

DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**PI WORKS, INCORPORATED;
PERSONAL INJURY WORKS, INC.;**
MICHAEL S. LANGHEINRICH,

RESPONDENTS

**RECOMMENDED ORDER ON MOTION
FOR DEFAULT**

**CASE NO. SD-11-0043
CASE NO. SD-11-0044
CASE NO. SD-11-0045**

BY THE PRESIDING OFFICER:

This adjudicative proceeding was initiated pursuant to a June 29, 2011 notice of agency action and order to show cause. Thereafter, the proceedings were stayed for a time. The stay was lifted on June 17, 2015, and Respondents were required to file a response to the Division's order to show cause within the ensuing 30-day period. As of the date of this order, Respondents have not filed a response.

An initial hearing was held on August 5, 2015. Respondents failed to appear.

Given the foregoing, the presiding officer finds that, pursuant to Utah Code § 63G-4-209(1)(b) and (c), proper factual and legal bases exist for entering a default order against Respondents.

RECOMMENDED ORDER

Based on the foregoing, the presiding officer recommends that the Utah Securities Commission accept the allegations outlined in the Division's order to show cause as being true, and find:

1. That the investment opportunities offered and sold by Respondents are securities under Utah Code Ann. § 61-1-13(1)(ee)(i);
2. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly made false statements to investors;
3. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly failed to disclose material information that was necessary in order to make representations made not misleading; and
4. That Respondents' actions, which constitute one or more violations of Utah Code Ann. § 61-1 et seq, are grounds for sanction under the Act.

The presiding officer further recommends that the Utah Securities Commission enter a default order against Respondents, requiring:

1. That Respondents cease and desist from engaging in any further conduct in violation of Utah Code Ann. § 61-1 et seq;

2. That Respondents pay a fine of \$361,642.50 to the Utah Division of Securities, with \$72,328.50 of the fine due and payable in full upon receipt of the final order and the remaining \$289,314 subject to offset for a period of 30 days following the date of the final order on a dollar-to-dollar basis for any restitution paid to investors;
3. That, should Respondents fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of the final order, the full \$361,642.50 fine become immediately due and payable, and subject to collection; and
4. That Respondent Langheinrich be permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

Finally, the presiding officer recommends that, upon entering the default order, the Utah Securities Commission dismiss any further proceedings in this case.

This recommended order shall be effective on the signature date below.

DATED this 5th day of August, 2015.


UTAH DEPARTMENT OF COMMERCE


Jennie T. Jonsson
Presiding Officer

CERTIFICATE OF DELIVERY

I hereby certify that on the 5th day of August, 2015, the undersigned hand delivered a true and correct copy of the foregoing RECOMMENDED ORDER ON MOTION FOR DEFAULT to the following:

Utah Securities Commission
c/o Keith Woodwell, Director, Utah Division of Securities
Heber M. Wells Building, 2nd Floor
Salt Lake City, UT

A handwritten signature in blue ink, reading "Jennifer J. Jones", is written over a horizontal line. The signature is cursive and extends to the right of the line.

DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**PI WORKS, INCORPORATED;
PERSONAL INJURY WORKS, INC.;**
MICHAEL S. LANGHEINRICH,

RESPONDENT

ORDER ON MOTION FOR DEFAULT

**CASE NO. SD-11-0043
CASE NO. SD-11-0044
CASE NO. SD-11-0045**

BY THE UTAH SECURITIES COMMISSION:

The presiding officer's August 5, 2015 recommended order on motion for default in this matter is hereby approved, confirmed, accepted, and entered by the Utah Securities Commission.

ORDER

Respondents are hereby ordered to cease and desist from engaging in any further conduct in violation of Utah Code § 61-1 et seq.

Respondents are hereby ordered to pay a fine of \$361,642.50 to the Utah Division of Securities. Of this total fine, \$72,328.50 is due and payable immediately upon receipt of this final order. The remaining \$289,314 is subject to offset during the 30-day period following the date of this order on a dollar-to-dollar basis for any restitution paid to investors.

Should Respondents fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of this order, the full \$361,642.50 fine becomes immediately due and payable, and subject to collection.

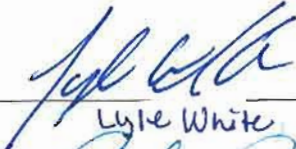
Respondent Langheinrich is hereby permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

All further proceedings in this case are dismissed. This dismissal does not relieve Respondents from complying with the terms of the default order.

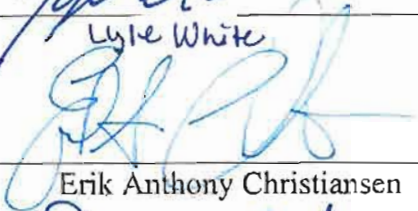
This order shall be effective on the signature date below.

DATED this 27th day of August, 2015


UTAH SECURITIES COMMISSION:



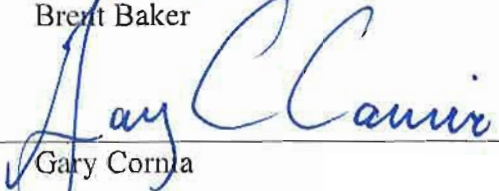
Lyle White




Erik Anthony Christiansen



Brent Baker



Gary Cornia



David Russon

NOTICE OF RIGHT TO ADMINISTRATIVE REVIEW

Agency review of this order may be obtained by filing a request for agency review with the Executive Director of the Department of Commerce, 160 East 300 South, Box 146701, Salt Lake City, Utah 84114-6701, within thirty (30) days after the date of this order. A motion to set aside the order may also be filed with the presiding officer. The agency action in this case was a formal proceeding. The laws and rules governing agency review of this proceeding are found in Section 63G-4-101 et seq. of the Utah Code, and Rule 151-4 of the Utah Administrative Code.

CERTIFICATE OF SERVICE

I hereby certify that on the ^{12th} day of ~~September~~ 2015 the undersigned served a true and correct copy of the foregoing ORDER ON MOTION FOR DEFAULT by mailing a copy through first-class mail, postage prepaid, to:

PI WORKS INC
PERSONAL INJURY WORKS INC
MICHAEL S LANGHEINRICH
123 VERSAILLES WAY
MIDVALE UT 84049

and caused a copy to be hand delivered to:

Tom Melton, Assistant Attorney General
Office of the Attorney General of Utah
Fifth Floor, Heber M. Wells Building
Salt Lake City, Utah

Utah Division of Securities
Second Floor, Heber M. Wells Building
Salt Lake City, Utah



DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**JOHN MURRAY WALL;
AVIVE MARKETING, LLC,**

RESPONDENTS

**RECOMMENDED ORDER ON MOTION
FOR DEFAULT**

**CASE NO. SD-13-0044
CASE NO. SD-13-0045**

BY THE PRESIDING OFFICER:

This adjudicative proceeding was initiated pursuant to an October 3, 2013 notice of agency action and order to show cause. Thereafter, the proceedings were stayed for a time. The stay was lifted on February 24, 2015, and Respondents were required to file a response to the Division's order to show cause within the ensuing 30-day period. As of the date of this order, Respondents have not filed a response.

An initial hearing was held on April 1, 2015. Respondents failed to appear. As of the date of this order, Respondents have made no effort to participate in these proceedings.

Given the foregoing, the presiding officer finds that, pursuant to Utah Code § 63G-4-209(1)(b) and (c), proper factual and legal bases exist for entering a default order against Respondents.

RECOMMENDED ORDER

Based on the foregoing, the presiding officer recommends that the Utah Securities Commission accept the allegations outlined in the Division's order to show cause as being true, and find:

1. That the investment opportunities offered and sold by Respondents are securities under Utah Code Ann. § 61-1-13(1)(ee)(i);
2. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly made false statements to investors;
3. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly failed to disclose material information that was necessary in order to make representations made not misleading; and
4. That Respondent's actions, which constitute one or more violations of Utah Code Ann. § 61-1 et seq, are grounds for sanction under the Act.

The presiding officer further recommends that the Utah Securities Commission enter a default order against Respondents, requiring:

1. That Respondents cease and desist from engaging in any further conduct in violation of Utah Code Ann. § 61-1 et seq;

2. That Respondents pay a fine of \$181,250 to the Utah Division of Securities, with \$36,250 of the fine due and payable in full upon receipt of the final order and the remaining \$145,000 subject to offset, for a period of 30 days following the date of the final order or as otherwise ordered in Respondent Wall's criminal case, on a dollar-to-dollar basis for any restitution paid to investors;
3. That, should Respondents fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of the final order or as otherwise ordered in Respondent Wall's criminal case, the full \$181,250 fine become immediately due and payable, and subject to collection; and
4. That Respondent Wall be permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

Finally, the presiding officer recommends that, upon entering the default order, the Utah Securities Commission dismiss any further proceedings in this case.

This recommended order shall be effective on the signature date below.

DATED this 2nd day of April, 2015.

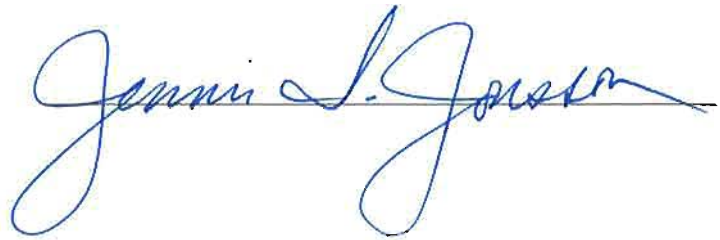
UTAH DEPARTMENT OF COMMERCE


Jennie T. Jonsson
Presiding Officer

CERTIFICATE OF DELIVERY

I hereby certify that on the 2nd day of April, 2015, the undersigned hand delivered a true and correct copy of the foregoing RECOMMENDED ORDER ON MOTION FOR DEFAULT to the following:

Utah Securities Commission
c/o Keith Woodwell, Director, Utah Division of Securities
Heber M. Wells Building, 2nd Floor
Salt Lake City, UT

A handwritten signature in blue ink, appearing to read "Jenni L. Gordon". The signature is written in a cursive style with a horizontal line extending from the end of the name.

DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**JOHN MURRAY WALL;
AVIVE MARKETING, LLC,**

RESPONDENTS

ORDER ON MOTION FOR DEFAULT

**CASE NO. SD-13-0044
CASE NO. SD-13-0045**

BY THE UTAH SECURITIES COMMISSION:

The presiding officer's April 2, 2015 recommended order on motion for default in this matter is hereby approved, confirmed, accepted, and entered by the Utah Securities Commission.

ORDER

Respondents are hereby ordered to cease and desist from engaging in any further conduct in violation of Utah Code § 61-1 et seq.

Respondents is hereby ordered to pay a fine of \$181,250 to the Utah Division of Securities. Of this total fine, \$35,250 is due and payable immediately upon receipt of this final order. The remaining \$145,000 is subject to offset, during the 30-day period following the date

of this order or as otherwise ordered in Respondent Wall's criminal case, on a dollar-to-dollar basis for any restitution paid to investors.

Should Respondent fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of this order or as otherwise ordered in Respondent Wall's criminal case, the full \$145,000 fine becomes immediately due and payable, and subject to collection.

Respondent Wall is hereby permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

All further proceedings in this case are dismissed. This dismissal does not relieve Respondent from complying with the terms of the default order.

This order shall be effective on the signature date below.

DATED this 27th day of August, 2015

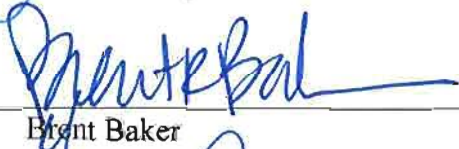
UTAH SECURITIES COMMISSION:



Lyle White




Erik Anthony Christiansen



Brent Baker



Gary Cornia



David Russon

NOTICE OF RIGHT TO ADMINISTRATIVE REVIEW

Agency review of this order may be obtained by filing a request for agency review with the Executive Director of the Department of Commerce, 160 East 300 South, Box 146701, Salt Lake City, Utah 84114-6701, within thirty (30) days after the date of this order. A motion to set aside the order may also be filed with the presiding officer. The agency action in this case was a formal proceeding. The laws and rules governing agency review of this proceeding are found in Section 63G-4-101 et seq. of the Utah Code, and Rule 151-4 of the Utah Administrative Code.

CERTIFICATE OF SERVICE

I hereby certify that on the 2nd day of September 2015 the undersigned served a true and correct copy of the foregoing ORDER ON MOTION FOR DEFAULT by mailing a copy through first-class mail, postage prepaid, to:

JOHN MURRAY WALL
AVIVE MARKETING, LLC
1651 W SILVER SPRINGS RD
PARK CITY UT 84098

and caused a copy to be hand delivered to:

Tom Melton, Assistant Attorney General
Office of the Attorney General of Utah
Fifth Floor, Heber M. Wells Building
Salt Lake City, Utah

Utah Division of Securities
Second Floor, Heber M. Wells Building
Salt Lake City, Utah



DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

THOMAS WOOLSTENHULME,

RESPONDENT

**RECOMMENDED ORDER ON MOTION
FOR DEFAULT**

CASE NO. SD-14-0003

BY THE PRESIDING OFFICER:

This adjudicative proceeding was initiated pursuant to a January 28, 2014 notice of agency action and order to show cause. Thereafter, the proceedings were stayed for a time. The stay was lifted on February 24, 2015, and Respondent was required to file a response to the Division's order to show cause within the ensuing 30-day period. As of the date of this order, Respondent has not filed a response.

An initial hearing was held on April 1, 2015. Respondent failed to appear. As of the date of this order, Respondent has made no effort to participate in these proceedings since the stay was entered.

Given the foregoing, the presiding officer finds that, pursuant to Utah Code § 63G-4-209(1)(b) and (c), proper factual and legal bases exist for entering a default order against Respondent.

RECOMMENDED ORDER

Based on the foregoing, the presiding officer recommends that the Utah Securities Commission accept the allegations outlined in the Division's order to show cause as being true, and find:

1. That the investment opportunities offered and sold by Respondent are securities under Utah Code Ann. § 61-1-13(1)(ee)(i);
2. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondent directly or indirectly made false statements to investors;
3. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondent directly or indirectly failed to disclose material information that was necessary in order to make representations made not misleading; and
4. That Respondent's actions, which constitute one or more violations of Utah Code Ann. § 61-1 et seq, are grounds for sanction under the Act.

The presiding officer further recommends that the Utah Securities Commission enter a default order against Respondent, requiring:

1. That Respondent cease and desist from engaging in any further conduct in violation of Utah Code Ann. § 61-1 et seq;

2. That Respondent pay a fine of \$30,000 to the Utah Division of Securities, with \$10,000 of the fine due and payable in full upon receipt of the final order and the remaining \$20,000 subject to offset on a dollar-to-dollar basis for any restitution paid to investors pursuant to the restitution order issued in Respondent's criminal case;
3. That, should Respondent fail to provide proof of restitution payment(s) to investors as ordered in his criminal case, the full \$30,000 fine become immediately due and payable, and subject to collection; and
4. That Respondent be permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

Finally, the presiding officer recommends that, upon entering the default order, the Utah Securities Commission dismiss any further proceedings in this case.

This recommended order shall be effective on the signature date below.

DATED this 2nd day of April, 2015.

UTAH DEPARTMENT OF COMMERCE


Jennie T. Jonsson
Presiding Officer

CERTIFICATE OF DELIVERY

I hereby certify that on the 2nd day of April, 2015, the undersigned hand delivered a true and correct copy of the foregoing RECOMMENDED ORDER ON MOTION FOR DEFAULT to the following:

Utah Securities Commission
c/o Keith Woodwell, Director, Utah Division of Securities
Heber M. Wells Building, 2nd Floor
Salt Lake City, UT

A handwritten signature in blue ink, reading "Jamin A. Johnson", is written over a horizontal line.

DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

THOMAS WOOLSTENHULME

RESPONDENT

ORDER ON MOTION FOR DEFAULT

CASE NO. SD-14-0003

BY THE UTAH SECURITIES COMMISSION:

The presiding officer's April 2, 2015 recommended order on motion for default in this matter is hereby approved, confirmed, accepted, and entered by the Utah Securities Commission.

ORDER

Respondent is hereby ordered to cease and desist from engaging in any further conduct in violation of Utah Code § 61-1 et seq.

Respondent is hereby ordered to pay a fine of \$30,000 to the Utah Division of Securities. Of this total fine, \$10,000 of the fine is due and payable in full upon receipt of the final order and the remaining \$20,000 is subject to offset on a dollar-to-dollar basis for any restitution paid to investors pursuant to the restitution order issued in Respondent's criminal case.

Should Respondent fail to provide proof of restitution payment(s) to investors as ordered in his criminal case, the full \$30,000 fine becomes immediately due and payable, and subject to collection.

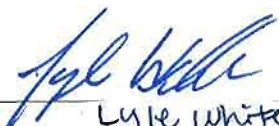
Respondent is hereby permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

All further proceedings in this case are dismissed. This dismissal does not relieve Respondent from complying with the terms of the default order.

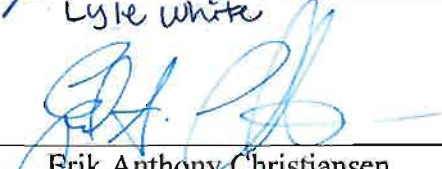
This order shall be effective on the signature date below.

DATED this 27th day of August, 2015


UTAH SECURITIES COMMISSION:



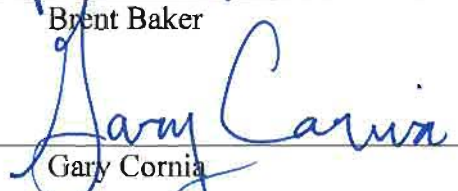
Lyle White




Erik Anthony Christiansen



Brent Baker



Gary Cornia



David Russon

NOTICE OF RIGHT TO ADMINISTRATIVE REVIEW

Agency review of this order may be obtained by filing a request for agency review with the Executive Director of the Department of Commerce, 160 East 300 South, Box 146701, Salt Lake City, Utah 84114-6701, within thirty (30) days after the date of this order. A motion to set aside the order may also be filed with the presiding officer. The agency action in this case was a formal proceeding. The laws and rules governing agency review of this proceeding are found in Section 63G-4-101 et seq. of the Utah Code, and Rule 151-4 of the Utah Administrative Code.

