

July 11, 2022

Via Electronic Email

Justin Dobbie, Acting Office Chief,
Office of Finance, Division of Corporation Finance
U.S. Securities and Exchange Commission
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CC:

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Re: American CryptoFed DAO LLC
Order Denying Withdrawal of Registration Statement under the Securities Act of 1933.
File No.: 333-259603

Mr. Dobbie

I'm writing you to follow up on my July 6, 2022 letter starting with the following paragraph requesting a meet and confer with you pursuant to the Commission's January 6, 2022 Order. As this is my second written request, will you respond?

On June 6, 2022, American CryptoFed filed the Request for Withdrawal of Registration Statement on Form S-1. However, on June 17, 2022, the Securities and Exchange Commission ("SEC" or "Commission") issued an ORDER DENYING WITHDRAWAL OF REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933 ("Denial Order", Exhibit 1). American CryptoFed DAO is considering filing a motion to lift the Denial Order because the Denial Order does not comply with the US Supreme Court ruling in *Jones v. SEC*, 298 U.S. 1 (1936) cited below. In accordance with the Commission's January 6, 2022 Order, we want to ascertain your position on our motion to lift the Denial Order and set up a time to meet and confer to see if we can come to an agreement. Could you please let us know your

preliminary thoughts on this issue and some dates and times after July 11, 2022, to meet and confer?

As I stated, this letter is my second request for a date and time to meet and confer. If I do not receive your response by July 13, 2022, I will consider that you refuse to have the meet and confer pursuant to the Commission's January 6th, 2022 Order and therefore American CryptoFed will be able to file a Motion for Leave to File a Motion to Lift the Denial Order. From American CryptoFed's perspective, this motion is important, as you can see from my July 6, 2022 letter in which I outlined the facts, cited *Jones v. SEC*, and concluded at page 5-6 the following:

In accordance with the opinion of the Supreme Court in *Jones v. SEC*, 298 U.S. 1 (1936) below, not only the Denial Order is unlawful, but also all the subpoenas, the Motions to Seal and Under Seal Notices (Exhibit 7 – 12) initiated by the Division of the Enforcement based on the Denial Order, are also unlawful.

Therefore, as shown by the Supreme Court ruling in *Jones v. SEC*, the Commission, the Division of Enforcement and the Division of Corporation Finance should immediately lift the unlawful Denial Order and unlawful investigations through subpoenas and testimonies under the guise of “the public interest and the protection of investors”, while simultaneously the Division of Enforcement initiated two Motions to Seal to hide their investigative actions from the general public.

The unlawful Denial Order has enabled the Division of Enforcement to conduct unlawful search and investigations similar to a “police state” characterized by repressive governmental control of political, economic, and social life usually by an arbitrary exercise of power by police and especially secret police in place of regular operation of administrative and judicial organs of the government according to publicly known legal procedures.

About 84 years ago, the Supreme Court in *Jones v. SEC*, 298 U.S. 1 (1936) already anticipated the SEC's abuse of power now experienced by American CryptoFed, and rendered the following opinion regarding the SEC's abuse and unlawful extension of their regulatory power:

In re Pacific Ry. Comm'n involved the power of a Congressional commission to investigate the private affairs, books and papers of officers and employees of certain corporations indebted to the government. That commission called before it the president of one of these

corporations, required the production of private books and papers for inspection, and submitted interrogatories which the witness declined to answer. Acting under the statute, the commission sought a peremptory order from the circuit court to compel the witness to answer the interrogatories. The court, consisting of Mr. Justice Field, Circuit Judge Sawyer, and District Judge Sabin denied the motion of the district attorney for the order [27] and discharged the rule to show cause. Opinions were rendered *seriatim*, the principal one by Justice Field. The authority of the commission was definitely denied. That decision has frequently been cited and approved by this court. Judge Sawyer, in the course of his opinion (at p. 263), after observing that a bill in equity seeking a discovery upon general, loose and vague allegations is styled "a fishing bill," and will, at once, be dismissed on that ground (Story, Eq. Pl. § 325), said: "**A general, roving, offensive, inquisitorial, compulsory investigation, conducted by a commission without any allegations, upon no fixed principles, and governed by no rules of law, or of evidence, and no restrictions except its own will, or caprice, is unknown to our constitution and laws; and such an inquisition would be destructive of the rights of the citizen, and an intolerable tyranny. Let the power once be established, and there is no knowing, where the practice under it would end.**" at 27, *Jones v. SEC*, 298 U.S. 1 (1936), (Emphasis added).

I look forward to your written response.

Sincerely,

DocuSigned by:

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/s/ Scott Moeller

Scott Moeller

President, American CryptoFed DAO

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