

State of Missouri
Office of Secretary of State

Case No. AP-12-16

IN THE MATTER OF:

BRANDON THORNTON,

Respondent.

Serve: Brandon Thornton at:
1602 Amber Place
Rolla, Missouri 65401-4684

**FINAL ORDER TO CEASE AND DESIST AND ORDER AWARDING RESTITUTION
AND COSTS, AND IMPOSING CIVIL PENALTIES**

On September 13, 2012, the Enforcement Section of the Securities Division of the Office of Secretary of State (the "Enforcement Section"), by and through Assistant Commissioner, Mary S. Hosmer, submitted a Petition for Final Order to Cease and Desist and Payment of Restitution, Civil Penalties and Costs (the "Petition"). After reviewing the Petition, the Commissioner issues the following findings of facts, conclusion of law and order:

PROCEDURAL BACKGROUND

1. On July 3, 2012, Mary S. Hosmer, Assistant Commissioner for the Missouri Securities Division and on behalf of the Enforcement Section, submitted a Petition for Order to Cease and Desist and Order to Show Cause Why Restitution, Civil Penalties, and Costs Should Not Be Imposed (the "C&D Petition") in the above-styled matter.
2. On July 10, 2012, the Commissioner of Securities ("Commissioner") issued an Order to Cease and Desist and Order to Show Cause Why Restitution, Civil Penalties, and Costs Should Not Be Imposed (the "C&D Order") against Respondent.
3. On July 10, 2012, a representative of the Commissioner mailed a copy of the C&D Order by U.S. Postal Service Certified Mail to Respondent Brandon Thornton ("Thornton") at 1602 Amber Place, Rolla, Missouri 65401-4684.
4. On July 31, 2012, a representative of the Commissioner mailed a copy of the C&D Order by U.S. Postal Service Certified Mail to Respondent Thornton at 2419 N. Bishop, Rolla, Missouri 65401.
5. On August 1, 2012 and August 3, 2012, Thornton received both copies of the certified mail at the addresses listed above.
6. Respondent Thornton failed to request a hearing within the time allowed by Section 409.6-604, RSMo. (Cum. Supp. 2011).
7. In the Petition, the Enforcement Section requested a Final Order to Cease and Desist as to Respondent Thornton.
8. In the Petition, the Enforcement Section requested that the Commissioner issue an order requiring Respondent Thornton to pay restitution in the amount of fifteen thousand dollars (\$15,000).
9. In the Petition, the Enforcement Section requested that the Commissioner issue an order imposing a civil penalty in the amount of ten thousand dollars (\$10,000) against Respondent Thornton for multiple violations of Section 409.5-501, RSMo. (Cum. Supp. 2011), and requested that same amount be "suspended" provided that the prayed for restitution amount is satisfied and that Respondent Thornton complies with the terms of any order and does not violate the Missouri Securities Act of 2003 for a period of three (3) years.
10. In the Petition, the Enforcement Section requested that the Commissioner issue an order requiring Respondent Thornton to pay the costs of the investigation in this matter in the amount of two thousand nine hundred seventy five dollars (\$2,975), and requested that same amount be "suspended" provided that the prayed for restitution amount is satisfied and that Respondent Thornton complies with the terms of any order and does not violate the Missouri Securities Act of 2003 for a period of three (3) years.

FINDINGS OF FACT

11. The Commissioner adopts and incorporates the Findings of Fact, paragraphs 1 " 6, in the C&D Order.

CONCLUSIONS OF LAW

12. The Commissioner adopts and incorporates the Conclusions of Law, paragraphs 18 & 35, in the C&D Order.
13. This Order is in the public interest and consistent with the purposes intended by the Missouri Securities Act of 2003.

ORDER

NOW, THEREFORE, it is hereby **ORDERED** that:

- A. The Cease and Desist Order entered in Case No. AP-12-16 on July 10, 2012, is **FINAL** as to Respondent Thornton.
- B. Pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2011), Respondent Thornton shall pay restitution in the amount of fifteen thousand dollars (\$15,000), for the amount of actual damages caused by Respondent's conduct arising from violations of Section 409.5-501, RSMo. (Cum. Supp. 2011). This amount shall be made payable to the Missouri Secretary of State's Investor Restitution Fund, and the Commissioner will take reasonable and necessary actions to distribute such funds to the individual referenced in Exhibit A of the Petition and injured by the acts and violations. This amount shall be paid within thirty (30) days of the date of this Order. Respondent Thornton shall deliver this payment to the Securities Division at 600 West Main Street, Jefferson City, Missouri 65102.
- C. Pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2011), Respondent Thornton shall pay a civil penalty in the amount of ten thousand dollars (\$10,000) to the State of Missouri for multiple violations of Section 409.5-501, RSMo. (Cum. Supp. 2011). This amount shall be suspended provided that Respondent Thornton complies with the terms of this Order and does not violate the Missouri Securities Act of 2003 for a period of three (3) years.
- D. Pursuant to Section 409.6-604(e), RSMo. (Cum. Supp. 2011), Respondent Thornton shall pay the additional sum of two thousand nine hundred seventy five dollars (\$2,975) as reimbursement for the costs of the investigation and administration in this matter. This amount shall be suspended provided that Respondent Thornton complies with the terms of this Order and does not violate the Missouri Securities Act of 2003 for a period of three (3) years.
- E. The suspended payments in paragraphs C and D, above, shall, for three (3) years from the execution of this document, become immediately payable, under operation of law, upon Respondent's failure to comply with the terms of this Order, and such immediately due payments shall be in addition to all other penalties then available under the law. The Commissioner will refer this matter for enforcement as provided in Sections 409.6-603 and 409.6-604, RSMo. (Cum. Supp. 2011). Upon Respondent's satisfaction of the restitution order in paragraph B, above, and his compliance with the terms of this Order for a period of three (3) years, the suspended payments in paragraphs C and D, above, shall be fully waived.
- F. Respondent Thornton shall pay his own costs and attorney's fees in this matter.

SO ORDERED:

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY, MISSOURI THIS 27TH DAY OF SEPTEMBER, 2012.

ROBIN CARNAHAN
SECRETARY OF STATE

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

CERTIFICATE OF SERVICE

I hereby certify that on this 27th day of September, 2012, a copy of the foregoing Final Order to Cease and Desist and Payment of Restitution, Civil Penalties, and Costs in the above styled case was **mailed by Certified U.S. mail to:**

Brandon Thornton
1602 Amber Place
Rolla, Missouri 65401

And via hand-delivery to:

Mary Hosmer
Assistant Commissioner
Missouri Securities Division