CERTIFICATE OF SERVICE

I hereby certify that on the 1st day of September 2015 the undersigned served a true and correct copy of the foregoing ORDER ON MOTION FOR DEFAULT by mailing a copy through first-class mail, postage prepaid, to:

THOMAS WOOLSTENHULME
C/O JOHN WEBSTER
5093 S 1500 W
RIVERDALE UT 84405

and caused a copy to be hand delivered to:

Tom Melton, Assistant Attorney General
Office of the Attorney General of Utah
Fifth Floor, Heber M. Wells Building
Salt Lake City, Utah

Utah Division of Securities
Second Floor, Heber M. Wells Building
Salt Lake City, Utah



DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**INGEBORG DEL VECHIL, aka
INGEBORG KELLY, aka ANN
DELVECHIO;
RONALD DAVID MCEWEN,**

RESPONDENTS

**RECOMMENDED ORDER ON MOTION
FOR DEFAULT**

CASE NO. SD-15-0011

CASE NO. SD-15-0012

BY THE PRESIDING OFFICER:

This adjudicative proceeding was initiated pursuant to a May 4, 2015 notice of agency action and order to show cause. Respondents were required to file a response to the Division's order to show cause within the ensuing 30-day period. As of the date of this order, Respondents have not filed a response.

An initial hearing was held on June 3, 2015. Respondents failed to appear. As of the date of this order, Respondents have made no effort to participate in these proceedings.

Given the foregoing, the presiding officer finds that, pursuant to Utah Code § 63G-4-209(1)(b) and (c), proper factual and legal bases exist for entering a default order against Respondents.

RECOMMENDED ORDER

Based on the foregoing, the presiding officer recommends that the Utah Securities Commission accept the allegations outlined in the Division's order to show cause as being true, and find:

1. That the investment opportunities offered and sold by Respondents are securities under Utah Code Ann. § 61-1-13(1)(ee)(i);
2. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly made false statements to investors;
3. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly failed to disclose material information that was necessary in order to make representations made not misleading; and
4. That Respondents' actions, which constitute one or more violations of Utah Code Ann. § 61-1 et seq, are grounds for sanction under the Act.

The presiding officer further recommends that the Utah Securities Commission enter a default order against Respondent, requiring:

1. That Respondents cease and desist from engaging in any further conduct in violation of Utah Code Ann. § 61-1 et seq;

2. That Respondent Ingeborg Del Vechil, aka Ingeborg Kelly, aka Ann Delvechio pay a fine of \$5,000 to the Utah Division of Securities, due and payable in full upon receipt of the final order;
3. That Respondent Ronald David McEwen pay a fine of \$5,000 to the Utah Division of Securities, due and payable in full upon receipt of the final order;
4. That both Respondents be permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

Finally, the presiding officer recommends that, upon entering the default order, the Utah Securities Commission dismiss any further proceedings in this case.

This recommended order shall be effective on the signature date below.

DATED this 9th day of June, 2015.

UTAH DEPARTMENT OF COMMERCE


Jennie T. Jonsson
Presiding Officer

CERTIFICATE OF DELIVERY

I hereby certify that on the 9th day of June, 2015, the undersigned hand delivered a true and correct copy of the foregoing RECOMMENDED ORDER ON MOTION FOR DEFAULT to the following:

Utah Securities Commission
c/o Keith Woodwell, Director, Utah Division of Securities
Heber M. Wells Building, 2nd Floor
Salt Lake City, UT


3

DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**INGEBORG DEL VECHIL, aka
INGEBORG KELLY, aka ANN
DELVECHIO;
RONALD DAVID MCEWEN,**

RESPONDENTS

ORDER ON MOTION FOR DEFAULT

CASE NO. SD-15-0011

CASE NO. SD-15-0012

BY THE UTAH SECURITIES COMMISSION:

The presiding officer's June 9, 2015 recommended order on motion for default in this matter is hereby approved, confirmed, accepted, and entered by the Utah Securities Commission.

ORDER

Respondents are hereby ordered to cease and desist from engaging in any further conduct in violation of Utah Code § 61-1 et seq.

Respondent Ingeborg Del Vechil, aka Ingeborg Kelly, aka Ann Delvechio is hereby ordered to pay a fine of \$5,000 to the Utah Division of Securities, due and payable immediately upon receipt of this final order.

Respondent Ronald David McEwen is hereby ordered to pay a fine of \$5,000 to the Utah Division of Securities, due and payable immediately upon receipt of this final order.

Respondent Ingeborg Del Vechil, aka Ingeborg Kelly, aka Ann Delvechio is hereby permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

Respondent Ronald David McEwen is hereby permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

All further proceedings in this case are dismissed. This dismissal does not relieve Respondent from complying with the terms of the default order.

This order shall be effective on the signature date below.

DATED this 27th day of August, 2015

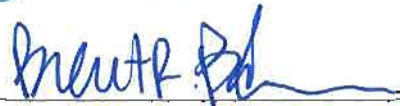
UTAH SECURITIES COMMISSION:



Kyle White



Erik Anthony Christiansen



Brent Baker



Gary Cornia



David Russon

NOTICE OF RIGHT TO ADMINISTRATIVE REVIEW

Agency review of this order may be obtained by filing a request for agency review with the Executive Director of the Department of Commerce, 160 East 300 South, Box 146701, Salt Lake City, Utah 84114-6701, within thirty (30) days after the date of this order. A motion to set aside the order may also be filed with the presiding officer. The agency action in this case was a formal proceeding. The laws and rules governing agency review of this proceeding are found in Section 63G-4-101 et seq. of the Utah Code, and Rule 151-4 of the Utah Administrative Code.

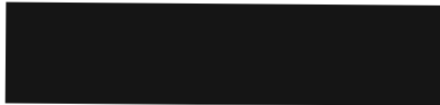
CERTIFICATE OF SERVICE

I hereby certify that on the 2nd day of September 2015 the undersigned served a true and correct copy of the foregoing ORDER ON MOTION FOR DEFAULT by mailing a copy through first-class mail, postage prepaid, to:

STEPHEN SHAPIRO
ATTORNEY FOR INGEBORG DEL VECHIL
5242 S COLLEGE DR STE 190
MURRAY UT 84123



JOHN K WEST
SALT LAKE LEGAL DEFENDERS
ATTORNEY FOR RONALD MCEWEN
424 E 500 S STE 300
SALT LAKE CITY UT 84111



and caused a copy to be hand delivered to:

Tom Melton, Assistant Attorney General
Office of the Attorney General of Utah
Fifth Floor, Heber M. Wells Building
Salt Lake City, Utah

Utah Division of Securities
Second Floor, Heber M. Wells Building
Salt Lake City, Utah



DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**DWIGHT SHANE BALDWIN, CRD #4790167;
SILVERLEAF FINANCIAL, LLC;
SILVERLEAF EQUITABLE, LLC;
SILVERLEAF THORNTON, LLC;
SILVERLEAF ACQUISITION HOLDINGS;
HENDERSON PROMENADE HOLDING, LLC;
TRAILHEAD LODGE ACQUISITIONS, LLC,**

RESPONDENTS

**RECOMMENDED ORDER ON
MOTION FOR DEFAULT**

**CASE NO. SD-15-0013
CASE NO. SD-15-0014
CASE NO. SD-15-0015
CASE NO. SD-15-0016
CASE NO. SD-15-0017
CASE NO. SD-15-0018
CASE NO. SD-15-0019**

BY THE PRESIDING OFFICER:

This adjudicative proceeding was initiated pursuant to a May 14, 2015 notice of agency action and order to show cause. Respondents were required to file a response to the Division's order to show cause within the ensuing 30-day period. As of the date of this order, Respondents have not filed a response.

An initial hearing was held on July 1, 2015. Respondents failed to appear. As of the date of this order, Respondents have made no effort to participate in these proceedings.

Given the foregoing, the presiding officer finds that, pursuant to Utah Code § 63G-4-209(1)(b) and (c), proper factual and legal bases exist for entering a default order against Respondents.

RECOMMENDED ORDER

Based on the foregoing, the presiding officer recommends that the Utah Securities Commission accept the allegations outlined in the Division's order to show cause as being true, and find:

1. That the investment opportunities offered and sold by Respondents are securities under Utah Code Ann. § 61-1-13(1)(ee)(i);
2. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly made false statements to investors;
3. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly failed to disclose material information that was necessary in order to make representations made not misleading;
4. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(3), Respondents engaged in an act, practice of course of business that operated as a fraud or deceit upon a person;
5. That in connection with the offer and sale of securities to investors, and in violation of Utah Code Ann. § 61-6-6(2)(a)(F)(I), Respondents engaged in or continued a conduct or practice that was prohibited by the Division pursuant to an order issued May 25, 2010; and

6. That Respondents' actions, which constitute one or more violations of Utah Code Ann. § 61-1 et seq, are grounds for sanction under the Act.

The presiding officer further recommends that the Utah Securities Commission enter a default order against Respondents, requiring:


1. That Respondents cease and desist from engaging in any further conduct in violation of Utah Code Ann. § 61-1 et seq;
2. That Respondents pay a fine of \$19,481,698.75 to the Utah Division of Securities, with \$3,896,339.75 of the fine due and payable in full upon receipt of the final order and the remaining \$15,585,359 subject to offset for a period of 30 days following the date of the final order on a dollar-to-dollar basis for any restitution paid to investors;
3. That, should Respondents fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of the final order, the full \$19,481,698.75 fine become immediately due and payable, and subject to collection; and
4. That Respondent Baldwin be permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

Finally, the presiding officer recommends that, upon entering the default order, the Utah Securities Commission dismiss any further proceedings in this case.

This recommended order shall be effective on the signature date below.

DATED this 18th day of July, 2015.

UTAH DEPARTMENT OF COMMERCE


Jennie T. Jonsson
Presiding Officer

CERTIFICATE OF DELIVERY

I hereby certify that on the 18th day of July, 2015, the undersigned hand delivered a true and correct copy of the foregoing RECOMMENDED ORDER ON MOTION FOR DEFAULT to the following:

Utah Securities Commission
c/o Keith Woodwell, Director, Utah Division of Securities
Heber M. Wells Building, 2nd Floor
Salt Lake City, UT



DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**DWIGHT SHANE BALDWIN, CRD #4790167;
SILVERLEAF FINANCIAL, LLC;
SILVERLEAF EQUITABLE, LLC;
SILVERLEAF THORNTON, LLC;
SILVERLEAF ACQUISITION HOLDINGS;
HENDERSON PROMENADE HOLDING, LLC;
TRAILHEAD LODGE ACQUISITIONS, LLC,**

RESPONDENTS

**ORDER ON MOTION FOR
DEFAULT**

**CASE NO. SD-15-0013
CASE NO. SD-15-0014
CASE NO. SD-15-0015
CASE NO. SD-15-0016
CASE NO. SD-15-0017
CASE NO. SD-15-0018
CASE NO. SD-15-0019**

BY THE UTAH SECURITIES COMMISSION:

The presiding officer's July 1, 2015 recommended order on motion for default in this matter is hereby approved, confirmed, accepted, and entered by the Utah Securities Commission.

ORDER

Respondents are hereby ordered to cease and desist from engaging in any further conduct in violation of Utah Code § 61-1 et seq.

Respondents are hereby ordered to pay a fine of \$19,481,698.75 to the Utah Division of Securities. Of this total fine, \$3,896,339.75 is due and payable immediately upon receipt of this final order. The remaining \$15,585,359 is subject to offset during the 30-day period following the date of this order on a dollar-to-dollar basis for any restitution paid to investors.

Should Respondents fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of this order, the full \$19,481,698.75 fine becomes immediately due and payable, and subject to collection.

Respondent Baldwin is hereby permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

All further proceedings in this case are dismissed. This dismissal does not relieve Respondents from complying with the terms of the default order.

This order shall be effective on the signature date below.

DATED this 27th day of August, 2015

UTAH SECURITIES COMMISSION:



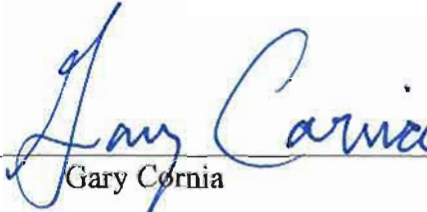
Lyle White




Erik Anthony Christiansen



Brent Baker



Gary Cornia



David Russon

NOTICE OF RIGHT TO ADMINISTRATIVE REVIEW

Agency review of this order may be obtained by filing a request for agency review with the Executive Director of the Department of Commerce, 160 East 300 South, Box 146701, Salt Lake City, Utah 84114-6701, within thirty (30) days after the date of this order. A motion to set aside the order may also be filed with the presiding officer. The agency action in this case was a formal proceeding. The laws and rules governing agency review of this proceeding are found in Section 63G-4-101 et seq. of the Utah Code, and Rule 151-4 of the Utah Administrative Code.

CERTIFICATE OF SERVICE

I hereby certify that on the 1st day of September 2015 the undersigned served a true and correct copy of the foregoing ORDER ON MOTION FOR DEFAULT by mailing a copy through first-class mail, postage prepaid, to:



SILVERLEAF THORNTON
ATTN DWIGHT SHANE BALDWIN
224 S 200 W #110
SALT LAKE CITY UT 84101

DWIGHT SHANE BALDWIN
C/O EARL XAIZ ESQ
175 E 400 S STE 400
SALT LAKE CITY UT 84111

HENDERSON PROMENADE HOLDINGS
ATTN DWIGHT SHANE BALDWIN
224 S 200 W #110
SALT LAKE CITY UT 84101

SILVERLEAF FINANCIAL
ATTN DWIGHT SHANE BALDWIN
224 S 200 W #110
SALT LAKE CITY UT 84101

TRAILHEAD LODGE ACQUISITIONS
ATTN MARK STAPLES
224 S 200 W #110
SALT LAKE CITY UT 84101

SILVERLEAF EQUITABLE
ATTN DWIGHT SHANE BALDWIN
224 S 200 W #110
SALT LAKE CITY UT 84101

SILVERLEAF ACQUISITION HOLDINGS
ATTN STEPHEN L BLASER
1768 RIDGE POINT DR
BOUNTIFUL UT 84010

and caused a copy to be hand delivered to:

Tom Melton, Assistant Attorney General
Office of the Attorney General of Utah
Fifth Floor, Heber M. Wells Building
Salt Lake City, Utah

Utah Division of Securities
Second Floor, Heber M. Wells Building
Salt Lake City, Utah

A handwritten signature in blue ink, reading "Rebecca Clauer", written over a horizontal line.

DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

JEFFREY L. MILLER,

RESPONDENT

**RECOMMENDED ORDER ON MOTION
FOR DEFAULT**

CASE NO. SD-15-0020

BY THE PRESIDING OFFICER:

This adjudicative proceeding was initiated pursuant to a May 18, 2015 notice of agency action and order to show cause. Respondent was required to file a response to the Division's order to show cause within the ensuing 30-day period. As of the date of this order, Respondent has not filed a response.

An initial hearing was held on July 1, 2015. Respondent failed to appear.

Given the foregoing, the presiding officer finds that, pursuant to Utah Code § 63G-4-209(1)(b) and (c), proper factual and legal bases exist for entering a default order against Respondent.

RECOMMENDED ORDER

Based on the foregoing, the presiding officer recommends that the Utah Securities Commission accept the allegations outlined in the Division's order to show cause as being true, and find:

1. That the investment opportunities offered and sold by Respondent are securities under Utah Code Ann. § 61-1-13(1)(ee)(i);
2. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondent directly or indirectly made false statements to investors;
3. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondent directly or indirectly failed to disclose material information that was necessary in order to make representations made not misleading; and
4. That Respondent's actions, which constitute one or more violations of Utah Code Ann. § 61-1 et seq, are grounds for sanction under the Act.

The presiding officer further recommends that the Utah Securities Commission enter a default order against Respondent, requiring:

1. That Respondent cease and desist from engaging in any further conduct in violation of Utah Code Ann. § 61-1 et seq;
2. That Respondent pay a fine of \$154,812.50 to the Utah Division of Securities, with \$30,962.50 of the fine due and payable in full upon receipt of the final order and the remaining \$123,850 subject to offset for a period of 30 days following the date of the final order on a dollar-to-dollar basis for any restitution paid to investors;


3. That, should Respondent fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of the final order, the full \$154,812.50 fine become immediately due and payable, and subject to collection; and
4. That Respondent be permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

Finally, the presiding officer recommends that, upon entering the default order, the Utah Securities Commission dismiss any further proceedings in this case.

This recommended order shall be effective on the signature date below.

DATED this 18th day of July, 2015.

UTAH DEPARTMENT OF COMMERCE


Jennie T. Jonsson
Presiding Officer

CERTIFICATE OF DELIVERY

I hereby certify that on the 18th day of July, 2015, the undersigned hand delivered a true and correct copy of the foregoing RECOMMENDED ORDER ON MOTION FOR DEFAULT to the following:

Utah Securities Commission
c/o Keith Woodwell, Director, Utah Division of Securities
Heber M. Wells Building, 2nd Floor
Salt Lake City, UT



DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF
JEFFREY L. MILLER,
RESPONDENT

ORDER ON MOTION FOR DEFAULT
CASE NO. SD-15-0020

BY THE UTAH SECURITIES COMMISSION:

The presiding officer's July 1, 2015 recommended order on motion for default in this matter is hereby approved, confirmed, accepted, and entered by the Utah Securities Commission.

ORDER

Respondent is hereby ordered to cease and desist from engaging in any further conduct in violation of Utah Code § 61-1 et seq.

Respondent is hereby ordered to pay a fine of \$154,812.50 to the Utah Division of Securities. Of this total fine, \$30,962.50 is due and payable immediately upon receipt of this final order. The remaining \$123,850 is subject to offset during the 30-day period following the date of this order on a dollar-to-dollar basis for any restitution paid to investors.

Should Respondent fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of this order, the full \$123,850 fine becomes immediately due and payable, and subject to collection.


Respondent is hereby permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.


All further proceedings in this case are dismissed. This dismissal does not relieve Respondent from complying with the terms of the default order.


This order shall be effective on the signature date below.

