MEMORANDUM

FROM: Ted Yu

Senior Special Counsel

Office of Chief Counsel, Division of Corporation Finance

U.S. Securities and Exchange Commission

RE: Conference call with the Massachusetts Securities Division

DATE: July 30, 2012

On June 25, 2012, the Commission staff participated in a conference call with representatives of the Massachusetts Securities Division to discuss the implementation of Title II of the Jumpstart Our Business Startups Act.

The following Commission staff participated: Lona Nallengara, Thomas Kim, Jonathan Ingram, Charles Kwon, Lillian Brown, Tamara Brightwell, and Ted Yu from the Division of Corporation Finance; Richard Levine from the Office of General Counsel; and Scott Bauguess from the Division of Risk, Strategy, and Financial Innovation.

The following representatives from the Massachusetts Securities Division participated: Bryan Lantagne, Peter Cassidy, Patrick Ahearn, Gina Gombar, Tony Drenzek, and Diane Young-Spitzer.