

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934  
Release No. 62173/May 26, 2010

ADMINISTRATIVE PROCEEDING  
File No. 3-13584

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In the Matter of	:	
	:	ORDER MAKING FINDINGS
JAYCEE JAMES	:	AND IMPOSING SANCTION
	:	BY DEFAULT

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The Securities and Exchange Commission (Commission) issued its Order Instituting Proceedings (OIP) on August 18, 2009, pursuant to Section 21C of the Securities Exchange Act of 1934 (Exchange Act). The OIP alleges that JayCee James (James) filed numerous reports with the Commission on Forms 3 and 4 and Schedules 13D between March and May 2009. The OIP asserts that, through these reports, James claimed stock ownership in more than two dozen public companies. According to the OIP, James is not a shareholder in any of the companies in which he claimed stock ownership. Because James filed these reports and because he is not a shareholder in any of the companies, the OIP contends that James violated Sections 13(d) and 16(a) of the Exchange Act and Rules 13d-1, 13d-2, and 16a-3 thereunder.

The Division of Enforcement (Division) made its investigative file available to James for inspection and copying in a timely manner. By Order dated November 17, 2009, I accepted James's late-filed Answer to the OIP. I also granted the parties leave to file cross-motions for summary disposition. The Division filed its first Motion for Summary Disposition (First Motion), with accompanying declarations and exhibits, and a Memorandum of Points and Authorities, on December 11, 2009. James did not file a cross-motion for summary disposition. On April 2, 2010, I denied the Division's First Motion, but granted the Division leave to refile. The April 2, 2010, Order required the Division to demonstrate that the issuers on which it was relying to prove violations of Sections 13(d) and 16(a) of the Exchange Act had a class of securities registered pursuant to Section 12 of the Exchange Act. Approximately two-thirds of the issuers identified in the OIP were not Section 12 registrants.

On May 6, 2010, the Division filed its Second Motion for Summary Disposition (Second Motion). It concurrently filed a Memorandum of Points and Authorities and several supporting declarations and exhibits. James has not opposed the Division's Second Motion, and the time for doing so has expired. Accordingly, James is in default for failing to respond to a dispositive

motion. See Rule 155(a)(2) of the Commission's Rules of Practice. As permitted by Rule 155(a), I deem the following allegations to be true.

James is thirty-nine years of age and resides in Victorville, California. Between March 6, 2009, and May 6, 2009, James filed eighty-two Forms 3, 3/A, 4, and 4/A and Schedules 13D and 13D/A with the Commission. In eighty of these filings, James reported beneficial ownership in twenty-nine different companies. Two of James's filings reported no beneficial ownership of any shares of the companies in question.

The Division's Second Motion shows that nine of the twenty-nine issuers targeted in James's filings had a class of securities registered pursuant to Section 12 of the Exchange Act during the period from March 6, 2009, to May 6, 2009. Among these nine issuers were Accesspoint Corporation (Accesspoint), Along Mobile Technologies, Inc. (AMTI), Earthfirst Technologies, Inc. (Earthfirst), and Solar Satellite Communications, Inc. (Solar Satellite).

The Division has shown that James filed twenty-two Forms 3, 3/A, 4, and 4/A, reporting direct beneficial ownership in the nine identified Section 12 registrants. The transfer agents for Accesspoint, AMTI, and Earthfirst have submitted declarations attesting that James was not the record owner of any shares of these three issuers during the period relevant to the OIP. The Division has made a prima facie case that James made the filings with respect to these three issuers and that the filings were false. The Division has also shown that James filed one Schedule 13D, reporting beneficial ownership in Solar Satellite.

The Division acknowledges that James did not have a duty to file reports under Sections 13(d) or 16(a) of the Exchange Act. It asserts that, once James chose to file these reports, he embraced a duty to file only accurate and complete reports. The Division's argument finds no support in the case law interpreting either Section 13(d) or Section 16(a). See April 2, 2010, Order at 20-25, \_\_\_ SEC Docket \_\_\_, \_\_\_. It finds modest support in the case law interpreting other statutory provisions. See Wilson v. Great Am. Indus., Inc., 979 F.2d 924, 931 (2d Cir. 1992) (involving misrepresentations in a proxy in violation of Section 14(a) of the Exchange Act); United States v. Anderson, 353 F.3d 490, 497-99 (6th Cir. 2003) (filing false reports with the Internal Revenue Service); United States v. Pansier, 576 F.3d 726, 736-37 (7th Cir. 2009) (following Anderson). On that basis, I conclude that James violated Sections 13(d) and 16(a) of the Exchange Act and Exchange Act Rules 13d-1, 13d-2, and 16a-3.

IT IS ORDERED THAT JayCee James shall cease and desist from committing or causing any violations or future violations of Sections 13(d) and 16(a) of the Securities Exchange Act of 1934 and Exchange Act Rules 13d-1, 13d-2, and 16a-3.

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James T. Kelly  
Administrative Law Judge