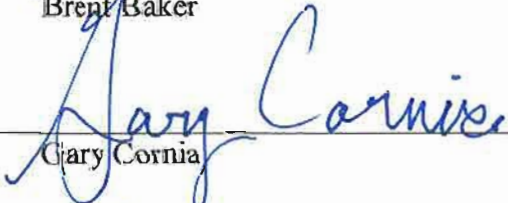
DATED this 27th day of August, 2015


UTAH SECURITIES COMMISSION:


Lyle White


Erik Anthony Christiansen


Brent Baker


Gary Cornia

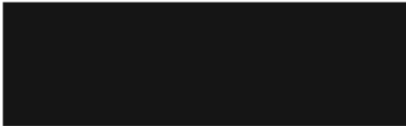

David Russon

NOTICE OF RIGHT TO ADMINISTRATIVE REVIEW

Agency review of this order may be obtained by filing a request for agency review with the Executive Director of the Department of Commerce, 160 East 300 South, Box 146701, Salt Lake City, Utah 84114-6701, within thirty (30) days after the date of this order. A motion to set aside the order may also be filed with the presiding officer. The agency action in this case was a formal proceeding. The laws and rules governing agency review of this proceeding are found in Section 63G-4-101 et seq. of the Utah Code, and Rule 151-4 of the Utah Administrative Code.

CERTIFICATE OF SERVICE

I hereby certify that on the 1st day of September 2015 the undersigned served a true and correct copy of the foregoing ORDER ON MOTION FOR DEFAULT by mailing a copy through first-class mail, postage prepaid, to:



and caused a copy to be hand delivered to:

Tom Melton, Assistant Attorney General
Office of the Attorney General of Utah
Fifth Floor, Heber M. Wells Building
Salt Lake City, Utah

Utah Division of Securities
Second Floor, Heber M. Wells Building
Salt Lake City, Utah

A handwritten signature in blue ink, appearing to read "Lee Ann Carson", written over a horizontal line.

DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**RONENDRA NATH HAZARIKA;
MOLECULAR MEDIATION, LLC,**

RESPONDENTS

**RECOMMENDED ORDER ON MOTION
FOR DEFAULT**

CASE NO. SD-15-0021

CASE NO. SD-15-0022

BY THE PRESIDING OFFICER:

This adjudicative proceeding was initiated pursuant to a May 26, 2015 notice of agency action and order to show cause. Respondents failed to file a response to the Division's order to show cause within the ensuing 30-day period, and the Division stipulated to a July 14, 2015 response deadline. However, as of the date of this order, Respondents have not filed a response.

Initial hearings were held on July 1, 2015 and July 15, 2015. Respondents failed to appear.

Given the foregoing, the presiding officer finds that, pursuant to Utah Code § 63G-4-209(1)(b) and (c), proper factual and legal bases exist for entering a default order against Respondents.

RECOMMENDED ORDER

Based on the foregoing, the presiding officer recommends that the Utah Securities Commission accept the allegations outlined in the Division's order to show cause as being true, and find:

1. That the investment opportunities offered and sold by Respondents are securities under Utah Code Ann. § 61-1-13(1)(ee)(i);
2. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly failed to disclose material information that was necessary in order to make representations made not misleading;
3. That, in violation of Utah Code Ann. § 61-1-7, Respondents sold or offered to sell a security without first registering it with the Division or providing notice that the security was covered federally; and
4. That Respondents' actions, which constitute one or more violations of Utah Code Ann. § 61-1 et seq, are grounds for sanction under the Act.

The presiding officer further recommends that the Utah Securities Commission enter a default order against Respondents, requiring:

1. That Respondents cease and desist from engaging in any further conduct in violation of Utah Code Ann. § 61-1 et seq;
2. That Respondents pay a fine of \$125,000 to the Utah Division of Securities, with \$25,000 of the fine due and payable in full upon receipt of the final order and the remaining \$100,000 subject to offset for a period of 30 days following the date of the final order on a dollar-to-dollar basis for any restitution paid to investors;

3. That, should Respondents fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of the final order, the full \$125,000 fine become immediately due and payable, and subject to collection; and
4. That Respondent Hazarika be permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

Finally, the presiding officer recommends that, upon entering the default order, the Utah Securities Commission dismiss any further proceedings in this case.

This recommended order shall be effective on the signature date below.

DATED this 15th day of July, 2015.

UTAH DEPARTMENT OF COMMERCE


Jennie T. Jonsson
Presiding Officer

CERTIFICATE OF DELIVERY

I hereby certify that on the 15th day of July, 2015, the undersigned hand delivered a true and correct copy of the foregoing RECOMMENDED ORDER ON MOTION FOR DEFAULT to the following:

Utah Securities Commission
c/o Keith Woodwell, Director, Utah Division of Securities
Heber M. Wells Building, 2nd Floor
Salt Lake City, UT

and provided a courtesy copy by electronic mail to:

RONENDRA NATH HAZARIKA
MOLECULAR MEDIATION, LLC
[REDACTED]

Mark Pugsley
mpugsley@rqn.com

A handwritten signature in blue ink, reading "Justin A. Janson", is written over a horizontal line.

DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**RONENDRA NATH HAZARIKA;
MOLECULAR MEDIATION, LLC,**

RESPONDENTS

ORDER ON MOTION FOR DEFAULT

**CASE NO. SD-15-0021
CASE NO. SD-15-0022**

BY THE UTAH SECURITIES COMMISSION:

The presiding officer's July 15, 2015 recommended order on motion for default in this matter is hereby approved, confirmed, accepted, and entered by the Utah Securities Commission.

ORDER

Respondents are hereby ordered to cease and desist from engaging in any further conduct in violation of Utah Code § 61-1 et seq.

Respondents are hereby ordered to pay a fine of \$125,000 to the Utah Division of Securities. Of this total fine, \$25,000 is due and payable immediately upon receipt of this final order. The remaining \$100,000 is subject to offset during the 30-day period following the date of this order on a dollar-to-dollar basis for any restitution paid to investors.

Should Respondents fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of this order, the full \$125,000 fine becomes immediately due and payable, and subject to collection.


Respondent Hazarika is hereby permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

All further proceedings in this case are dismissed. This dismissal does not relieve Respondents from complying with the terms of the default order.


This order shall be effective on the signature date below.

DATED this 27th day of August, 2015


UTAH SECURITIES COMMISSION:



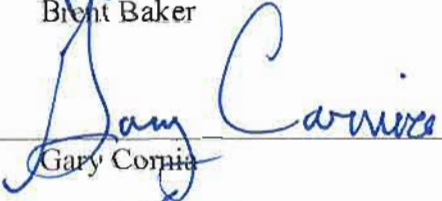
Kyle White




Erik Anthony Christiansen



Brent Baker



Gary Cornia



David Russon

NOTICE OF RIGHT TO ADMINISTRATIVE REVIEW

Agency review of this order may be obtained by filing a request for agency review with the Executive Director of the Department of Commerce, 160 East 300 South, Box 146701, Salt Lake City, Utah 84114-6701, within thirty (30) days after the date of this order. A motion to set aside the order may also be filed with the presiding officer. The agency action in this case was a formal proceeding. The laws and rules governing agency review of this proceeding are found in Section 63G-4-101 et seq. of the Utah Code, and Rule 151-4 of the Utah Administrative Code.

CERTIFICATE OF SERVICE

I hereby certify that on the 1st day of September 2015 the undersigned served a true and correct copy of the foregoing ORDER ON MOTION FOR DEFAULT by mailing a copy through first-class mail, postage prepaid, to:



MOLECULAR MEDIATION LLC
3422 OLD CAPITOL TRAIL STE 1627
WILMINGTON DE 19808

and by e-mailing a copy to:

RONENDRA NATH HAZARIKA
MOLECULAR MEDIATION LLC



and by hand delivering a copy to:

Tom Melton, Assistant Attorney General
Office of the Attorney General of Utah
Fifth Floor, Heber M. Wells Building
Salt Lake City, Utah

Utah Division of Securities
Second Floor, Heber M. Wells Building
Salt Lake City, Utah



DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**BENJAMIN MICHAEL PETERSEN;
MONARCH GLOBAL, LLC;
ATLAS MANAGEMENT GROUP, LLC,**

RESPONDENTS

**RECOMMENDED ORDER ON MOTION
FOR DEFAULT**

**CASE NO. SD-15-0031
CASE NO. SD-15-0033
CASE NO. SD-15-0034**

BY THE PRESIDING OFFICER:

This adjudicative proceeding was initiated pursuant to a May 29, 2015 notice of agency action and order to show cause. Respondents were required to file a response to the Division's order to show cause within the ensuing 30-day period. As of the date of this order, Respondents have not filed a response.

An initial hearing was held on July 1, 2015. Respondents failed to appear. As of the date of this order, Respondents have made no effort to participate in these proceedings.

Given the foregoing, the presiding officer finds that, pursuant to Utah Code § 63G-4-209(1)(b) and (c), proper factual and legal bases exist for entering a default order against Respondents.

RECOMMENDED ORDER

Based on the foregoing, the presiding officer recommends that the Utah Securities Commission accept the allegations outlined in the Division's order to show cause as being true, and find:

1. That the investment opportunities offered and sold by Respondents are securities under Utah Code Ann. § 61-1-13(1)(ee)(i);
2. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(3), Respondents engaged in an act, practice of course of business that operated as a fraud or deceit upon a person;
3. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly made false statements to investors;
4. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly failed to disclose material information that was necessary in order to make representations made not misleading; and
5. That Respondents' actions, which constitute one or more violations of Utah Code Ann. § 61-1 et seq, are grounds for sanction under the Act.

The presiding officer further recommends that the Utah Securities Commission enter a default order against Respondents, requiring:

1. That Respondents cease and desist from engaging in any further conduct in violation of Utah Code Ann. § 61-1 et seq;
2. That Respondents pay a fine of \$271,824.50 to the Utah Division of Securities, with \$54,364.90 of the fine due and payable in full upon receipt of the final order and the remaining \$217,459.60 subject to offset for a period of 30 days following the date of the final order on a dollar-to-dollar basis for any restitution paid to investors;
3. That, should Respondents fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of the final order, the full \$271,824.50 fine become immediately due and payable, and subject to collection; and
4. That Respondent Petersen be permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

Finally, the presiding officer recommends that, upon entering the default order, the Utah Securities Commission dismiss any further proceedings in this case.

This recommended order shall be effective on the signature date below.

DATED this 18th day of July, 2015.

UTAH DEPARTMENT OF COMMERCE


Jennie T. Jonsson
Presiding Officer

CERTIFICATE OF DELIVERY

I hereby certify that on the 18th day of July, 2015, the undersigned hand delivered a true and correct copy of the foregoing RECOMMENDED ORDER ON MOTION FOR DEFAULT to the following:

Utah Securities Commission
c/o Keith Woodwell, Director, Utah Division of Securities
Heber M. Wells Building, 2nd Floor
Salt Lake City, UT

A handwritten signature in blue ink, reading "Jenni L. Jensen", is written over a horizontal line.

DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**BENJAMIN MICHAEL PETERSEN;
MONARCH GLOBAL, LLC;
ATLAS MANAGEMENT GROUP, LLC,**

RESPONDENTS

ORDER ON MOTION FOR DEFAULT

**CASE NO. SD-15-0031
CASE NO. SD-15-0033
CASE NO. SD-15-0034**

BY THE UTAH SECURITIES COMMISSION:

The presiding officer's July 1, 2015 recommended order on motion for default in this matter is hereby approved, confirmed, accepted, and entered by the Utah Securities Commission.

ORDER

Respondents are hereby ordered to cease and desist from engaging in any further conduct in violation of Utah Code § 61-1 et seq.

Respondents are hereby ordered to pay a fine of \$271,824.50 to the Utah Division of Securities. Of this total fine, \$54,364.90 is due and payable immediately upon receipt of this final order. The remaining \$217,459.60 is subject to offset during the 30-day period following the date of this order on a dollar-to-dollar basis for any restitution paid to investors.

Should Respondents fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of this order, the full \$271,824.50 fine becomes immediately due and payable, and subject to collection.


Respondent Petersen is hereby permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

All further proceedings in this case are dismissed. This dismissal does not relieve Respondents from complying with the terms of the default order.

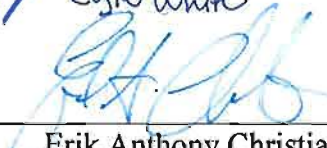
This order shall be effective on the signature date below.

DATED this 27th day of August, 2015

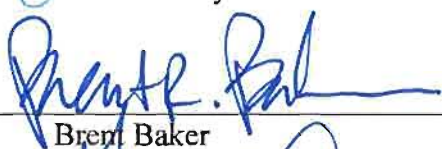
UTAH SECURITIES COMMISSION:



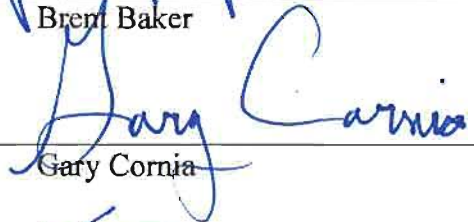
Lyle White




Erik Anthony Christiansen



Brent Baker



Gary Cornia



David Russon

NOTICE OF RIGHT TO ADMINISTRATIVE REVIEW

Agency review of this order may be obtained by filing a request for agency review with the Executive Director of the Department of Commerce, 160 East 300 South, Box 146701, Salt Lake City, Utah 84114-6701, within thirty (30) days after the date of this order. A motion to set aside the order may also be filed with the presiding officer. The agency action in this case was a formal proceeding. The laws and rules governing agency review of this proceeding are found in Section 63G-4-101 et seq. of the Utah Code, and Rule 151-4 of the Utah Administrative Code.

CERTIFICATE OF SERVICE

I hereby certify that on the 21st day of September 2015 the undersigned served a true and correct copy of the foregoing ORDER ON MOTION FOR DEFAULT by mailing a copy through first-class mail, postage prepaid, to:



ATLAS MANAGEMENT GROUP, LLC
ATTN BEN PETERSEN
4473 W 10600 N
HIGHLAND UT 84003

MONARCH GLOBAL LLC
ATTN RHEES J STANTYN
10421 S JORDAN GATEWAY #600
SOUTH JORDAN UT 84095

and caused a copy to be hand delivered to:

Tom Melton, Assistant Attorney General
Office of the Attorney General of Utah
Fifth Floor, Heber M. Wells Building
Salt Lake City, Utah

Utah Division of Securities
Second Floor, Heber M. Wells Building
Salt Lake City, Utah



DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

JOSEPH G. MUNGER;
~~MICHELLE D. PADUDA;~~
MODERN HEALTH ASSOCIATES, LLC,

RESPONDENTS

**RECOMMENDED ORDER ON MOTION
FOR DEFAULT**

CASE NO. SD-15-0023
CASE NO. SD-15-0024
CASE NO. SD-15-0025

BY THE PRESIDING OFFICER:

This adjudicative proceeding was initiated pursuant to a May 28, 2015 notice of agency action and order to show cause. Respondents were required to file a response to the Division's order to show cause within the ensuing 30-day period. As of the date of this order, Respondents have not filed a response.

An initial hearing was held on July 1, 2015. Respondents failed to appear. As of the date of this order, Respondents have made no effort to participate in these proceedings.

Given the foregoing, the presiding officer finds that, pursuant to Utah Code § 63G-4-209(1)(b) and (c), proper factual and legal bases exist for entering a default order against Respondents.

RECOMMENDED ORDER

Based on the foregoing, the presiding officer recommends that the Utah Securities Commission accept the allegations outlined in the Division's order to show cause as being true, and find:

1. That the investment opportunities offered and sold by Respondents are securities under Utah Code Ann. § 61-1-13(1)(ee)(i);
2. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly made false statements to investors;
3. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly failed to disclose material information that was necessary in order to make representations made not misleading; and
4. That Respondents' actions, which constitute one or more violations of Utah Code Ann. § 61-1 et seq, are grounds for sanction under the Act.

The presiding officer further recommends that the Utah Securities Commission enter a default order against Respondents, requiring:

1. That Respondents cease and desist from engaging in any further conduct in violation of Utah Code Ann. § 61-1 et seq;

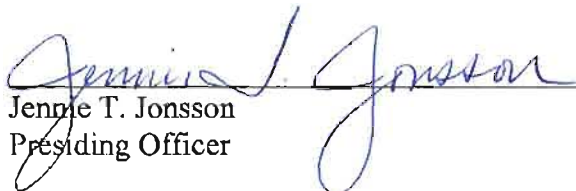
2. That Respondents pay a fine of \$50,000 to the Utah Division of Securities, with \$10,000 of the fine due and payable in full upon receipt of the final order and the remaining \$40,000 subject to offset for a period of 30 days following the date of the final order on a dollar-to-dollar basis for any restitution paid to investors;
3. That, should Respondents fail to provide proof of restitution payment(s) to investors within the 30-day period following the date of the final order, the full \$50,000 fine become immediately due and payable, and subject to collection; and
4. That Respondents Munger and Paduda be permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

Finally, the presiding officer recommends that, upon entering the default order, the Utah Securities Commission dismiss any further proceedings in this case.

This recommended order shall be effective on the signature date below.

DATED this 18th day of July, 2015.

UTAH DEPARTMENT OF COMMERCE


Jennie T. Jonsson
Presiding Officer

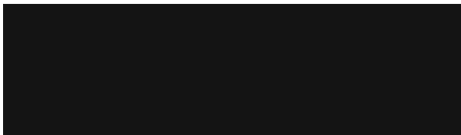
CERTIFICATE OF DELIVERY

I hereby certify that on the 1st day of July, 2015, the undersigned served a true and correct copy of the foregoing RECOMMENDED ORDER ON MOTION FOR DEFAULT as follows:

by hand delivery to:

Utah Securities Commission
c/o Keith Woodwell, Director, Utah Division of Securities
Heber M. Wells Building, 2nd Floor
Salt Lake City, UT

by first-class mail, postage prepaid, to:



MODERN HEALTH ASSOCIATES LLC
JOSEPH G MUNGER
7000 W PALMETTO PARK RD STE 210
BOCA RATON FL 33433



DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

JOSEPH G. MUNGER;
~~**MICHELLE D. PADUDA;**~~ *all*
MODERN HEALTH ASSOCIATES, LLC,

RESPONDENT

ORDER ON MOTION FOR DEFAULT

CASE NO. SD-15-0023
CASE NO. SD-15-0024
CASE NO. SD-15-0025

BY THE UTAH SECURITIES COMMISSION:

The presiding officer's July 1, 2015 recommended order on motion for default in this matter is hereby approved, confirmed, accepted, and entered by the Utah Securities Commission.

