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

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Securities Exchange Act of 1934 Release No. 59431 / February 20, 2009

Administrative Proceeding File No. 3-11676

In the Matter of
JOHN W. ADAMS AND AIP, LLC
Respondents.

ORDER APPROVING PUBLICATION OF NOTICE OF PROPOSED DISTRIBUTION PLAN AND OPPORTUNITY FOR COMMENT, APPROVING PLAN ADMINISTRATOR, AND APPROVING ADMINISTRATOR BOND

The Division of Enforcement ("Division") seeks approval to publish the Notice of Proposed Distribution Plan and Opportunity for Comment submitted in this matter. The Division also seeks approval of the appointment of Gilardi & Co., LLC as plan administrator of the proposed plan of distribution, and approval of Gilardi's bond in the amount of \$2,500,000, the amount of the settlement paid by John W. Adams and AIP, LLC ("Respondents").

IT IS HEREBY ORDERED that the Division's request to publish the Notice of Proposed Distribution Plan and Opportunity for Comment is granted. Furthermore, IT IS HEREBY ORDERED that the Division's request for approval of the appointment of Gilardi & Co., LLC as administrator and for approval of the administrator's bond in the amount of \$2,500,000 is granted.

By the Commission.

Elizabeth M. Murphy Secretary