

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

Securities Exchange Act of 1934
Release No. 58417 / August 25, 2008

Administrative Proceeding
File No. 3-12341

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| In the Matter of | : | |
| | : | |
| WEISS RESEARCH, INC., | : | ORDER APPROVING |
| MARTIN WEISS, AND | : | APPLICATION OF FUND |
| LAWRENCE EDELSON | : | ADMINISTRATOR FOR |
| | : | FEES AND EXPENSES |

Respondents.

On June 22, 2006, the Commission instituted settled administrative proceedings against Weiss Research, Inc., Martin Weiss, and Lawrence Edelson (collectively, "Respondents") for violations of the Advisers Act in connection with their operation of an unregistered investment adviser and the production and distribution of materially false and misleading marketing materials. See Order Instituting Public Administrative and Cease-and-Desist Proceedings, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order Pursuant to Sections 203(e), 203(f), and 203(k) of the Investment Advisers Act of 1940, Admin. Proc. File No. 3-12341 (Investment Advisers Act Rel. No. 2525) (June 22, 2006) ("Order"). Among other things, the Commission ordered the Respondents to pay a total of \$2,166,142 in disgorgement, interest, and penalties, and authorized the creation of a Fair Fund to distribute this money to the harmed investors. The Commission has since issued an order approving the proposed distribution plan. See Order Approving Distribution Plan, Admin. Proc. File No. 3-12341 (Aug 23, 2007) (Exchange Act Rel. No. 56310).

The distribution Administrator has submitted detailed invoices for his fees and expenses incurred during the quarters ended December 31, 2007, and March 31, 2008. The Commission staff, having reviewed the invoices, finds the total fees and expenses of \$31,294 to be reasonable and in accordance with the Distribution Plan. The Commission staff has requested that the Commission authorize payment for the distribution Administrator's fees and expenses in the amount of \$31,294 from the Fair Fund.

Accordingly, IT IS HEREBY ORDERED, pursuant to Rule 1105(d) of the Commission's Rules on Fair Fund and Disgorgement Plans, 17 C.F. R. § 201.1105(d), that the distribution Administrator's current fees and expenses in the amount of \$31,294 shall be paid from the Fair Fund.

By the Commission

Florence E. Harmon
Acting Secretary