ORDER

Respondents are hereby ordered to cease and desist from engaging in any further conduct in violation of Utah Code § 61-1 et seq.

Respondents ~~are~~ are hereby ordered to pay a fine of \$50,000 to the Utah Division of Securities. Of this total fine, \$10,000 is due and payable immediately upon receipt of this final order. The remaining \$40,000 is subject to offset during the 30-day period following the date of this order on a dollar-to-dollar basis for any restitution paid to investors.

Should Respondents ~~fail~~ to provide proof of restitution payment(s) to investors within the 30-day period following the date of this order, the full \$50,000 fine becomes immediately due and payable, and subject to collection.


Respondents Munger and ~~Paduda~~ are hereby permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.

All further proceedings in this case are dismissed. This dismissal does not relieve Respondents from complying with the terms of the default order.

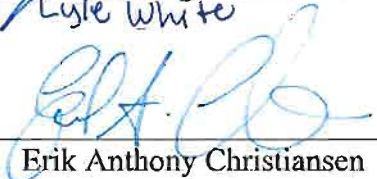
This order shall be effective on the signature date below.

DATED this 27th day of August, 2015


UTAH SECURITIES COMMISSION:



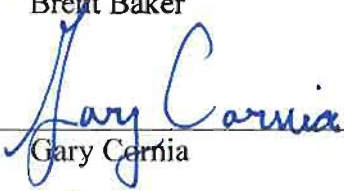
Lyle White




Erik Anthony Christiansen



Brent Baker



Gary Cornia



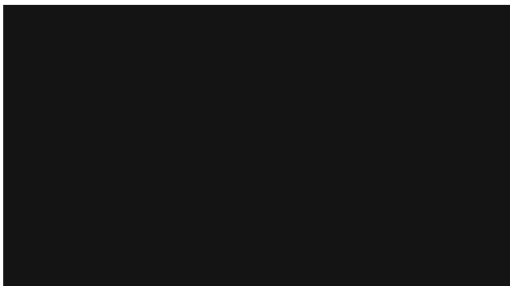
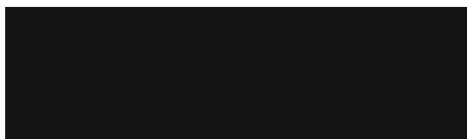
David Russon

NOTICE OF RIGHT TO ADMINISTRATIVE REVIEW

Agency review of this order may be obtained by filing a request for agency review with the Executive Director of the Department of Commerce, 160 East 300 South, Box 146701, Salt Lake City, Utah 84114-6701, within thirty (30) days after the date of this order. A motion to set aside the order may also be filed with the presiding officer. The agency action in this case was a formal proceeding. The laws and rules governing agency review of this proceeding are found in Section 63G-4-101 et seq. of the Utah Code, and Rule 151-4 of the Utah Administrative Code.

CERTIFICATE OF SERVICE

I hereby certify that on the 4th day of September 2015 the undersigned served a true and correct copy of the foregoing ORDER ON MOTION FOR DEFAULT by mailing a copy through first-class mail, postage prepaid, to:



MODERN HEALTH ASSOCIATES LLC
JOSEPH G MUNGER
7000 W PALMETTO PARK RD STE 210
BOCA RATON FL 33433

and caused a copy to be hand delivered to:

Tom Melton, Assistant Attorney General
Office of the Attorney General of Utah
Fifth Floor, Heber M. Wells Building
Salt Lake City, Utah

Utah Division of Securities
Second Floor, Heber M. Wells Building
Salt Lake City, Utah



Division of Securities
Utah Department of Commerce
160 East 300 South
Box 146760
Salt Lake City, UT 84114-6760
Telephone: (801) 530-6600
FAX: (801) 530-6980

**BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH**

IN THE MATTER OF:

MICHELLE D. PADUDA,

Respondent.

**STIPULATION AND CONSENT
ORDER**

Docket No. SD-15-0024

The Utah Division of Securities (“Division”), by and through its Director of Enforcement, Dave R. Hermansen, and Michelle D. Paduda (“Paduda” or “Respondent”) hereby stipulate and agree as follows:

1. Respondent was the subject of an investigation conducted by the Division into allegations that she violated certain provisions of the Utah Uniform Securities Act, Utah Code Ann. § 61-1-1, *et seq.*, as amended (the “Act”).
2. On or about May 27, 2015, the Division initiated an administrative action against Respondent, through the issuance of an Order to Show Cause and Notice of Agency Action. The Order to Show Cause alleged that Respondent violated § 61-1-1 (securities

- fraud) of the Act, while engaging in the offer and sale of securities in or from Utah.
3. On or July 1, 2015, the Administrative Law Judge entered a Recommended Order on Motion for Default against Respondent. The Recommended Order recommends Respondent cease and desist from engaging in any further conduct in violation of Utah Code § 61-1 et seq., pay a fine of \$50,000 to the Utah Division of Securities, with \$40,000 subject to offset on a dollar-to-dollar basis for any restitution paid to investors, and that Respondent be permanently barred from associating with any broker-dealer or investment adviser licensed in Utah; from acting as an agent for any issuer soliciting investor funds in Utah; and from being licensed in any capacity in the securities industry in Utah.
 4. Respondent now seeks to enter into this Stipulation and Consent Order (“Order”) in settlement of the Division’s action and to replace the Recommended Order on Motion for Default.
 5. Respondent hereby waives any right to a hearing to challenge the Division’s evidence and present evidence on her behalf. Respondent understands that by waiving a hearing, she is waiving the requirement that the Division prove the allegations against her by a preponderance of the evidence, waiving her right to confront and cross-examine witnesses who may testify against her, to call witnesses on her own behalf, and any and all rights to appeal the findings, conclusions and sanctions set forth in this Order.
 6. Respondent has read this Order, understands its content and submits to it voluntarily. No

promises, threats or other forms of inducement have been made by the Division, nor by any representative of the Division, to encourage her to enter into this Order, other than as set forth in this document.

7. Respondent acknowledges that this Order does not affect any enforcement action that may be brought by a criminal prosecutor or any other local, state, or federal enforcement authority.
8. Respondent admits the jurisdiction of the Division over her and over the subject matter of this action.

I. THE DIVISION'S FINDINGS OF FACT

THE RESPONDENTS

9. Paduda was at all times relevant to the matters asserted herein a resident of the state of Florida. Paduda has never been licensed in the securities industry in any capacity.

GENERAL ALLEGATIONS

10. From about January 2014 to May 2014, Respondent offered and sold a security, in or from Utah, to at least one investor and collected a total of \$40,000 in connection therewith.
11. The investment opportunity that Respondent offered and sold to the investor identified herein is an interest in a limited liability company, which is a security pursuant to §§ 1-13(1)(ee)(i)(Q), - (ii)(B) of the Act. Alternatively, the investment opportunity is an

investment contract as defined in § 61-1-13(1)(s)(ii) of the Act, which qualified as a security pursuant to Utah Code Ann. § 61-1-13(1)(ee)(i)(K).

12. Paduda made material misstatements and omitted to disclose material information in connection with the offer and sale of the security to the investor.
13. Respondent is not currently, and has never been, licensed to offer and/or sell securities in or from Utah.
14. Respondent offered and/or sold a security in or from Utah without registering the security, claiming an exemption under the Act, or notice filing with the Division.
15. To date, the investor has not received any return on his investment and is owed approximately \$40,000 in principal alone.

INVESTOR J.G.

16. In or about January 2014, Joseph Munger (“Munger”) approached Paduda at her home about assisting him with a new pharmaceutical company.
17. Shortly thereafter, Paduda and Munger created a business plan for Munger’s company, Modern Health Associates, LLC (“MHA”), including, spreadsheets with one-year revenue and expense projections for the new company.
18. At or about the same time, Paduda advised Munger that the projections on the spreadsheets indicated the capital that would need to be raised to establish the company.

19. In or around January 2014, Munger called his former client and Weber County, Utah resident, J.G., and told him he was quitting his job at Kingsberg Medical to start a new pharmaceutical company.¹
20. In or around that same month, Munger called J.G. at least ten separate times to discuss his plans for MHA.
21. During those telephone conversations, Munger made the following statements and representations to J.G.
 - a. MHA would sell medications, including but not limited to, human growth hormone, testosterone, and injectable vitamins;
 - b. MHA would have the proprietary rights to the medications, ensuring large profit margins for each product;
 - c. Munger had arranged for Dr. Poole, a Florida pharmacist, to distribute the medications;
 - d. MHA would immediately generate revenue by selling medications to Munger's existing clients that he would be transferring from Kingsberg Medical;
 - e. MHA would use the same internet marketing techniques that Kingsberg Medical was using for new client acquisition;
 - f. Munger would use some of his own personal funds to get MHA started; and

¹ From about 2011 to 2013, J.G. purchased medications from Munger while he was a representative for Kingsberg Medical and Optimal Health. During this time, Munger would call J.G. about every three months to check up on J.G. and sell him more medications. J.G. stated that he continually purchased products from Munger because he was knowledgeable about the products themselves as well as best use methods of the medications.

- g. He only wanted J.G. to be his partner in MHA because he was the only person that Munger could trust.
22. During at least one January 2014 telephone conversation, Munger solicited J.G. to become a silent equity partner in MHA by investing at least \$40,000 in the company
23. During that same telephone conversation, Munger told J.G. that in exchange for every \$40,00 he invested in MHA, he would receive 10% interest in MHA and that he could acquire up to 40% total interest in MHA.
24. In or around March 2014, Munger informed J.G., via telephone, that he would be traveling to Utah with his accountant to discuss the offering with him.
25. Shortly thereafter, JMG. Met Munger and Paduda at a restaurant in Salt Lake County, Utah.²
26. During that meeting, Paduda and Munger used the spreadsheets that they had created to explain the anticipated revenue and expense projections to J.G.³
27. Additionally, Munger made the following statements and representations to J.G. at that meeting:
- a. That he was more knowledgeable about the medications than anyone else in the industry;
 - b. That based on their projections MHA would be profitable within five months;

² Based on Munger's previous statement, J.G. assumed that Paduda was his accountant; however, neither J.G. nor Paduda recall if Paduda was ever referred to or introduced as Munger's accountant at the March 2014 meeting.

³ Both Paduda and J.G. advised the Division that Paduda's communication with J.G. was limited to explaining the revenue and expense projections at the March 2014 meeting.

- c. That based on their projections MHA's first year profits would exceed \$400,000;
 - d. J.G.'s funds would be used for MHA's business expenses; and
 - e. The revenue projections on the spreadsheets were conservative estimates and he fully expected MHA to exceed those projections.
28. After returning to Florida, Paduda e-mailed copies of the spreadsheets to Munger, who then forwarded them to J.G.
29. Based on Munger and Paduda's statements and representations, J.G. decided to invest \$40,000 in MHA.
30. On or about May 4, 2014, J.G. mailed Munger a \$40,000 check made payable to "Modern Health Associates."
31. On or about May 12, 2014, Munger and Paduda opened a MHA bank account at JPMorgan Chase Bank (the "MHA account"). Munger and Paduda were both signatories on the account.⁴
32. On or about the same day, Munger deposited J.G.'s funds in that account.
33. J.G. did not receive any proof of ownership interest in MHA.
34. J.G. had not received any funds from Munger or Paduda in return for his \$40,000 investment in MHA.
35. To date, J.G. is owed approximately \$40,000 in principal alone.

⁴ JPMorgan Chase Bank account in the name of "Modern Health Associates, LLC," account number ending 8121. On or about July 9, 2014, JPMorgan Chase Bank closed the MHA account because the account had a negative balance and had no new activity.

CAUSES OF ACTION

Securities Fraud under § 61-1-1(2) of the Act

36. The Division incorporates and re-alleges paragraphs 1 through 35.
37. The investment opportunity offered and sold by Respondent is a security under § 61-1-13 of the Act.
38. In connection with the offer and sale of a security to J.G., Respondent, directly or indirectly, made false statements, including, but not limited to, the following:
 - a. MHA would be profitable within its first five months of operation and would generate over \$400,000 in its first year of business, when in fact, Paduda had no reasonable basis for guaranteeing the profitability of the new company.
39. In connection with the offer and sale of a security to J.G., Respondent, directly or indirectly, failed to disclose material information, including but not limited to, the following, which was necessary to make the statements made, in light of the circumstances under which they were made, not misleading:
 - a. That Munger had a criminal record, including multiple felony convictions;⁵
 - b. That Munger had a history of drug abuse;⁶
 - c. That in or around 2008, a lender foreclosed on Munger's house and obtained a

⁵ Munger was convicted of five felonies related to the cultivation of marijuana plants, possession of large quantities of marijuana with the intent to distribute, and possession of drug paraphernalia. As a result of his conviction, Munger spent approximately 18 months in federal prison and was sentenced to 8 years of probation. *See U.S. v. Munger*, Case No. 09:05-CR-80046. In or around April 2011, U.S. Probation and Parole revoked Munger's supervised release status. Since April 2011, Munger has not been on any supervised release. *See also State v. Munger*, Case No. 97-180338CF10 wherein Munger pleaded guilty to one count of possession of cocaine and one count of driving under the influence.

⁶ In an interview with the division, Paduda stated that Munger had a history of drug use.

default judgement for \$255,176.35 in connection therewith;⁷

- d. That Munger owed creditors \$18,930.49 in outstanding judgments stemming from three separate civil lawsuits;⁸
- e. That Paduda would be a signatory on the MHA account;
- f. That Paduda previously had a long and intimate relationship with Munger and they have two children together; and
- g. Some or all of the information typically provided in an offering circular or prospectus regarding Respondent, and any other relevant person or entity, such as:
 - i. Business and operating history;
 - ii. Financial statements;
 - iii. Risk factors;
 - iv. Conflicts of interest;
 - v. Suitability factors for the investment;
 - vi. Whether Munger and Paduda were licensed to sell securities in the state of Utah; and
 - vii. Whether the offering was registered, federally covered, or exempt from registration in the state of Utah.

⁷ *Accredited Home Lenders, Inc. v. Munger*, Case No. 50-2007-CA-020909 MB (Palm Beach County 2007).

⁸ *HFC Collection Ctr., Inc. v. Munger*, Case No. 0615882COCE51 (Broward County 2006) (entering a judgment of \$9,520.00 against Munger); *CACH, LLC v. Munger*, Case No. 50-2007-SC-011325 MB (Palm Beach County, Florida 2007) (entering a judgment of \$6,365.49 against Munger); *LVNC Funding, LLC v. Munger*, Case No. 50-2007-SC-013612 MB (Palm Beach County 2007) (Entering a judgment of \$3,045.00 against Munger).

Sale of Unregistered Securities under § 61-1-7 of the Act

40. The Division incorporates and re-alleges paragraphs 1 through 35.
41. The investment opportunity offered and sold by Respondent is a security under § 61-1-13 of the Act.
42. Respondent offered and/or sold a security in or from Utah without registering the security, claiming an exemption under the Act. Or notice filing with the Division.
43. It is unlawful for any person to offer and/or sell any security in or from this state unless the security is registered with the Division, the security or transaction is exempt from registration under the Act, or the security is a federally covered security for which a notice filing has been made with the Division.
44. Based on the foregoing, Respondent violated § 61-1-7 of the Act.

II. THE DIVISION'S CONCLUSIONS OF LAW

45. Based on the Division's investigative findings, the Division concludes that:
 - a. The investment opportunity offered and sold by Respondent is a security under § 61-1-13 of the Act.
 - b. Respondent violated § 61-1-1(2) of the Act by making untrue statements of material facts or omitting to state material facts in connection with the offer and sale of securities, disclosure of which were necessary in order to make representations made not misleading.
 - c. Respondent violated § 61-1-7 of the Act by offering and/or selling a security in or from

Utah without registering the security, claiming an exemption under the Act, or notice filing with the Division.

III. REMEDIAL ACTIONS/SANCTIONS

46. Respondent neither admits to nor denies the Division's findings of fact and conclusions of law.
47. Respondent agrees to the imposition of a cease and desist order, prohibiting her from any conduct that violates the Act.
48. Respondent agrees to be barred from (i) associating⁹ with any broker-dealer or investment adviser licensed in Utah; (ii) acting as an agent for any issuer soliciting investor funds in Utah; and (iii) from being licensed in any capacity in the securities industry in Utah.
49. Pursuant to § 61-1-20(1)(f) of the Act and in consideration of the guidelines set forth in Utah Administrative Code Rule R164-31-1, the Division imposes a fine of \$1,000.00 against Respondent. The fine amount shall be paid in accordance with the following schedule:
 - a. \$166.66 due within thirty days of the entry of this Order; and
 - b. The balance of \$833.34 to be paid in equal monthly installments of \$166.66 over the course of five months.

⁹"Associating" includes, but is not limited to, acting as an agent of, receiving compensation directly or indirectly from, or engaging in any business on behalf of a broker-dealer, agent, investment adviser, or investment adviser representative licensed in Utah. "Associating" does not include any contact with a broker-dealer, agent, investment adviser, or investment adviser representative licensed in Utah incidental to any personal relationship or business not related to the sale or promotion of securities or the giving of investment advice in the State of Utah.

50. Respondent agrees to fully cooperate with any other administrative, civil or criminal litigation arising from or related to the conduct referenced herein, including, but not limited to testifying against Munger.
51. If the Division finds that Respondent materially violated any term of this Order, thirty days after notice and an opportunity to be heard before an administrative officer solely as to the issue of a material violation, Respondent consents to a judgment ordering the unpaid balance of the fine immediately due and payable.
52. Failure to comply with this provision of the Order, or the payment provisions included in paragraph 49 above, may result in the referral of the fine to the State Office of Debt Collection.
53. For the entire time the fine remains outstanding, Respondent agrees to notify the Division of any change in mailing address, within thirty days from the date of such change.

