of Section 204A of the Advisers Act

56. Paragraphs 1 through 41 above are re-alleged and incorporated by reference as if fully set forth herein.

57. During the Relevant Period, FlowPoint was an "investment adviser" within the meaning of Section 202(a)(11) of the Advisers Act. [15 U.S.C. §80b-2(a)(11)]. During the Relevant Period, FlowPoint was an exempt reporting adviser. FlowPoint was in the business of providing investment advice concerning securities for compensation.

58. As described above, FlowPoint directly or indirectly failed to establish, maintain, or enforce written policies and procedures reasonably designed, taking into consideration the investment adviser's business, to prevent the misuse of material nonpublic information by the investment adviser or its associated persons, in violation of the Investment Advisers Act of 1940, the Securities Exchange Act of 1934, or the rules or regulations thereunder.

59. By reason of the conduct described above, FlowPoint violated Advisers Act Section 204A [15 U.S.C. §80b-4A].

FIFTH CLAIM FOR RELIEF
DeCaprio Aided and Abetted FlowPoint's Violations of Section 204A of the Advisers Act

60. Paragraphs 1 through 41 above are re-alleged and incorporated by reference as if fully set forth herein.

61. During the Relevant Period, FlowPoint, directly or indirectly, failed to establish, maintain, or enforce written policies and procedures reasonably designed, taking into consideration the investment adviser's business, to prevent the misuse of material nonpublic information by the investment adviser or its associated persons, in violation of the Investment Advisers Act of 1940, the Securities Exchange Act of 1934, or the rules or regulations

thereunder.

62. DeCaprio knowingly or recklessly disregarded that FlowPoint's conduct in failing to have a policy to prevent the use of material nonpublic information by the investment adviser or its associated persons was improper, and DeCaprio knowingly rendered substantial assistance to FlowPoint's violation of the requirement to have such a policy.

63. As a result, DeCaprio aided and abetted FlowPoint's violation of Advisers Act Section 204A [15 U.S.C. §80b-4A], and is liable under that section pursuant to Section 209(f) of the Advisers Act [15 U.S.C. §80b-9(f)].

PRAYER FOR RELIEF

WHEREFORE, the Commission respectfully requests that this Court:

A. Permanently restrain Defendants, their agents, servants, employees and attorneys, and those persons in active concert of participation with them who receive actual notice of the injunction by personal services or otherwise, and each of them, from violating, or aiding and abetting violations of, Section 17(a)(2) of the Securities Act [15 U.S.C. §77q(a)(2)], and Sections 204A, 206(2), and 206(4) of the Advisers Act [15 U.S.C. §§80b-4A, 80b-6(2), (4)], and Rule 206(4)-8 thereunder [17 C.F.R. §275.206(4)-8];

B. Order Defendants each to pay a civil penalty under Section 20(d) of the Securities Act [15 U.S.C. §77t(d)] and Section 209(e) of the Advisers Act [15 U.S.C. §80b-9(e)];

C. Enter an order barring DeCaprio from serving as an officer or director of certain public companies, pursuant to Section 20(e) of the Securities Act [15 U.S.C. §77t(e)];

D. Enter an order requiring FlowPoint to take certain actions to improve and correct its disclosures;

E. Retain jurisdiction over this action to implement and carry out the terms of all

orders and decrees that may be entered; and

F. Grant such other further relief as the Court may deem just and proper.

JURY DEMAND

The Commission demands a jury in this matter for all claims so triable.

DATED: August 21, 2024

Respectfully submitted,

/s/ Kathleen Burdette Shields

Kathleen Burdette Shields (Mass Bar No. 637438)

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