

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
RELEASE NO. 60171 / June 25, 2009

ADMINISTRATIVE PROCEEDING
File No. 3-13432

In the Matter of

LAWRENCE D. MORRIS,

Respondent.

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**ORDER MAKING FINDINGS AND
IMPOSING REMEDIAL
SANCTIONS PURSUANT TO
SECTION 15(b) OF THE SECURITIES
EXCHANGE OF 1934**

I.

In these proceedings instituted on April 7, 2009, pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Lawrence D. Morris (“Morris” or “Respondent”), Morris has submitted an Offer of Settlement (“Offer”) which the Securities and Exchange Commission (“Commission”) has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in Section II. 2 below, which are admitted, Respondent consents to the entry of this Order Making Findings and Imposing Remedial Sanctions Pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Order”), as set forth below.

II.

On the basis of this Order and Respondent’s Offer, the Commission finds that:

1. Morris was a salesman for ProVision Operation Systems, Inc. (“ProVision”). ProVision was a development-state company that purportedly offered real estate and business seminars, and also purportedly operated businesses involving yachts, land development and mining.

2. On December 11, 2008, a final judgment by default was entered against Morris permanently enjoining him from future violations of Section 5 of the Securities Act of 1933 and Section 15(a) of the Exchange Act. The civil action was entitled Securities and Exchange Commission v. ProVision Operation Systems, Inc., et al., Civil Action Number SACV 07-1130 AHS (JWJx), and was filed in the United States District Court for the Central District of California, Southern Division on September 26, 2007.

3. In its complaint, the Commission alleged that ProVision contracted with Morris to pay him commission-based compensation to offer or sell ProVision's securities. The complaint further alleged that Morris was not registered with the Commission as a broker-dealer or affiliated with a registered broker-dealer, nor did he qualify for any exemptions from the broker-dealer registration requirement.

III.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanction agreed to in Respondent Blot's Offer.

Accordingly, it is hereby ORDERED:

Pursuant to Section 15(b)(6) of the Exchange Act that Respondent Morris be, and hereby is, barred from association with any broker or dealer.

Any reapplication for association by the Respondent will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, the satisfaction of any or all of the following: (a) any disgorgement ordered against the Respondent, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (d) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

For the Commission, by its Secretary, pursuant to delegated authority.

Elizabeth M. Murphy
Secretary