IV. FINAL RESOLUTION

54. Respondent acknowledges that this Order, upon approval by the Commission, shall be the final compromise and settlement of this matter.
55. Respondent further acknowledges that if the Commission does not accept the terms of the Order, it shall be deemed null and void and without any force or effect whatsoever.
56. If Respondent materially violates any term of this Order, thirty days after notice and an opportunity to be heard before an administrative judge solely as to the issue of a material violation, Respondent consent to entry of an order in which Respondent admit the

Division's Findings of Fact and Conclusions of Law as set forth in this Order. The Order may be issued upon motion of the Division, supported by an affidavit verifying the violation. In addition, the Division may institute judicial proceedings against Respondent in any court of competent jurisdiction and take any other action authorized by the Act, or under any other applicable law, to collect monies owed by Respondent or to otherwise enforce the terms of this Order. Respondent further agrees to be liable for all reasonable attorneys' fees and costs associated with any collection efforts pursued by the Division, plus the judgment rate of interest.

57. Respondent acknowledges that the Order does not affect any civil or arbitration causes of action that third parties may have against them arising in whole or in part from her actions, and that the Order does not affect any criminal causes of action that may arise as a result of the conduct referenced herein. Respondent also acknowledges that any civil, criminal, arbitration or other causes of action brought by third parties against her have no effect on, and do not bar this administrative action by the Division. If Respondent materially violates this Order, however, the Findings of Fact and Conclusions of Law set forth in this Order are deemed admitted as described in paragraph 45 above, and may be introduced as evidence against Respondent in any arbitration, civil, criminal, or regulatory actions.
58. Respondent acknowledges that a willful violation of this Order is a third degree felony pursuant to § 61-1-21(1)(b) of the Act.

59. The Order constitutes the entire agreement between the parties herein and supersedes and cancels any and all prior negotiations, representations, understandings, or agreements between the parties. There are no verbal agreements which modify, interpret, construe, or otherwise affect the Order in any way. The Order may be docketed in a court of competent jurisdiction. Upon entry of the Order, any further scheduled hearings are canceled.

Utah Division of Securities:

Date: Aug 27, 2015
By: [Signature]
Dave R. Hermansen
Director of Enforcement

Approved: [Signature]
Thomas M. Melton
Assistant Attorney General
D.H.

Respondents:

Date: 8/11/15
By: [Redacted]
Michelle D. Paduda

ORDER

IT IS HEREBY ORDERED THAT:

1. Respondent neither admits to nor denies the Division's findings of fact and conclusions of law.
2. Respondent agrees to the imposition of a cease and desist order, prohibiting her from any conduct that violates the Act.
3. Respondent agrees to be barred from (i) associating¹⁰ with any broker-dealer or investment adviser licensed in Utah; (ii) acting as an agent for any issuer soliciting investor funds in Utah; and (iii) from being licensed in any capacity in the securities industry in Utah.
4. Pursuant to § 61-1-20(1)(f) of the Act and in consideration of the guidelines set forth in Utah Administrative Code Rule R164-31-1, the Division imposes a fine of \$1,000.00 against Respondent. The fine amount shall be paid in accordance with the following schedule:
 - a. \$166.66 due within thirty days of the entry of this Order; and
 - b. The balance of \$833.34 to be paid in equal monthly installments of \$166.66 over

¹⁰"Associating" includes, but is not limited to, acting as an agent of, receiving compensation directly or indirectly from, or engaging in any business on behalf of a broker-dealer, agent, investment adviser, or investment adviser representative licensed in Utah. "Associating" does not include any contact with a broker-dealer, agent, investment adviser, or investment adviser representative licensed in Utah incidental to any personal relationship or business not related to the sale or promotion of securities or the giving of investment advice in the State of Utah.

the course of five months.


5. Respondent agrees to fully cooperate with any other administrative, civil or criminal litigation arising from or related to the conduct referenced herein, including, but not limited to testifying against Munger.
6. If the Division finds that Respondent materially violated any term of this Order, thirty days after notice and an opportunity to be heard before an administrative officer solely as to the issue of a material violation, Respondent consents to a judgment ordering the unpaid balance of the fine immediately due and payable.
7. Failure to comply with this provision of the Order, or the payment provisions included in paragraph 4 above, may result in the referral of the fine to the State Office of Debt Collection.

[THIS SPACE INTENTIONALLY LEFT BLANK]


8. For the entire time the fine remains outstanding, Respondent agrees to notify the Division of any change in mailing address, within thirty days from the date of such change.

DATED this 27th day of August, 2015.

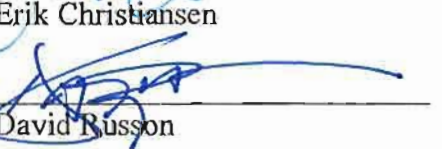
BY THE UTAH SECURITIES COMMISSION:




Brent Baker



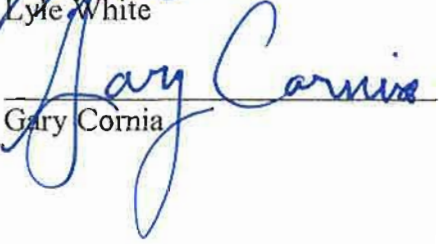
Erik Christiansen



David Russon



Lyle White




Gary Cornia

Certificate of Mailing

I certify that on the 7th day of September 2015, I mailed a true and correct copy of the fully executed Stipulation and Consent Order to:





Executive Secretary

RECEIVED

AUG 25 2015

Utah Department of Commerce
Division of Securities

Division of Securities
Utah Department of Commerce
160 East 300 South
Box 146760
Salt Lake City, UT 84114-6760
Telephone: (801) 530-6600
FAX: (801) 530-6980

**BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH**

IN THE MATTER OF:

**TRUMP ALLIANCE, LLC and
STEPHEN RONALD TRUMP**

Respondents.

**STIPULATION AND CONSENT
ORDER**

Docket No. SD-10-0066

Docket No. SD-10-0068

The Utah Division of Securities (“Division”), by and through its Director of Enforcement, Dave R. Hermansen, Trump Alliance, LLC (“Alliance”) and Stephen Ronald Trump (“Trump”) (Alliance and collectively with Trump or “Respondents”) hereby stipulate and agree as follows:

1. Respondents were the subject of an investigation conducted by the Division into allegations that they violated certain provisions of the Utah Uniform Securities Act, Utah Code Ann. § 61-1-1, *et seq.*, as amended (the “Act”).
2. On or about September 30, 2010, the Division initiated an administrative action against

Respondents, through the issuance of an Order to Show Cause and Notice of Agency Action. The Order to Show Cause alleged that Respondents violated § 61-1-1 (securities fraud) of the Act, while engaging in the offer and sale of securities in or from Utah.

3. On or March 28, 2013, the Division entered a Default Order against Respondents. The Default Order ordered Respondents to cease and desist from engaging in any further conduct in violation of Utah Code § 61-1 et seq. and ordered Respondents to pay a fine of \$29,687.50.
4. In or around May 2013, the Division referred the case to State Debt Collections.
5. Respondents now seek to enter into this Stipulation and Consent Order (“Order”) in settlement of the Division’s action.
6. Respondents hereby waive any right to a hearing to challenge the Division’s evidence and present evidence on their behalf. Respondents understands that by waiving a hearing, they are waiving the requirement that the Division prove the allegations against them by a preponderance of the evidence, waiving their right to confront and cross-examine witnesses who may testify against them, to call witnesses on their own behalf, and any and all rights to appeal the findings, conclusions and sanctions set forth in this Order.
7. Respondents have read this Order, understand its contents and submit to it voluntarily. No promises, threats or other forms of inducement have been made by the Division, nor by any representative of the Division, to encourage them to enter into this Order, other

than as set forth in this document.

8. Respondents acknowledge that this Order does not affect any enforcement action that may be brought by a criminal prosecutor or any other local, state, or federal enforcement authority.
9. Respondents admit the jurisdiction of the Division over them and over the subject matter of this action.

I. THE DIVISION'S FINDINGS OF FACT

THE RESPONDENTS

10. Alliance was, at all relevant times, Utah limited liability company, formed on November 12, 2008. Stephen R. Trump was the manager and registered agent. Alliance's status expired as of March 1, 2011. Alliance has never been licensed in the securities industry.
11. Trump was, at all relevant times, a resident of the State of Utah. Trump has never been licensed in the securities industry.

GENERAL ALLEGATIONS

12. In September 2008, Respondents offered and sold securities to an investor, in or from Utah, and collected a total of \$25,000.
13. Respondents made material misrepresentations and omissions in connection with the offer and sale of a security to the investor identified below.
14. The investor received a return of his \$25,000 principal investment including \$1,250 in interest.

INVESTOR M.G.

OFFER AND SALE OF SECURITIES

15. In September 2008, M.G. met Trump while in Bountiful, Utah.
16. During the meeting, Trump told M.G. that he had been building a big home for his friend, Stanley Parrish ("Parrish"). Trump said that he had asked Parrish how Parrish had enough money for such a big house and Parrish told him he made money through investing.
17. Trump said that he had asked Parrish to notify him of any investment opportunities in the future.
18. On or about September 25, 2008, Trump called M.G. and said that he was meeting with Parrish and another individual named Tyson Williams ("Williams") at a friend's office that day to discuss an investment opportunity. M.G. decided to join them at the meeting.
19. M.G. met with Williams, Parrish, Trump, and Trump's friend who owned the office in Bountiful, Utah. Trump told M.G. that Williams and Parrish told him that investors would make 20% - 30% return on the investment.
20. During the meeting, Williams and Parrish presented the investment opportunity. Williams and Parrish said they usually only invested their own funds, but their funds were tied up elsewhere. Williams and Parrish said that this was the first time they were looking to raise money for an investment.
21. Williams made the following representations:

- a. Williams and Parrish were looking to raise about \$1 million in a week to deposit in either a Swiss or London bank;
 - b. The investment opportunity would not be available for long;
 - c. Williams and Parrish needed the investors' funds for one year;
 - d. The bank would pay monthly dividends on the funds, which would pay investors between 5% and 20% per month in profit;
 - e. The risk was whether investors made 5% rather than 20% per month;
 - f. High rates of return could be earned from the foreign banks because of the "leveraging the banks could do";
 - g. These types of deals did not come around often, but Williams and Parrish were able to do the deal because of people they knew;
 - h. They were "unbelievable" returns in similar deals Williams and Parrish had done in the past; and
 - i. Some deals had gone bad, but by seeing those occur, Williams and Parrish were able to navigate the investments better.
22. On or about September 26, 2008, Trump called M.G. to ask if M.G. was going to invest with Williams and Parrish. M.G. responded, saying he was thinking of investing \$20,000. Trump suggested that M.G. invest everything he had available.
23. Trump said that he had confidence in the investment. He guaranteed the investment would work or else Trump would finish building M.G.'s basement. During this phone

call, Trump provided M.G. with bank wire instructions for Arpeggio's bank account.

This was the first time M.G. heard the name "Arpeggio."¹

24. Based on the representations of Williams, Parrish and Trump, M.G. invested \$25,000 in Arpeggio.
25. On September 27, 2008, M.G. wired \$25,000 to Arpeggio's Wells Fargo bank account.
26. From September 2008 to January 2009, Trump gave M.G. updates on the investment.
27. In or around February 2009, Trump told M.G. that Williams and Parrish were finally able to place the invested funds in a deal, but not the bank deal discussed.²
28. Trump told M.G. that the investment funds were tied up for three months, but M.G. would get his principal plus interest back at the end of the three month term.
29. On or about February 24, 2009, M.G. received a \$1,250 payment from Alliance.³
30. On January 13, 2011, M.G. entered into a settle agreement with Trump and Arpeggio whereby Trump agreed to return M.G.'s \$25,000 principal investment.
31. M.G. confirmed to the Division that in or around January 2011, Trump returned M.G.'s \$25,000 principal investment.

1 Arpeggio Investments, LLC ("Arpeggio") is a Utah limited liability company, formed on October 11, 2006.

Williams is the manager and registered agent of Arpeggio. Arpeggio's status is expired as of January 30, 2012.

2 Williams told the Division that the bank deal fell through because Arpeggio would have lost control of the funds and Arpeggio was not willing to do that. Williams said that Arpeggio then invested the funds by purchasing a triple A rated bond – collateralized mortgage obligation bond – that was going to pay 50% to 100% interest. Williams said he then decided to place the bond "into an account with a partner overseas" who was a princess from Bahrain. Arpeggio invested approximately \$1.6 million in the bond, but has not received any money back on the investment. According to Williams, Arpeggio has collected \$1,895,000 from a group of ten investors.

3 Trump told the Division that he set up Alliance to keep the investment funds separate from his personal accounts. The idea was to have interest payments from Arpeggio deposited into the Alliance account and then disburse payments to the investor from that account. Trump said that he had not received any interest payments from Arpeggio, so he paid M.G. \$1,250 from his personal funds to keep "everybody calm."

CAUSES OF ACTION

Securities Fraud under § 61-1-1 of the Act

32. The Division incorporates and re-alleges paragraphs 1 through 31.
33. The investment opportunities offered and sold by Respondents are securities under § 61-1-13 of the Act.
34. In connection with the offer and sale of a security to the investor, Respondents, directly or indirectly, made false statements, including, but not limited to, the following:
 - a. The return on M.G.'s investment was guaranteed. However, Respondents had no reasonable basis to make this statement.
35. In connection with the offer and sale of securities to the investor, Respondents, directly or indirectly, failed to disclose material information, including, but not limited to, the following, which was necessary in order to make statements made not misleading:
 - a. How much Williams and Parrish had raised for the investment;
 - b. The minimum amount required to invest;
 - c. The consequences should Williams and Parrish be unable to raise the required \$1 million;
 - d. That in 2007 Parrish had a \$2,614.62 judgment against him which resulted in a garnishment;
 - e. That in 2007, Parrish had a \$15,030 tax lien ordered against him;
 - f. That Parrish was a defendant in a pending lawsuit which resulted in a \$20,237.60

judgment. The lawsuit was filed just two days prior to M.G. invested.

- g. Some or all of the information typically provided in an offering circular or prospectus regarding Respondents, such as:
 - i. Business and operating history;
 - ii. Financial statements;
 - iii. Risk factors;
 - iv. Conflicts of interest;
 - v. Suitability factors for the investment;
 - vi. Whether Respondents were licensed to sell securities in the state of Utah;
and
 - vii. Whether the offering was registered, federally covered, or exempt from registration in the state of Utah.

II. THE DIVISION'S CONCLUSIONS OF LAW

- 36. Based on the Division's investigative findings, the Division concludes that:
 - a. The investment opportunity offered and sold by Respondents are securities under § 61-1-13 of the Act.
 - b. Respondents violated § 61-1-1(2) of the Act by making untrue statements of material facts or omitting to state material facts in connection with the offer and sale of securities, disclosure of which were necessary in order to make representations made not misleading.

III. REMEDIAL ACTIONS/SANCTIONS

37. Respondents admit to the Division's findings of fact and conclusions of law.
38. Respondent agrees to the imposition of a cease and desist order, prohibiting him from any conduct that violates the Act.
39. Pursuant to § 61-1-20(1)(f) of the Act and in consideration of the guidelines set forth in Utah Administrative Code Rule R164-31-1, the Division imposes a fine of \$4,687.50 against Respondents. The fine amount shall be paid in accordance with the following schedule:
 - a. \$2,800 due within thirty days of the entry of this Order; and
 - b. The balance of \$1,887.50 to be paid in equal monthly installments of \$377.50 over the course of five months.
40. The Division agrees to set aside the Order on Default entered against Respondents on March 28, 2013, effective upon approval by the Utah Securities Commission (the "Commission") and initial payment of \$2,800.
41. The Division further agrees to recall the fine sent to the State Office of Debt Collection in or around May 2013.
42. If the Division finds that Respondents materially violated any term of this Order, thirty days after notice and an opportunity to be heard before an administrative officer solely as to the issue of a material violation, Respondents consent to a judgment ordering the unpaid balance of the fine immediately due and payable.

43. Failure to comply with this provision of the Order, or the payment provisions included in paragraph 39 above, may result in the referral of the fine to the State Office of Debt Collection.
44. For the entire time the fine remains outstanding, Respondents agree to notify the Division of any change in mailing address, within thirty days from the date of such change.

IV. FINAL RESOLUTION

45. Respondents acknowledge that this Order, upon approval by the Commission, shall be the final compromise and settlement of this matter.
46. Respondents further acknowledge that if the Commission does not accept the terms of the Order, it shall be deemed null and void and without any force or effect whatsoever.
47. If Respondents materially violate any term of this Order, thirty days after notice and an opportunity to be heard before an administrative judge solely as to the issue of a material violation, Respondents consent to entry of an order in which Respondents admit the Division's Findings of Fact and Conclusions of Law as set forth in this Order. The Order may be issued upon motion of the Division, supported by an affidavit verifying the violation. In addition, the Division may institute judicial proceedings against Respondents in any court of competent jurisdiction and take any other action authorized by the Act, or under any other applicable law, to collect monies owed by Respondents or to otherwise enforce the terms of this Order. Respondents further agree to be liable for all reasonable attorneys' fees and costs associated with any collection efforts pursued by

the Division, plus the judgment rate of interest.

48. Respondents acknowledge that the Order does not affect any civil or arbitration causes of action that third parties may have against them arising in whole or in part from their actions, and that the Order does not affect any criminal causes of action that may arise as a result of the conduct referenced herein. Respondents also acknowledges that any civil, criminal, arbitration or other causes of action brought by third parties against them have no effect on, and do not bar, this administrative action by the Division. If Respondents materially violate this Order, however, the Findings of Fact and Conclusions of Law set forth in this Order are deemed admitted as described in paragraph 36 above, and may be introduced as evidence against Respondents in any arbitration, civil, criminal, or regulatory actions.
49. Respondents acknowledge that a willful violation of this Order is a third degree felony pursuant to § 61-1-21(1)(b) of the Act.

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50. The Order constitutes the entire agreement between the parties herein and supersedes and cancels any and all prior negotiations, representations, understandings, or agreements between the parties. There are no verbal agreements which modify, interpret, construe, or otherwise affect the Order in any way. The Order may be docketed in a court of competent jurisdiction. Upon entry of the Order, any further scheduled hearings are canceled.

Utah Division of Securities:

Date: Aug. 25, 2015
By: [Signature]
Dave R. Hermansen
Director of Enforcement

Approved: [Signature]
Thomas M. Melton
Assistant Attorney General
D.H.

