



STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE

IN THE MATTER OF:)
)
THOMAS A. EIDELMAN, CRD #3253733, and) Case No.: AP-23-04
BENJAMIN M. WEISS, CRD #6761857,)
)
Respondents.)

CONSENT ORDER

SUMMARY OF ENFORCEMENT SECTION’S ALLEGATIONS

1. The Enforcement Section of the Missouri Securities Division of the Office of Secretary of State (“**Enforcement Section**”), through Senior Enforcement Counsel Melissa D. Buchanan, alleges that between January 01, 2023 and January 31, 2023 (“**Relevant Period**”), Thomas A. Eidelman (“**TAE**”) and Benjamin M. Weiss (“**BMW**”) (collectively “**Respondents**”), transacted business in the State of Missouri without being registered or exempt from registration in violation of Section 409.4-404(a). The Enforcement Section alleges that these violations constitute grounds to issue an order in accordance with Section 409.6-604.
2. Respondents and the Securities Division desire to settle the allegations raised by the Enforcement Section relating to Respondents’ alleged violations of Section 409.4-404.

CONSENT TO JURISDICTION

3. Respondents and the Enforcement Section stipulate and agree that the Missouri Commissioner of Securities (the “**Commissioner**”) has jurisdiction over Respondents and these matters pursuant to the Missouri Securities Act of 2003, Chapter 409, *et seq.* (“**the Act**”).¹
4. Respondents and the Enforcement Section stipulate and agree that the Commissioner has authority to enter this Order pursuant to Section 409.6-604(h), which provides:

¹ Unless otherwise specified, all statutory references are to the 2016 Revised Statutes of Missouri, as updated by the 2021 Cumulative Supplement.

“The commissioner is authorized to issue administrative consent orders in the settlement of any proceeding in the public interest under this act.”

WAIVER AND EXCEPTION

5. Respondents waive any rights to a hearing with respect to this matter.
6. Respondents waive any rights that they may have to seek judicial review or otherwise challenge or contest the terms and conditions of this Order. Respondents specifically forever release and holds harmless the Missouri Office of the Secretary of State, Secretary of State, Commissioner, and their respective representatives and agents from any and all liability and claims arising out of, pertaining to, or relating to this matter.
7. Respondents stipulate and agree with the Enforcement Section that, should the facts contained herein prove to be false or incomplete, the Enforcement Section reserves the right to pursue any and all legal or administrative remedies at its disposal.

CONSENT TO COMMISSIONER’S ORDER

8. Respondents and the Enforcement Section stipulate and agree to the issuance of this Consent Order without further proceedings in this matter, agreeing to be fully bound by the terms and conditions specified herein.
9. Respondents agree not to take any action or to make or permit to be made any public statement creating the impression that this Order is without factual basis. Nothing in this paragraph affects Respondents’ (a) testimonial obligations; (b) right to take legal or factual positions in defense of litigation or in defense of other legal proceedings in which the Commissioner is not a party; or (c) right to make public statements that are factual.
10. Respondents agree that they are not the prevailing party in this action since the parties have reached a good faith settlement.
11. Respondents neither admit nor deny the allegations made by the Enforcement Section or the Findings of the Commissioner, but consent to the Commissioner’s Findings of Fact, Conclusions of Law, and Order as set forth below solely for the purpose of resolving this proceeding and any proceeding that may be brought to enforce the terms of this Consent Order.

THE COMMISSIONER’S FINDINGS OF FACT, CONCLUSIONS OF LAW, AND ORDER

I. FINDINGS OF FACT

12. Daytona Street Capital, LLC (the “**Firm**”) is a Missouri-based investment adviser with an address of 8000 Maryland Avenue, Suite 610 Saint Louis, Missouri, 63105. The Firm is

registered with the U.S. Securities and Exchange Commission (“**SEC**”) and in the Central Registration Depository System (“**CRD**”) with CRD number 316666.

