

UNITED STATES OF AMERICA
BEFORE THE
SECURITIES AND EXCHANGE COMMISSION

INVESTMENT ADVISERS ACT OF 1940
Release No. 2471; January 6, 2006

In the Matter of :
: :
Riverton Management, Inc. :
c/o Steve R. Kruger, Esq. or :
Charles C. Berquist, Esq. :
Best & Flanagan LLP :
225 South Sixth Street, Suite 4000 :
Minneapolis, MN 55402 :
: :
(803-182) :
:

ORDER UNDER SECTION 202(a)(11)(F) OF THE INVESTMENT ADVISERS ACT
OF 1940

Riverton Management, Inc. filed an application on March 23, 2005 and an amendment thereto on November 14, 2005, for an order under section 202(a)(11)(F) of the Investment Advisers Act of 1940 ("Act"). The order would declare applicant and its employees acting within the scope of their employment to be persons not within the intent of section 202(a)(11) of the Act, which defines the term "investment adviser."

On December 9, 2005, a notice of the filing of the application was issued (Investment Advisers Act Release No. 2459). The notice gave interested persons an opportunity to request a hearing and stated that an order disposing of the application would be issued unless a hearing was ordered. No request for a hearing has been filed, and the Commission has not ordered a hearing.

The matter has been considered and it is found, on the basis of the information set forth in the application and the amendments thereto, that applicant is a person not within the intent of section 202(a)(11) of the Act. Accordingly,

IT IS ORDERED, under section 202(a)(11)(F) of the Act, that the requested exemption for Riverton Management, Inc. is hereby granted, effective forthwith.

For the Commission, by the Division of Investment Management, under delegated authority.

Nancy M. Morris
Secretary