Respondents:

Date: 8/19/15
By: [Redacted]
Stephan Ronald Trump
Trump Alliance, LLC

ORDER

IT IS HEREBY ORDERED THAT:

1. The Division has made a sufficient showing of Findings of Fact and Conclusions of Law to form a basis for this settlement.
2. Respondent to cease and desist from violating the Act.
3. The Division imposes a fine of \$4,687.50 against Respondents. The fine amount shall be paid in accordance with the following schedule:
 - a. \$2,800 due within thirty days of the entry of this Order;
 - b. The balance of \$1,887.50 to be paid in equal monthly installments of \$377.50 over the course of five months.
4. The Division agrees to set aside the Order on Default entered against Respondents on March 28, 2013, effective upon approval by the Commission and initial payment of \$2,800.
5. The Division further agrees to recall the fine sent to the State Office of Debt Collection in or around May 2013.
6. If Respondents materially violate any term of this Order, the unpaid balance of the fine amount shall be imposed and become due immediately.
7. For the entire time the fine remains outstanding, Respondents agree to notify the Division

of any change in mailing address, within thirty days from the date of such change.

DATED this 27th day of August, 2015.

BY THE UTAH SECURITIES COMMISSION:



Brent Baker



Erik Christiansen



David Russon



Commissioner 


Gary Comia

Certificate of Mailing

I certify that on the 7th day of September, 2015, I mailed a true and correct copy of the fully executed Stipulation and Consent Order to:

TRUMP ALLIANCE, LLC
STEPHEN RONALD TRUMP
11 PARK PLACE LN.
CENTERVILLE, UT 84014



Executive Secretary

Division of Securities
Utah Department of Commerce
160 East 300 South
Box 146760
Salt Lake City, UT 84114-6760
Telephone: (801) 530-6600
FAX: (801) 530-6980

**BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH**

IN THE MATTER OF:

CONNIE KARREN ROLLER,

Respondent.

**STIPULATION AND CONSENT
ORDER**

Docket No. SD-15-0010

The Utah Division of Securities ("Division"), by and through its Director of Enforcement, Dave R. Hermansen, and Connie Karren Roller ("Roller"), ("Roller" or "Respondent") hereby stipulate and agree as follows:

1. Respondent was the subject of an investigation conducted by the Division into allegations that she violated certain provisions of the Utah Uniform Securities Act, Utah Code Ann. § 61-1-1, *et seq.*, as amended (the "Act").
2. On or about April 27, 2014, the Division initiated an administrative action against Respondent, through the issuance of an Order to Show Cause and Notice of Agency Action. The Order to Show Cause alleged that Respondent violated § 61-1-1 (securities

fraud) of the Act, while engaging in the offer and sale of securities in or from Utah.

3. Respondent now seeks to enter into this Stipulation and Consent Order ("Order") in settlement of the Division's action.
4. Respondent hereby waives any right to a hearing to challenge the Division's evidence and present evidence on her behalf. Respondent understands that by waiving a hearing, she is waiving the requirement that the Division prove the allegations against her by a preponderance of the evidence, waiving her right to confront and cross-examine witnesses who may testify against her, to call witnesses on her own behalf, and any and all rights to appeal the findings, conclusions and sanctions set forth in this Order.
5. Respondent is represented by attorney Clay Alger and is satisfied with his representation in this matter.
6. Respondent has read this Order, understands its contents and submits to it voluntarily. No promises, threats or other forms of inducement have been made by the Division, nor by any representative of the Division, to encourage them to enter into this Order, other than as set forth in this document.
7. Respondent acknowledges that this Order does not affect any enforcement action that may be brought by a criminal prosecutor or any other local, state, or federal enforcement authority.
8. Respondent admits the jurisdiction of the Division over them and over the subject matter of this action.

I. THE DIVISION'S FINDINGS OF FACT

THE RESPONDENT

9. Roller was, at all times relevant to the matters asserted herein, a resident of the state of Utah. Roller was an agent for a securities broker-dealer from August 1984 to March 1992, with an individual CRD¹ # 1227112. Currently, Roller is a licensed real estate agent, License # 5479050-SA00. She was not licensed in the securities industry at the time of the transaction mentioned herein.

GENERAL ALLEGATIONS

10. From approximately June 2011 to October 2011, while conducting business in or from Utah, Respondent offered and sold an investment opportunity to investor M.P.J., a Utah resident, and collected a total of \$5,000 in connection therewith.
11. The investment opportunity offered and sold by Respondent to M.P.J. for \$5,000 is a promissory note and/or investment contract.
12. Promissory notes and/or investment contracts are defined as securities under § 61-1-13 of the Act.
13. Respondent made material misstatements and omissions in connection with the offer and sale of securities to the investors identified below.
14. To date, Respondent has repaid \$2,500 on the investment. M.P.J. is still owed \$2,500 in

¹ CRD is a computerized database maintained by the Financial Industry Regulatory Authority ("FINRA"). CRD contains employment, licensing and disciplinary information on broker-dealers, agents, investment advisers, and investment adviser representatives.

principal alone.

INVESTOR M.P.J.

OFFER AND SALE OF SECURITIES

15. In or around June 2011, M.P.J. was looking for a real estate agent to possibly list his personal residence for sale.
16. Roller contacted M.P.J. about listing his home and indicated that she was an Endorsed Local Provider, (ELP) with Prudential Real Estate.
17. M.P.J. listed his home for sale with Roller.
18. In or around September 2011, Roller told M.P.J. of an investment opportunity.
19. The investment opportunity involved a property that Roller and other investors owned and were fixing up for the purpose of re-selling.
20. Roller explained that the investment property needed concrete work to complete the project before it could be re-sold.
21. The purpose of the investment was to complete the concrete work.
22. Specifically, Roller made the following verbal representations to M.P.J. regarding the investment:
 - a. That Roller was a very successful real estate agent with many closings in escrow;
 - b. That Roller and other property owners had an investment property in need of concrete work and the investment money would be used to complete the work;
 - c. The investment property would be sold and M.P.J. would be paid his principal and

interest;

- d. The return of the M.P.J.'s principal and interest was not contingent on the sale of the property;
- e. The investment was for 45 days;
- f. M.P.J. would earn 10% on his investment; and
- g. If the promissory note was not paid on time, "then the interest rate would go to 15%."

- 23. Based on the above statements, M.P.J. decided to invest with Roller.
- 24. On or about September 7, 2011, M.P.J. provided Roller with a personal check for \$4,000.
- 25. On or about September 8, 2011, M.P.J. provided Roller with a second personal check for \$1,000.
- 26. In exchange for his investment, M.P.J. received a promissory note dated September 8, 2011 which was signed by herself and Roller.
- 27. Roller did not deposit either of the checks she received from M.P.J. into her bank account but rather cashed the checks at M.P.J.'s bank.
- 28. Roller spent the money on undisclosed personal expenses.
- 29. In or around the end of 2012, Roller paid M.P.J. \$1,000 in cash; she placed the money in his mailbox.
- 30. On or about January 4, 2013 M.P.J. sued Roller in small claims court and received a \$5,883 judgment against Roller which is still outstanding.

31. In connection with the above offer and sale of a security, Roller was charged criminally with Theft, a Second Degree Felony. On March 30, 2015, she entered a plea in abeyance to Theft, a Third Degree Felony and she was ordered to pay \$4,833.00 in restitution in Third District Court case number 141912639. Of the \$4,833.00 ordered, \$2,100.00 has been paid. To date, M.P.J. is still owed \$2,733.00.

CAUSES OF ACTION

Securities Fraud under § 61-1-1 of the Act

32. The Division incorporates and re-alleges paragraphs 1 through 31.
33. The promissory note and/or investment contract offered and sold by Respondent is a security under § 61-1-13 of the Act.
34. In connection with the offer and sale of securities to investor M.P.J., Respondent, directly or indirectly, made false statements, including, but not limited to, the following:
- a. That the money would be used to finish concrete work on an investment property in which Roller and others had invested. Roller admitted to using the money for her own personal use;
 - b. That the property was ready to close. There was no evidence to support such a statement and the property in question was never identified;
 - c. That the investment was for 45 days. There was no reasonable basis to make such a statement; and
 - d. That Roller had many closings about to payoff. There is no evidence to support such

a statement.

35. In connection with the offer and sale of a security to investor M.P.J, Respondent, directly or indirectly, failed to disclose material information, including, but not limited to, the following, which was necessary in order to make statements made not misleading:
- a. That the money would be used for her own personal expenses;
 - b. That she was previously licensed/registered with FINRA and had consented to a FINRA censure and six month membership bar on July 31, 1992;
 - c. That she had consented to a New York Stock Exchange censure and six month bar on June 2, 1992;
 - d. That she filed for bankruptcy in 2004 and 2005
 - e. That she had default judgments entered against her from approximately October 2007 to May 2010 including six judgments where garnishments were issued; and
 - f. With respect to the investment, some or all of the information typically provided in an offering circular or prospectus, such as:
 - i. Business and operating history;
 - ii. Background information;
 - iii. Financial statements;
 - iv. Risk factors;
 - v. Conflicts of interest;
 - vi. Suitability factors for the investment;

- vii. Whether Respondent was licensed to sell securities in the state of Utah;
and
- viii. Whether the offering was registered, federally covered, or exempt from registration in the state of Utah.

II. THE DIVISION'S CONCLUSIONS OF LAW

36. Based on the Division's investigative findings, the Division concludes that:
- a. The investment opportunities offered and sold by Respondent are securities under § 61-1-13 of the Act.
 - b. Respondent violated § 61-1-1(2) of the Act by making untrue statements of material facts and/or omitting to state material facts in connection with the offer and sale of securities, disclosure of which were necessary in order to make representations made not misleading.

III. REMEDIAL ACTIONS/SANCTIONS

37. Respondent neither admit to nor deny the Division's findings of fact and conclusions of law.
38. Respondent agrees to the imposition of a cease and desist order, prohibiting her from any conduct that violates the Act.
39. Respondent agree to be barred from (i) associating² with any broker-dealer or investment

²"Associating" includes, but is not limited to, acting as an agent of, receiving compensation directly or indirectly from, or engaging in any business on behalf of a broker-dealer, agent, investment adviser, or investment adviser representative licensed in Utah. "Associating" does not include any contact with a broker-dealer, agent, investment

adviser licensed in Utah; (ii) acting as an agent for any issuer soliciting investor funds in Utah; and (iii) from being licensed in any capacity in the securities industry in Utah for a period of three years.

40. Pursuant to § 61-1-20(1)(f) of the Act and in consideration of the guidelines set forth in Utah Administrative Code Rule R164-31-1, the Division imposes a total fine of \$1,000 against Respondent due in one year from the date of approval of the Order;
41. Respondent agrees to pay the balance of the restitution ordered against her in Third District Court case number 141912639; and
42. If the Division finds that Respondent materially violated any term of this Order, thirty days after notice and an opportunity to be heard before an administrative officer solely as to the issue of a material violation, Respondent consents to a judgment ordering the unpaid balance of the fine immediately due and payable.
43. Failure to comply with the payment provisions in the Order included in paragraph 40 above may result in the referral of the fine to the State Office of Debt Collection.
44. For the entire time the fine remains outstanding, Respondent agrees to notify the Division of any change in mailing address, within thirty days from the date of such change.

IV. FINAL RESOLUTION

45. Respondent acknowledges that this Order, upon approval by the Utah Securities Commission (the "Commission"), shall be the final compromise and settlement of this

adviser, or investment adviser representative licensed in Utah incidental to any personal relationship or business not related to the sale or promotion of securities or the giving of investment advice in the State of Utah.

matter.

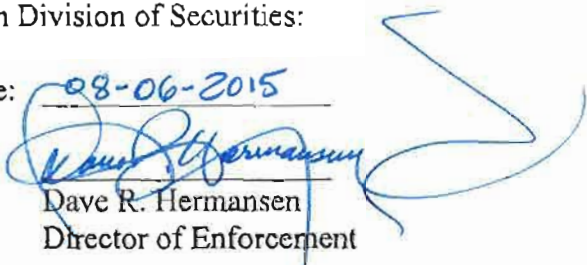
46. Respondent further acknowledges that if the Commission does not accept the terms of the Order, it shall be deemed null and void and without any force or effect whatsoever.
47. If Respondent materially violates any term of this Order, thirty days after notice and an opportunity to be heard before an administrative judge solely as to the issue of a material violation, Respondent consents to entry of an order in which Respondent admits the Division's Findings of Fact and Conclusions of Law as set forth in this Order. The Order may be issued upon motion of the Division, supported by an affidavit verifying the violation. In addition, the Division may institute judicial proceedings against Respondent in any court of competent jurisdiction and take any other action authorized by the Act, or under any other applicable law, to collect monies owed by Respondent or to otherwise enforce the terms of this Order. Respondent further agrees to be liable for all reasonable attorneys' fees and costs associated with any collection efforts pursued by the Division, plus the judgment rate of interest.
48. Respondent acknowledges that the Order does not affect any civil or arbitration causes of action that third parties may have against her arising in whole or in part from her actions, and that the Order does not affect any criminal causes of action that may arise as a result of the conduct referenced herein. Respondent also acknowledges that any civil, criminal, arbitration or other causes of action brought by third parties against her have no effect on, and do not bar, this administrative action by the Division. If Respondent materially

violates this Order, however, the Findings of Fact and Conclusions of Law set forth in this Order are deemed admitted as described in paragraph 42 above, and may be introduced as evidence against Respondent in any arbitration, civil, criminal, or regulatory actions.

- 49. Respondent acknowledges that a willful violation of this Order is a third degree felony pursuant to § 61-1-21(1)(h) of the Act.
- 50. The Order constitutes the entire agreement between the parties herein and supersedes and cancels any and all prior negotiations, representations, understandings, or agreements between the parties. There are no verbal agreements which modify, interpret, construe, or otherwise affect the Order in any way. The Order may be docketed in a court of competent jurisdiction. Upon entry of the Order, any further scheduled hearings are canceled.


Utah Division of Securities:

Date: 08-06-2015

By: 
Dave R. Hermansen
Director of Enforcement

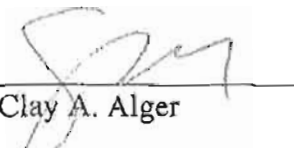
Respondent:

Date: 8/5/2015

By: 
Connie Carter Roller
Respondent

Approved:


Thomas M. Melton


Clay A. Alger

Assistant Attorney General

Attorney for Respondent

ORDER

IT IS HEREBY ORDERED THAT:

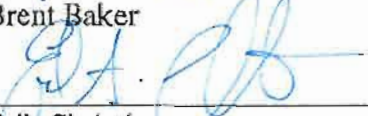
1. The Division has made a sufficient showing of Findings of Fact and Conclusions of Law to form a basis for this settlement.
2. Respondent cease and desist from violating the Act.
3. Respondent is barred from (i) associating with any broker-dealer or investment adviser licensed in Utah, (ii) acting as an agent for any issuer soliciting investor funds in Utah, and (iii) from being licensed in any capacity in the securities industry in Utah for a period of three years.
4. The Division imposes a total fine of \$1,000 against Respondent. The fine amount is due one year from the date of approval of the Order.
5. Respondent is required to pay the balance of the restitution ordered against her in Third District Court case number 141912639.
6. If Respondent materially violates any term of this Order, the unpaid balance of the fine amount shall be imposed and become due immediately.
7. For the entire time the fine remains outstanding, Respondent must notify the Division of any change in mailing address, within thirty days from the date of such change.

DATED this 27th day of August, 2015.

BY THE UTAH SECURITIES COMMISSION:




Brent Baker



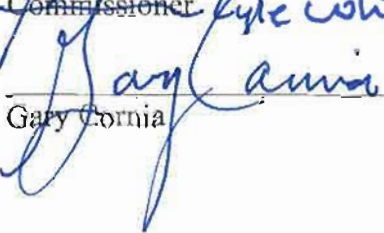
Erik Christiansen



David Russon



Commissioner Kyle White



Gary Cornia

Certificate of Mailing

I certify that on the 1st day of September 2015, I mailed a true and correct copy of the fully executed Stipulation and Consent Order to:

Connie Karren Roller
C/O Clay A. Alger
Shumway Van
8 E. Broadway, Ste. 550
Salt Lake City, Utah 84111
clay@shumwayvan.com



Executive Secretary

Division of Securities
Utah Department of Commerce
160 East 300 South
P.O. Box 146760
Salt Lake City, Utah 84114-6760
Telephone: 801 530-6600

**BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH**

IN THE MATTER OF:

RICK D. KENDELL, CRD#1588231

Respondent.

STIPULATION AND CONSENT ORDER

Docket No. SD-14-0056

The Utah Division of Securities (“Division”), by and through its Director of Compliance, Kenneth O. Barton and the Respondent, Rick D. Kendell (“Respondent” or “Kendell”), hereby stipulate and agree as follows:

1. Respondent has been the subject of an investigation by the Division into allegations that he violated the Utah Uniform Securities Act (“Act”), Utah Code Ann. §61-1-1, *et seq.*
2. On or about December 3, 2014, the Division initiated an administrative action against Respondent by filing an Order to Show Cause.
3. Respondent hereby agrees to settle this matter with the Division by way of this Stipulation and Consent Order (“Order”). If entered, the Order will fully resolve all claims the Division has against Respondent pertaining to the Order to Show Cause.
4. Respondent admits that the Division has jurisdiction over him and the subject matter of this action.

5. Respondent hereby waives any right to a hearing to challenge the Division's evidence and present evidence on his behalf.
6. Respondent has read this Order, understands its contents, and voluntarily agrees to the entry of the Order set forth below. No promises or other agreements have been made by the Division, nor by any representative of the Division, to induce Respondent to enter into this Order, other than as described in this Order.
7. Respondent is represented by attorney Matthew R. Lewis and is satisfied with the representation he has received.

I. FINDINGS OF FACT

8. Kendell is a Utah resident and is licensed in Utah as an insurance agent.
9. Between 1987 and 1998, Kendell was licensed in Utah as a broker-dealer agent with five different broker-dealer firms. He has previously taken and passed the FINRA Series 6 and 63 examinations. He is not currently licensed in the securities industry in any capacity.
10. During most of the period relevant to this action, Kendell was not licensed to offer or sell any securities products or effect or attempt to effect securities transactions.

