

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 63449 / December 7, 2010

ADMINISTRATIVE PROCEEDING
File No. 3-12121

IN THE MATTER OF

GERSON ASSET MANAGEMENT, INC.
and SETH GERSON,

RESPONDENTS.

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ORDER DISCHARGING
FUND ADMINISTRATOR
AND TERMINATING
DISGORGEMENT FUND

On December 2, 2005, the Commission issued an Order Making Findings and Imposing Remedial Sanctions and a Cease-and-Desist Order against Gerson Asset Management, Inc. (“GAM”) and Seth Gerson. Among other things, the Order, to which GAM and Gerson consented without admitting or denying the Commission’s findings, ordered Gerson to pay disgorgement in the amount of \$160,237. (Exchange Act Release No. 52880) On December 23, 2005, Gerson satisfied his disgorgement obligation by paying \$160,237 to the Commission.

On October 15, 2007, the Commission published a notice of the Plan of Distribution proposed by the Division of Enforcement in connection with this proceeding. (Exchange Act Release No. 56659) The Commission received no comments and on December 5, 2007, the Commission issued an Order Approving a Plan for the Administration and Distribution of the Disgorgement Fund (“Plan”) and appointed Leslie Kazon, SEC Assistant Regional Director, New York Regional Office, as Administrator of the Disgorgement Fund. (Exchange Act Release No. 56911) The Plan provided for the pro rata distribution of the Disgorgement Fund among identified GAM clients who suffered a “Net Loss,” as defined by the Plan, as a result of the fraudulent “cherry-picking” that was the subject of this proceeding. On June 2, 2009, the Commission issued an Order Directing Disbursement of the Disgorgement Fund and Approving Amendments to the Distribution Plan.

The Fund Administrator submitted a Final Accounting pursuant to Rule 1105(f) of the Commission's Rules on Fair Fund and Disgorgement Plans, which was approved by the Commission. Pursuant to the Administrator's Final Accounting, all liabilities have been satisfied and \$11,164.26 in residual funds will be transmitted to the U.S. Treasury.

Accordingly, IT IS ORDERED that the Disgorgement Fund is terminated and the Fund Administrator is discharged.

By the Commission.

Elizabeth M. Murphy
Secretary