13. Respondent TAE is an investment adviser representative for the Firm and is also the Firm’s President and Chief Compliance Officer. Respondent TAE is registered in CRD with number 3253733.
14. Respondent BMW is an investment adviser representative for the Firm and is also the firm’s Chief Investment Officer. Respondent BMW is registered in CRD with number 6761857.
15. On November 9, 2021, the Firm applied for 120-Day registration with the SEC under the assumption that it would accumulate at least \$100 million in assets to manage from clients to meet the minimum assets under management (“**AUM**”) threshold to become a federal covered investment adviser with the SEC. 120-Day registration with the SEC was approved on December 15, 2021.
16. To date, however, the Firm has not met the minimum AUM threshold and, as a result, is expected to have its SEC registration terminated. Until the SEC officially terminates the Firm’s SEC registration, the Firm continues to maintain the status of an SEC registered investment adviser.
17. On July 29, 2022, the Firm filed an initial application for registration with Missouri given the expected termination of its SEC registration. In seeking registration with Missouri, the Firm, through Respondents, engaged a third-party international financial services consulting firm (“**Consultant**”) to assist with regulatory compliance matters.
18. On September 27, 2022, following the Firm’s registration application in Missouri, the Securities Division, by and through the Commissioner, issued a Summary Suspension Order to the Firm.
19. As of February 16, 2023, the only unresolved item regarding the Firm’s application is the outstanding unregistered activity that occurred by the Firm’s two sole affiliates during the Relevant Period.
20. The Investment Adviser Representative Depository (“**IARD**”) requires firms and their affiliates to proactively renew their registrations each calendar year. In the event a firm and/or its affiliates fail to renew prior to the deadline set forth by the Financial Industry Regulatory Authority, Inc. (“**FINRA**”)², IARD automatically terminates the firm’s and/or an affiliate’s registrations.
21. On December 31, 2022, despite representations to Respondents from Consultant assuring proper regulatory compliance, Respondents’ individual state registrations lapsed.
22. During the Relevant Period, after the lapse in their registrations and according to the evidence obtained from the Firm by the Missouri Securities Divisions’ Examination

² The deadline set forth each year by FINRA may not necessarily be December 31.

Section, Respondents continued to conduct advisory business and collected fees without the proper registrations.

II. CONCLUSIONS OF LAW

23. **THE COMMISSIONER CONCLUDES** that Respondents transacted business as unregistered investment adviser representatives in violation of Section 409.4-404(a).
24. **THE COMMISSIONER CONCLUDES** that the violations above are sufficient to issue an order in accordance with Section 409.6-604.
25. The Commissioner, after consideration of the stipulations set forth above and on consent of the Respondents and the Enforcement Section, finds and concludes that the Commissioner has jurisdiction over Respondents in this matter and that the following order is in the public interest, necessary for the protection of public investors, and consistent with the purposes intended by Chapter 409.

III. ORDER

NOW, THEREFORE, it is hereby Ordered that:

26. The Firm, Respondents, their agents, employees and servants, and all other persons participating in the above-described violations with knowledge of this order are permanently enjoined and restrained from violating Section 409.4-404(a);
27. Respondents, joint and several, shall pay \$2,200 to the Missouri Secretary of State Investor Education and Protection Fund, for violating Section 409.4-404(a). **This amount is due upon execution of this Order and shall be made payable to the Missouri Secretary of State's Investor Education and Protection Fund** and sent to the Missouri Securities Division at 600 W. Main Street, Jefferson City, Missouri 65101;
28. The Firm, Respondents, their agents, employees and servants, and all others subject to this order forgo billing and collecting client advisory fees earned during the period in which Respondents were not properly registered; and
29. Respondents shall pay their own costs and attorneys' fees with respect to this matter.

SO ORDERED:

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY,
MISSOURI THIS 21st DAY OF FEBRUARY, 2023.

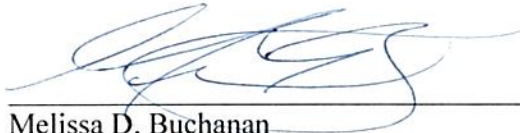
JOHN R. ASHCROFT
SECRETARY OF STATE



DOUGLAS M. JACOBY
COMMISSIONER OF SECURITIES

Consented to by:

THE MISSOURI SECURITIES DIVISION



Melissa D. Buchanan
Senior Enforcement Counsel

RESPONDENTS



Thomas A. Eidelman, CRD No. 3253733



Benjamin M. Weiss, CRD No. 6761857