Dee Randall and the Horizon Companies

11. During the period relevant to this action, Kendell was affiliated as an insurance agent with Horizon Financial and Insurance Group, Inc.¹ ("insurance agency"), a general insurance agent for Union Central Life Insurance Company. The insurance agency was

¹This entity was also known as or affiliated with other entities controlled by Randall, Horizon Financial & Insurance Agency, LLC, and Utah Horizon Financial & Insurance Agency, LLC.

owned and controlled by Dee Allen Randall (“Randall”).

12. Kendell and others referred their clients to Randall, who offered private placement securities investments in “Horizon Notes” which as used herein collectively refers to promissory notes issued by various companies owned and controlled by Randall. Those companies include, but are not limited to, Horizon Mortgage and Investment, Inc. dba Independent Financial & Investment; Horizon Financial & Investment, Inc. dba Intermountain, LLC X; Horizon Auto Funding, LLC; Independent Commercial Lending, LLC; and Horizon Financial Center I, LLC (collectively referred to at times as “the Horizon entities”).
13. In addition to selling insurance, Randall, through the Horizon entities and Horizon Notes, purported to offer private placement securities investments² in commercial and residential property development and rentals, as well as an automobile loan business for individuals with poor credit.
14. The Horizon entities operated as a Ponzi scheme run by Randall³ in which investor monies were routinely and freely commingled and transferred among the various Horizon entities. New investor monies were used to pay interest to prior investors or for personal use.
15. Interest payments due to investors under the Horizon Notes began to arrive late in 2009

²The Horizon Notes were purportedly sold in reliance on Rule 506 of Regulation D of the 1933 Securities Act.

³On December 18, 2012, the Division filed an Order to Show Cause against Randall and the Horizon entities. On June 18, 2014, Randall was criminally charged in the Third District Court, Salt Lake County, with twenty-three felony counts, Case No. 141906717. Those actions are currently pending.

and 2010, but payments to most investors ceased entirely in 2010.

16. Randall declared a personal Chapter 11 bankruptcy on December 20, 2010.⁴ However, he continued to raise capital for the Horizon entities after that date and failed to disclose the bankruptcy to existing or potential investors.

Solicitations and Sales by Kendell

17. Between 1996 and 2009, Kendell solicited his insurance clients to purchase Horizon Notes.
18. The Horizon Notes offered and sold by Kendell are securities under the Act.
19. Of the investors solicited by Kendell, at least ninety-two individuals invested approximately \$9,871,000.
20. None of the notes were sold through a licensed broker-dealer. Rather, Kendell met with investors to offer and sell the Horizon Notes and thereafter assisted with the paper work required to transfer their monies from existing accounts into the Horizon investments. A majority of the monies raised by Kendell came from retirement accounts.
21. Between 1996 and 1998 Kendell solicited four investors while he was a licensed agent of Brokers Transaction Services, Inc. ("BTS"), CRD#17587. BTS was not aware of and

⁴Following a September 2011 hearing in which Randall admitted commingling monies among the Horizon entities, a Trustee (the "Trustee") was appointed. The Trustee subsequently filed a Chapter 11 bankruptcy for each of the Horizon entities, all of which were consolidated with the Randall bankruptcy proceeding to be administered by the Trustee as a single bankruptcy estate.

had not approved Kendell's activities with Horizon and his Form U4⁵ failed to disclose those activities. Kendell received compensation from Horizon for at least one of the transactions. Moreover, the Series 6 license Kendell held at the time only permitted him to sell mutual funds or variable annuities, not private placement securities such as the Horizon Notes.

22. Prior to investing, Kendell's investors did not receive audited company financial statements or a Private Placement Memorandum ("PPM") describing the details of the investment. In many cases, investors were provided with little or no information about the investments and how their monies would be used.
23. At least twelve of Kendell's investors only met with Kendell and never met with Randall prior to investing.

Misrepresentations of Material Facts

24. In connection with the offer and sale of Horizon Notes, Kendell misrepresented or omitted material facts to investors, including but not limited to:
 - a. an investment in Horizon Notes was safe and secure, with no risk and a high "guaranteed" return;
 - b. that Randall had been successful in business for many years and the Horizon companies were all "solid" and doing well financially;
 - c. an investment in Horizon Notes was "backed by real estate" and "insured" and

⁵The Form U4, Uniform Application for Securities Registration or Transfer, is filed with FINRA and the Division in order for an individual to become licensed as a securities agent in Utah. Form U4 requires the disclosure of all business activities conducted by licensed individuals. It is the agent's responsibility to ensure the form is accurate.

- that the real estate could easily be sold to return funds to investors;
- d. an investment in Horizon Notes was a safe, secure alternative to investing in stocks or bonds;
- e. an investment in Horizon Notes relating to real estate “can’t go wrong” and was safe because real estate never decreases in value;
- f. Randall’s investments were “registered” and “monitored” by the state; and
- g. that Randall had an insurance policy that covered all Horizon investments.

These representations were false and/or omitted to disclose material facts necessary in order to make the statements made, under the circumstances in which they were made, not misleading.

Omissions of Material Facts

25. In connection with the offer and sale of Horizon Notes, Kendell failed to disclose material facts to investors, including but not limited to:
- a. that he was not licensed to offer or sell securities such as the Horizon Notes;
 - b. that he was not licensed or qualified to give investment advice;
 - c. that he had completed no due diligence and had no reasonable basis for making the representations set forth in paragraph 24;
 - d. relevant disclosures about the Horizon entity issuing the notes, including its financial condition and liabilities;
 - e. that as nonaccredited investors, they were entitled to review audited financial statements for the company prior to investing; and
 - f. that investors’ money would be moved into Randall’s other companies, used to pay other investors’ interest, or for other personal use.

II. CONCLUSIONS OF LAW

26. Kendell violated Section 61-1-1(2) of the Act by misrepresenting and omitting material facts as described herein in connection with the offer and sale of the Horizon Notes.
27. By soliciting investors and accepting compensation for a securities transaction from an entity other than his employing broker-dealer, BTS, Kendell engaged in an act, practice, or course of business operating as a fraud upon the investors and BTS and in so doing exposed BTS to civil liability, in violation of Section 61-1-1(3) of the Act.
28. Kendell violated Section 61-1-3(1) of the Act because he was not licensed to offer or sell securities such as the Horizon Notes.
29. Kendell sold unregistered securities to investors in violation of Section 61-1-7 of the Act.
30. Kendell violated Section 61-1-16 of the Act because his Form U4, a document filed with the Division through CRD, was false and misleading at the time it was filed because it failed to disclose Kendell's activities with Horizon.

III. REMEDIAL ACTIONS/SANCTIONS

31. Respondent neither admits nor denies the Division's findings and conclusions, but consents to the sanctions below being imposed by the Division.
32. Respondent represents that the information he has provided to the Division as part of the Division's investigation is accurate and complete.
33. Respondent agrees to cease and desist from violating the Act and to comply with the requirements of the Act in all future business in this state.
34. Respondent agrees that he will not seek licensure or apply to be licensed by the Division as a broker-dealer agent, investment adviser or investment adviser representative, nor

licensing as an agent for any issuer soliciting investor funds in the State of Utah at any time in the future.

35. Pursuant to Utah Code Ann. Section 61-1-20, and in consideration of the guidelines set forth in Utah Admin. Code Rule R164-31-1, the Division imposes a fine of \$75,000.00. In light of Respondent's financial situation and ability to pay, the fine shall be paid as follows: within thirty (30) days following entry of this Order, Respondent shall pay \$2,500.00 to the Division, and thereafter shall make payments of \$1,050 quarterly to the Division for a total of fourteen (14) quarterly payments amounting to \$14,700.00. Respondent shall then make four (4) quarterly payments of \$1,950, for a total of \$7,800. At that time, if Respondent has made timely payments and complied with all of the requirements of the Order, the Division may, in its sole discretion, waive the remaining fine amount of \$50,000.00.
36. Respondent agrees that he will provide truthful testimony and cooperation, including production of documents and providing information informally without the necessity of a subpoena or other process, in any state or federal investigation (including investigations conducted by or actions filed by the Trustee) involving Randall, the Horizon entities, and any individuals under investigation as a result of their affiliation with Randall and/or the Horizon entities. However, this agreement shall not constitute a waiver of Respondent's Fifth Amendment right against self-incrimination.
37. Respondent shall notify the Division of any address changes within thirty (30) days.

IV. FINAL RESOLUTION

38. Respondent acknowledges that this Order, upon approval by the Utah Securities Commission, shall be the final compromise and settlement of this matter. Respondent

acknowledges that the Commission is not required to approve this Order, in which case the Order shall be null and void and have no force or effect. In the event the Commission does not approve this Order, however, Respondent expressly waives any claims of bias or prejudgment of the Commission, and such waiver shall survive any nullification.

39. If Respondent materially violates any term of this Order, after notice and an opportunity to be heard before an administrative judge solely as to the issue of a material violation, Respondent consents to entry of an order in which:
- a. Respondent admits the Division's Findings of Fact and Conclusions of Law as set forth in this Order; and
 - b. any payments owed by Respondent pursuant to this Order become immediately due and payable.


The order may be issued upon ex parte motion of the Division, supported by an affidavit verifying the violation. In addition, the Division may institute judicial proceedings against Respondent in any court of competent jurisdiction and take any other action authorized by the Act or under any other applicable law to collect monies owed by Respondent or to otherwise enforce the terms of this Order. Respondent further agrees to be liable for all reasonable attorneys' fees and costs associated with any collection efforts pursued by the Division, plus the judgment rate of interest.

40. Respondent acknowledges that the Order does not affect any civil or arbitration causes of action that third-parties may have against him arising in whole or in part from his actions, and that the Order does not affect any criminal causes of action that may arise as a result of his conduct referenced herein. Respondent also acknowledges that any civil, criminal,

arbitration or other causes of actions brought by third-parties against him have no effect on, and do not bar, this administrative action by the Division against him. If Respondent materially violates this Order, however, the Findings of Fact and Conclusions of Law set forth in this Order are deemed admitted as described in paragraph 39 above, and may be introduced as evidence against Respondent in any arbitration, civil, criminal, or regulatory actions.

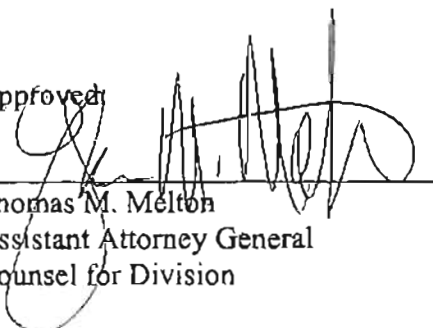
41. This Order constitutes the entire agreement between the parties herein and supersedes and cancels any and all prior negotiations, representations, understandings, or agreements between the parties. There are no verbal agreements which modify, interpret, construe, or otherwise affect this Order in any way. Upon entry of the Order, any further scheduled hearings are canceled. The Order may be docketed in a court of competent jurisdiction.

Dated this 1 day of July, 2015




Kenneth O. Barton
Director of Licensing and Compliance
Utah Division of Securities

Approved:




Thomas M. Melton
Assistant Attorney General
Counsel for Division

Dated this 30 day of JUNE, 2015



Rick D. Kendell

Approved:



Matthew R. Lewis
Counsel for Respondent

ORDER

IT IS HEREBY ORDERED THAT:

1. The Division's Findings and Conclusions, which are neither admitted nor denied by the Respondent, are hereby entered.
2. Respondent shall cease and desist from violating the Act and comply with the requirements of the Act in all future business in this state.
3. Respondent shall not seek licensure or apply to be licensed by the Division as a broker-dealer agent, investment adviser or investment adviser representative, nor licensing as an agent for any issuer soliciting investor funds in the State of Utah at any time in the future.
4. Pursuant to Utah Code Ann. Section 61-1-20, and in consideration of the guidelines set forth in Utah Admin. Code Rule R164-31-1, and in light of Respondent's financial situation and ability to pay, the Division imposes a fine of \$75,000.00. The fine shall be paid according to the schedule set forth in para. 35 above. After Respondent has paid \$25,000.00, if Respondent has made timely payments and complied with all of the requirements of the Order, the Division may, in its sole discretion, waive the remaining fine.
5. Respondent shall provide truthful testimony and cooperation, including production of documents and providing information informally without the necessity of a subpoena or other process, in any state or federal investigation (including investigations conducted by or actions filed by the Trustee) involving Randall, the Horizon entities, and any individuals under investigation as a result of their affiliation with Randall

and/or the Horizon entities.

6. Respondent shall notify the Division of any address changes within thirty (30) days.

BY THE UTAH SECURITIES COMMISSION:

DATED this 27th day of August, 2015



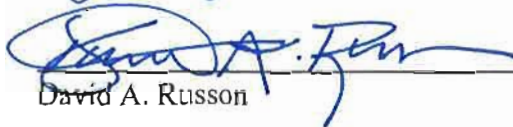
Brent Baker



Erik Christiansen



Gary Cornia



David A. Russon

Certificate of Mailing

I certify that on the 1st day of September, 2015, I mailed, by certified mail, a true and correct copy of the fully executed Stipulation and Consent Order to:

Matthew R. Lewis
RAY QUINNEY & NEBEKER
36 South State Street, Suite 1400
Salt Lake City, UT 84111
Counsel for Respondent

Certified Mail # 701421200003 78666821



Division of Securities
Utah Department of Commerce
160 East 300 South
Box 146760
Salt Lake City, UT 84114-6760
Telephone: (801) 530-6600
FAX: (801) 530-6980

IN THE MATTER OF:

**CITIGROUP GLOBAL MARKETS INC.,
CRD#7059**

Respondent.

**STIPULATION AND CONSENT
ORDER**

Docket No. SD-15-00 41

The Utah Division of Securities (“Division”), by and through its Director of Compliance, Kenneth O. Barton, and Citigroup Global Markets Inc. (“CGMI”) hereby stipulate and agree as follows:

WHEREAS, CGMI is a broker-dealer registered in the State of Utah, with a Central Registration Depository (“CRD”) number of 7059; and state securities regulators have conducted coordinated investigations into the registrations of CGMI sales assistants and CGMI’s supervisory system with respect to the registration of same; and

CGMI has cooperated with regulators conducting the investigations by responding to inquiries, providing documentary evidence and other materials, and providing regulators with access to facts relating to the investigations; and

CGMI has advised regulators of its agreement to resolve the investigations pursuant to the terms specified in this Stipulation and Consent Order (“Order”); and

CGMI has made certain changes to relevant order entry systems, and to CGMI’s supervisory system with respect to the same; and

CGMI agrees to make certain payments in accordance with the terms of this Order; and

CGMI elects to waive permanently any right to a hearing and appeal under the Utah Administrative Procedures Act, Title 63G, Chapter 4 of the Utah Code with respect to this Order;

and

CGMI admits the jurisdiction of the Division in this matter; and

Solely for the purpose of terminating the multi-state investigations, and in settlement of the issues contained in this Order, CGMI, without admitting or denying the findings of fact or conclusions of law contained in this Order, consents to the entry of this Order.

NOW, THEREFORE, the Division, as administrator of the Utah Uniform Securities Act (“Act”), (Title 61, Chapter 1 of the Utah Code), hereby enters this Order:

I.

FINDINGS OF FACT

Relevant CGMI Business Units

1. CGMI is a registered broker-dealer and wholly-owned subsidiary of Citigroup Inc. Prior to June 1, 2009, CGMI primarily operated its U.S.-based retail brokerage business through a business unit under the name Smith Barney. CGMI also operated, and continues to operate other businesses, including a retail brokerage currently operated under the name Citi Personal Wealth Management.

2. On June 1, 2009, Citigroup Inc. sold a majority stake in its primary retail brokerage business to Morgan Stanley & Co., Inc. (“Morgan Stanley”). Morgan Stanley combined that business and its own retail brokerage operations into a joint venture operated by a new broker dealer known as Morgan Stanley Smith Barney LLC (“MSSB”).

3. After the June 1, 2009 transaction, Citigroup Inc. retained control and ownership of the CGMI businesses that had not been sold to Morgan Stanley.

4. The multi-state investigations covered the period from January 1, 2007 through September 30, 2014 (the “Relevant Period”). The factual representations that follow relate to all or some portion of the Relevant Period.

Background on CGMI Personnel

5. CGMI’s primary customer-facing retail broker-dealer agents were known as Financial Advisors (“FAs”).

6. CGMI also employed sales assistants (“SAs”) using various job titles. Sales assistants were generally tasked with assisting FAs and customers with administrative and operational support. Sales assistants were involved in such tasks as:

- a. answering phones, taking messages, and responding to calls when appropriate;
- b. giving clients market quotes;
- c. typing correspondence for FAs within the parameters of CGMI guidelines;
- d. maintaining files for FAs on clients and products;
- e. providing follow-up with clients and operations staff; and
- f. obtaining investment and product information for FAs.

7. Some sales assistants were registered with CGMI (hereafter “RSAs”). RSAs are of particular significance to this Order because on occasion, they could accept unsolicited client orders from clients. Accordingly, RSAs were required to pass the series 7 and 63 and/or 66 qualification exams and to register in the appropriate jurisdictions.

8. During the Relevant Period, a policy relevant to this Order stated, “Registered Sales Assistants need to be registered in every state that the FA(s) for whom they provide coverage is registered.”

9. During a portion of the Relevant Period (see paragraph 11, below), CGMI personnel used a computerized order entry system known as “NextGen” to enter orders on behalf of customers.

10. The NextGen order entry process was intended to generally work as follows: NextGen automatically populated the order-entry screen with the logon ID of the person entering the order, the name of that person, and the date and time the order was entered. The person entering the order verified that she was the person who received the order at the time the order was entered by checking the box stating: “Check to confirm client receipt information.” If the person entering the order was not the person who received the order, then the person entering the order entered the NextGen logon ID for the person who received the order into the “Received by ID/Name Box.” The person entering the order was prompted to provide her password. At that point, a variety of validations were conducted including a check to ensure that the FA of record for the account was duly registered in the applicable state(s). However, NextGen did not check to ensure that the person accepting the client order, if different from the FA assigned to the account, was registered in the applicable state(s). Once the validation checks were completed, the order was either blocked or moved forward to the verification screen. If a trade was blocked due to a registration gap, an error message appeared on the NextGen screen stating: “FC REGISTRATION VIOLATION-CALL YOUR REG REPRESENTATIVE.” If the trade was not blocked, the

person entering the trade was prompted to verify and submit the order. Upon submission, the order entry process was complete, and the order was sent to the market for execution.

