

State of Missouri
Office of Secretary of State

Case No. AP-09-04

IN THE MATTER OF:

PREMIER CAPITAL ADVISORS, INC.
607 Harborview Drive
Smithville, Missouri 64089,

Respondent.

CONSENT ORDER

1. The Missouri Securities Division alleges that Premier Capital Advisors, Inc. ("Premier") employed an unregistered investment adviser representative in violation of Section 409.4-403(d), RSMo. (Cum. Supp. 2008).
2. Premier desires to settle the allegations and the matters raised by the staff of the Securities Division relating to Premier's employment of an unregistered investment adviser representative.
3. Premier and the Securities Division consent to the issuance of this Consent Order.
4. Premier stipulates and agrees 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.
5. Premier waives its right to a hearing with respect to this matter.
6. Premier stipulates and agrees that it waives any rights that it may have to seek judicial review or otherwise challenge or contest the terms and conditions of this Order. Further, Premier specifically forever releases and holds harmless the Missouri Office of Secretary of State, Secretary of State, Commissioner of Securities and their respective representatives and agents from any and all liability and claims arising out of, pertaining to or relating to this matter.
7. Premier stipulates and agrees that, should the facts contained herein prove to be false or incomplete, the Missouri Division of Securities reserves the right to pursue any and all legal or administrative remedies at its disposal.

STIPULATIONS OF FACT

8. Premier is an investment adviser based in Missouri and has an address of 607 Harborview Drive, Smithville, Missouri 64089.
9. From January 1, 2002 to date, Premier employed an unregistered investment adviser representative. From January 1, 2002 to date, Premier received the following compensation:

2002	\$ 10,513.58
2003	\$ 14,149.79
2004	\$ 30,788.88
2005	\$ 32,665.09
2006	\$ 44,276.62
2007	\$ 41,042.52

10. For the years 2002 through 2007, Premier generated management fees of \$173,436.48 based on the investment advisory services performed by an unregistered investment adviser representative.
11. Premier had a duty to register its investment adviser representative under Section 409.4-403(d), RSMo. (Cum. Supp. 2008).

JURISDICTIONAL BASIS

12. Premier and the Securities Division stipulate and agree that the Commissioner has jurisdiction over these matters pursuant to the Missouri Securities Act, Chapter 409, et al.
13. Premier and the Securities Division stipulate and agree that the Commissioner has authority to enter this Consent Order pursuant to Section 409.6-604(h), RSMo. (Cum. Supp. 2008) which provides:

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

ORDER

WHEREAS, the Commissioner, after consideration of the stipulations set forth above and on the consent of Premier and the Securities Division, finds the following Order to be in the public interest, necessary for the protection of public investors and consistent with the provisions of Chapter 409, et al., RSMo Cumulative Supp. 2008.

NOW, THEREFORE, it is hereby Ordered that:

1. Premier is prohibited from employing unregistered investment adviser representatives in violation of Section 409.4-403(d), RSMo. (Cum. Supp. 2008).
2. Premier shall pay a total of ten thousand dollars (\$10,000.00) in two equal payments of five thousand dollars (\$5,000.00) to the Missouri Secretary of State's Investor Education and Protection Fund. The first payment of five thousand dollars (\$5,000.00) shall be made payable to the Missouri Secretary of State's Investor Education and Protection Fund and sent to the Division at the time Premier enters into this Consent Order. The remaining five thousand dollars (\$5,000.00) shall also be made payable to the Missouri Secretary of State's Investor Education and Protection Fund and sent to the Division on or before April 30, 2009. The Division will forward these funds to the Investor Education and Protection Fund.
3. Premier shall pay its 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 2ND DAY OF FEBRUARY, 2009.

ROBIN CARNAHAN
SECRETARY OF STATE

(Signed/Sealed)
MATTHEW D. KITZI
COMMISSIONER OF SECURITIES

Consented to by:

Nathan Soendker
Missouri Securities Division

Premier Capital Advisors, Inc.

By: (signature)_____
Signature

(printed name)_____
Printed or typed name