## UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF TEXAS FORT WORTH DIVISION

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SECURITIES AND EXCHANGE	§		
COMMISSION,	§		
	§		
Applicant,	§	Misc. Action No.:	4:17-mc-00009
	§		
VS.	§		
	§		
UPSTATE LAW GROUP, LLC, STRATEGIC	§		
MARKETING INNOVATORS, INC.,	§		
PERFORMANCE ARBITRAGE	§		
COMPANY, INC., AND FINANCIAL	§		
PRODUCTS DISTRIBUTORS, LLC,	§		
	§		
Respondents.	§		
	_§		

## APPLICATION BY SECURITIES AND EXCHANGE COMMISSION FOR ORDER TO COMPEL COMPLIANCE WITH ADMINISTRATIVE SUBPOENAS

Applicant Securities and Exchange Commission (the "SEC") applies to this Court for an Order to compel compliance with its administrative subpoenas served on Respondents Financial Products Distributors, LLC., Strategic Marketing Innovators, Inc., Upstate Law Group, LLC, and Performance Arbitrage Company, Inc. (hereinafter the "Respondents"). This motion is supported by the SEC's Memorandum of Law in Support and its Appendix containing the Declarations of Kathleen V. Galloway and exhibits thereto.

The SEC requests that this Court enter an Order:

- (1) Directing each Respondent to produce the requested documents to the SEC in accordance with the respective October 26, 2016 subpoenas served on each of them within fifteen days of the date of the Order;
  - (2) Granting the SEC such other and further relief as may be necessary and

appropriate to ensure that Respondents comply with the administrative subpoenas and any Order this Court issues; and

(3) Preserving this Court's jurisdiction over this matter to ensure that Respondents comply with the administrative subpoenas and any Orders of this Court.

Dated: February 27, 2017.

Respectfully submitted,

/s/ Janie L. Frank
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COUNSEL TO APPLICANT SECURITIES AND EXCHANGE COMMISSION

## **CERTIFICATE OF SERVICE**

On February 27, 2017, I served this Application by Securities and Exchange Commission for Order to Compel Compliance with Administrative Subpoenas by mailing the foregoing document via UPS overnight delivery and by emailing it to the following individuals at the following addresses:

John Teakell Law Office of John Teakell 2911 Turtle Creek Blvd., Suite 300 Dallas, Texas 75219 jteakell@teakelllaw.com

Counsel for Respondents Upstate Law Group, Strategic Marketing Innovators, Inc., and Performance Arbitrage Company, Inc.

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/s/ Janie L. Frank
Janie L. Frank