11. CGMI ceased using NextGen, and implemented a new order entry system during the fourth quarter of 2010 and first quarter of 2011, as part of a conversion to a new clearing firm relationship with Pershing.

12. As of January 1, 2009, CGMI employed approximately 3,500 RSAs on a nationwide basis. In June 2009, CGMI sold a majority stake in its primary retail brokerage business to Morgan Stanley. In connection with the MSSB transaction, the retail brokerage business sales force at CGMI was reduced by approximately 95 percent. The vast majority of the RSAs were contributed to the MSSB joint venture. As of the date of this order, CGMI currently employs fewer than 100 RSAs nationwide.

Licensing¹ Required

13. Section 61-1-3(1) of the Act requires a person transacting business in Utah as a securities agent to be licensed with the Division.

14. Pursuant to Section 61-1-3(1), a person cannot accept unsolicited orders in Utah without being registered in Utah.

15. Pursuant to Section 61-1-3(2)(a), a broker-dealer may be sanctioned for selling securities in Utah through agents other than agents licensed in the Utah.

Regulatory Investigations and Findings

16. State securities regulators have initiated investigations into the practices of CGMI and other firms in connection with SA registrations.

17. The multi-state investigations focused on whether SAs were properly registered in the relevant jurisdictions at the time such individuals may have accepted customer orders from those states. In addition, the investigations focused on whether the firms' supervisory systems properly supervised such orders.

18. In CGMI's case, the investigation found that, in certain instances, SAs accepted

¹ With respect to securities professionals and the firms with which they are associated, the Utah Uniform Securities Act uses the term "licensing" in the same manner other jurisdictions may use the term "registration". For purposes of this Order the two terms should be considered synonymous.

unsolicited orders from clients residing in states where the SA was not registered. In addition, the investigations found that NextGen did not record the identity of the person receiving the order from the customer for a discreet set of orders that were reviewed.

19. Furthermore, the investigation determined that (a) contrary to applicable policies and procedures RSAs were not registered in every state that the FAs for whom they provided coverage were registered, and as a result, (b) it is highly likely that certain RSAs accepted unsolicited orders in Utah at times when the RSAs were not appropriately licensed in Utah.

Remedial Efforts

20. As part of a transition that was finalized in early 2011, CGMI's retail business ceased using the NextGen system and started to use in its place an order entry system licensed and operated by Pershing called NetX360.

21. Orders entered into NetX360 are routed through Pershing's Rules Engine, which has certain checks relating to state registration status, including the registration status of the acceptor.

22. Additionally, quarterly review meetings in which RSAs are involved include a review of the Firm's state registration policy and the prohibition against accepting orders in states in which the RSA is not registered.

23. CGMI provided timely responses and substantial cooperation in connection with the regulatory investigations into this issue.

II.

CONCLUSIONS OF LAW

24. The Division has jurisdiction over this matter pursuant to Section 61-1-6 of the Act.

25. CGMI's failure to establish an adequate system to monitor the registration status of persons accepting client orders constitutes grounds to impose sanctions under Section 61-1-6(2)(a)(ii)(J) of the Act.

26. CGMI's failure to ensure its registered Sales Assistants were registered in the

appropriate jurisdictions constitutes a failure to enforce its established written procedures, and is a basis for the issuance of an Order for sanctions against CGMI.

27. Pursuant to the Act, CGMI's acceptance of orders in Utah through SAs who were not properly registered in Utah constitutes a violation of Section 61-1-3(2)(a) of the Act for the employment of unlicensed agents in Utah.

28. Pursuant to Section 61-1-6(1)(a)(iv) of the Act, the violations described above constitute bases for the assessment of an administrative fine against CGMI.

29. The Division finds the following relief appropriate and in the public interest.

III.

UNDERTAKINGS

30. CGMI hereby undertakes and agrees to establish and maintain policies, procedures and systems that reasonably supervise the trade process so that a SA can only accept client orders that originate from jurisdictions where the SA accepting the order is appropriately registered.

IV.

ORDER

On the basis of the Findings of Facts, Conclusions of Law, and CGMI's consent to the entry of this Order,

IT IS HEREBY ORDERED:

1. This Order concludes the investigation by the Division and any other action that the Division could commence against CGMI under applicable Utah law as it relates to (a) RSAs who accepted client orders while not registered in the appropriate jurisdiction, and (b) CGMI's supervision of state registrations for RSAs during the period from January 1, 2007 through September 30, 2014.

2. This Order is entered into solely for the purpose of resolving the referenced multi-state investigation, and is not intended to be used for any other purpose. For any person or entity not a party to the Order, this Order does not limit or create any private rights or remedies against CGMI, limit or create liability of CGMI, or limit or create defenses of CGMI, to any claims.

3. CGMI shall pay the sum of thirty-five thousand dollars (\$35,000) to the Division

within ten days of the date of this Order, for deposit in the Securities Investor Education, Training and Enforcement Fund, pursuant to Section 61-1-18.7 of the Act.

4. CGMI is hereby ordered to comply with the Undertakings contained herein.

5. This order is not intended by the Division to subject any Covered Person to any disqualifications under the laws of the United States, any state, the District of Columbia, Puerto Rico, or the U.S. Virgin Islands, or under the rules or regulations of any securities or commodities regulator or self-regulatory organizations, including, without limitation, any disqualification from relying upon the state or federal registration exemptions or safe harbor provisions.

“Covered Person,” means CGMI or any of its affiliates and their current or former officers or former officers, directors, employees, or other persons that would otherwise be disqualified as a result of the Orders (as defined below).

6. This Order and the order of any other State in any proceeding related to CGMI’s agreement to resolve the above-referenced multi-state investigation (collectively, the “Orders”) shall not disqualify any Covered Person from any business that they otherwise are qualified, licensed or permitted to perform under applicable securities laws of Utah and any disqualifications from relying upon this state’s registration exemptions or safe harbor provisions that arise from the Orders are hereby waived.

7. This Order shall be binding upon CGMI and its successors and assigns as well as to successors and assigns of relevant affiliates with respect to all conduct subject to the provisions above and all future obligations, responsibilities, undertakings, commitments, limitations, restrictions, events, and conditions.

8. CGMI acknowledges that this Order, upon approval by the Utah Securities Commission (“Commission”) shall be the final compromise and settlement of this matter. CGMI further acknowledges that if the Commission does not accept the terms of the Order, it shall be deemed null and void and without any force or effect whatsoever.

9. This Order constitutes the entire agreement between the parties herein and supersedes and cancels any and all prior negotiations, understandings, or agreements between the parties. There are no verbal agreements which modify, interpret, construe, or otherwise affect this Order in any way.

Utah Division of Securities

Dated this 27 day of August, 2015

By: K. Barton
Kenneth O. Barton
Director of Compliance

CONSENT TO ENTRY OF ADMINISTRATIVE ORDER BY CGMI

Citigroup Global Markets Inc. ("CGMI") hereby acknowledges that it has been served with a copy of this Order, has read the foregoing Order, is aware of its right to a hearing and appeal in this matter, and has waived the same.

CGMI admits the jurisdiction of the Division, neither admits nor denies the Findings of Facts and Conclusions of Law contained in this Order, and consents to entry of this Order by the Division as settlement of the issues contained in this Order.


CGMI agrees that it shall not claim, assert, or apply for a tax deduction or tax credit with regard to any state, federal or local tax for any administrative monetary penalty that CGMI shall pay pursuant to this Order.

CGMI states that no promise of any kind or nature whatsoever was made to it to induce it to enter into this Order other than that which might be contained in this Order and that it has entered into this Order voluntarily.

Joshua E. Levine represents that s/he is Managing Director of CGMI and that, as such, has been authorized by CGMI to enter into this Order for and on behalf of CGMI.


Dated this 14th day of July, 2015.

Citigroup Global Markets, Inc.

By: 
Title: Managing Director

SUBSCRIBED AND SWORN TO before me this 14 day of July, 2015.

[Affix seal]


Notary Public in and for the State of New York

My Commission expires:

June 18, 2019

RODD CORNER
Notary Public - State of New York
No. 01CO6189041
Qualified in New York County
My Commission Expires June 18, 2019

BY ORDER OF THE UTAH SECURITIES COMMISSION:

The foregoing Stipulation and Consent Order is hereby accepted, confirmed, and entered by the Utah Securities Commission.

DATED this 27th day of August, 2015

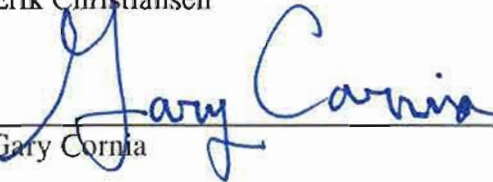


Brent Baker



Kyle White

Erik Christiansen



Gary Cornia



David A. Russon

RECEIVED

Certificate of Service

I certify that on the 1st day of September, 2015, I served the foregoing

Stipulation and Consent Order by mailing a copy by U.S. Mail to:

Lauren Cook Jackson
Sidley Austin LLP
1501 K Street, N.W.
Washington, DC 20005

and via e-mail: lcookjackson@sidley.com



Executive Secretary

Division of Securities
Utah Department of Commerce
160 East 300 South
P.O. Box 146760
Salt Lake City, Utah 84114-6760
Telephone: 801 530-6600

**BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH**

IN THE MATTER OF:

JOHN DARIN FORD, CRD#2341883

Respondent.

STIPULATION AND CONSENT ORDER

Docket No. SD-15-0003

The Utah Division of Securities (“Division”), by and through its Director of Compliance, Kenneth O. Barton and the Respondent, John Darin Ford (“Respondent” or “Ford”), hereby stipulate and agree as follows:

1. Respondent has been the subject of an investigation by the Division into allegations that he violated the Utah Uniform Securities Act (“Act”), Utah Code Ann. §61-1-1, *et seq.*
2. On or about February 5, 2015, the Division initiated an administrative action against Respondent by filing an Order to Show Cause.
3. Respondent hereby agrees to settle this matter with the Division by way of this Stipulation and Consent Order (“Order”). If entered, the Order will fully resolve all claims the Division has against Respondent pertaining to the Order to Show Cause.
4. Respondent admits that the Division has jurisdiction over him and the subject matter of this action.

5. Respondent hereby waives any right to a hearing to challenge the Division's evidence and present evidence on his behalf.
6. Respondent has read this Order, understands its contents, and voluntarily agrees to the entry of the Order set forth below. No promises or other agreements have been made by the Division, nor by any representative of the Division, to induce Respondent to enter into this Order, other than as described in this Order.
7. Respondent understands that he may be represented by counsel in this matter, understands the role that counsel would have in defending and representing his interests in this case, and hereby knowingly, freely and voluntarily waives his right to have counsel represent him in this proceeding.

I. FINDINGS OF FACT

8. From 1993 until July 2013, John Darin Ford ("Ford") was licensed in Utah as a broker-dealer agent and investment adviser representative of several firms. Most recently, he was licensed in those capacities with Met Life Securities Inc. ("Met Life"), CRD#14251. He is not currently licensed in the securities industry in any capacity.
9. Ford has taken and passed the FINRA Series 7, 63, and 65 examinations.
10. Ford was also licensed with the Utah Insurance Department ("UID") as an insurance agent during the period relevant to this action.
11. On July 19, 2013, Met Life terminated Ford for cause after discovering that Ford had altered client signatures on IRA distribution documents.
12. Following an inquiry by UID concerning the termination of Ford's insurance agent appointment with Met Life, in November 2013, UID referred the matter to the Division

for further investigation. The Division's investigation revealed the following:

13. In July 2013, Ford brought forms that required a client signature guarantee to a managing sales director ("sales director") with Met Life. The sales director believed the signatures appeared suspicious and contacted the Met Life Compliance Department for instruction on how to proceed.
14. After interviewing the client, who insisted the signatures were authentic, the sales director reviewed a sample of other client files of Ford. That examination found documents with signatures that appeared to be altered in two client files.
15. The altered documents were IRA distribution forms. For the first client, there were seven altered distribution forms in which "white out" was used to change the dates and distribution amounts without obtaining a new client signature. Other notes were also handwritten by Ford on the original distribution form to make it appear as a new and separately signed form. For the second client, the client's signature had been cut out and affixed by tape to a blank IRA distribution form.
16. Ford was terminated by Met Life after admitting to altering the documents.
17. In an interview with the Division, Ford admitted altering the seven documents but claimed to not remember altering the document containing the cut and taped signature.

II. CONCLUSIONS OF LAW

18. In manipulating multiple client documents as set forth above, Ford engaged in dishonest or unethical conduct under Utah Admin. Code Rule R164-6-1g, warranting sanctions under Section 61-1-6(2)(a)(ii)(G) of the Act. In addition, Ford's conduct violates FINRA Rule 2010, the violation of which is also a dishonest or unethical practice under R164-6-

lg(C)(28), made applicable to agents through R164-6-1g(D)(7).

III. REMEDIAL ACTIONS/SANCTIONS

19. Respondent admits the Division's findings in paragraph 17, and neither admits nor denies the Division's other findings and conclusions, but consents to the sanctions below being imposed by the Division.
20. Respondent represents that the information he has provided to the Division as part of the Division's investigation is accurate and complete.
21. Respondent agrees to cease and desist from violating the Act and to comply with the requirements of the Act in all future business in this state.
22. Because Respondent has not been licensed in the securities industry for more than two years, should he choose to apply to become licensed in the future he must requalify by passing the appropriate examinations.
23. Pursuant to Utah Code Ann. Section 61-1-20, and in consideration of the guidelines set forth in Utah Admin. Code Rule R164-31-1, the Division imposes a fine of \$2,500.00. In light of Respondent's financial situation and ability to pay, the fine shall be suspended for a period of thirty-six (36) months following entry of the Order. At that time, if Respondent has fully complied with the requirements of the Order, the Division may, in its sole discretion, waive payment of the fine.
24. Respondent shall notify the Division of any address changes within thirty (30) days.

IV. FINAL RESOLUTION

25. Respondent acknowledges that this Order, upon approval by the Utah Securities Commission, shall be the final compromise and settlement of this matter. Respondent

acknowledges that the Commission is not required to approve this Order, in which case the Order shall be null and void and have no force or effect. In the event the Commission does not approve this Order, however, Respondent expressly waives any claims of bias or prejudgment of the Commission, and such waiver shall survive any nullification.

26. If Respondent materially violates any term of this Order, after notice and an opportunity to be heard before an administrative judge solely as to the issue of a material violation, Respondent consents to entry of an order in which:
- a. Respondent admits the Division's Findings of Fact and Conclusions of Law as set forth in this Order; and
 - b. the fine owed by Respondent pursuant to this Order becomes immediately due and payable.

The order may be issued upon ex parte motion of the Division, supported by an affidavit verifying the violation. In addition, the Division may institute judicial proceedings against Respondent in any court of competent jurisdiction and take any other action authorized by the Act or under any other applicable law to collect monies owed by Respondent or to otherwise enforce the terms of this Order. Respondent further agrees to be liable for all reasonable attorneys' fees and costs associated with any collection efforts pursued by the Division, plus the judgment rate of interest.

27. Respondent acknowledges that the Order does not affect any civil or arbitration causes of action that third-parties may have against him arising in whole or in part from his actions, and that the Order does not affect any criminal causes of action that may arise as a result

of his conduct referenced herein. Respondent also acknowledges that any civil, criminal, arbitration or other causes of actions brought by third-parties against him have no effect on, and do not bar, this administrative action by the Division against him. If Respondent materially violates this Order, however, the Findings of Fact and Conclusions of Law set forth in this Order are deemed admitted as described in paragraph 26 above, and may be introduced as evidence against Respondent in any arbitration, civil, criminal, or regulatory actions.


28. This Order constitutes the entire agreement between the parties herein and supersedes and cancels any and all prior negotiations, representations, understandings, or agreements between the parties. There are no verbal agreements which modify, interpret, construe, or otherwise affect this Order in any way. Upon entry of the Order, any further scheduled hearings are canceled. The Order may be docketed in a court of competent jurisdiction.

Dated this 24 day of August, 2015



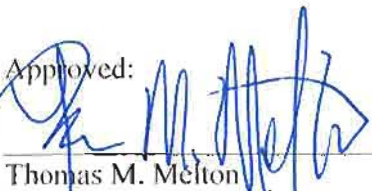
Kenneth O. Barton
Director of Licensing and Compliance
Utah Division of Securities

Dated this 13th day of August, 2015



John Lynn Ford

Approved:



Thomas M. Melton
Assistant Attorney General
Counsel for Division

ORDER

IT IS HEREBY ORDERED THAT:

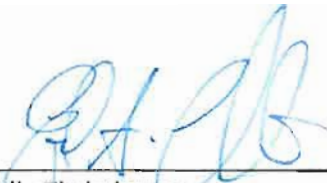
1. The Division's Findings and Conclusions, of which Respondent admits paragraph 17 and neither admits nor denies the other Findings and Conclusions, are hereby entered.
2. Respondent shall cease and desist from violating the Act and comply with the requirements of the Act in all future business in this state.
3. Because Respondent has not been licensed in the securities industry for more than two years, should he choose to apply to become licensed in the future he must requalify by passing the appropriate examinations.
4. Pursuant to Utah Code Ann. Section 61-1-20, and in consideration of the guidelines set forth in Utah Admin. Code Rule R164-31-1, the Division imposes a fine of \$2,500.00. In light of Respondent's financial situation and ability to pay, the fine shall be suspended for a period of thirty-six (36) months following entry of the Order. At that time, if Respondent has fully complied with the requirements of the Order, the Division may, in its sole discretion, waive payment of the fine.
5. Respondent shall notify the Division of any address changes within thirty (30) days.

BY THE UTAH SECURITIES COMMISSION:


DATED this 27th day of August, 2015



Brent Baker


Erik Christiansen

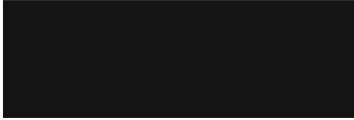

Gary Cornia


David A. Russon


Lyle E. White

Certificate of Mailing

I certify that on the 1st day of September 2015, I mailed, by certified mail, a true and correct copy of the fully executed Stipulation and Consent Order to:



Certified Mail # 70142120000378666807

Rebecca Cline