



STATE OF MISSOURI  
OFFICE OF SECRETARY OF STATE

IN THE MATTER OF:	)	
	)	
CUPRILL WEALTH COACHING, LLC,	)	
CRD# 166461	)	
	)	
<i>Respondent.</i>	)	Case No. AP-15-19
	)	
Serve:	)	
Cuprill Wealth Coaching, LLC	)	
c/o David B. Cosgrove	)	
Cosgrove Law Group, LLC	)	
7733 Forsyth Blvd., Ste. 1675	)	
St. Louis, Missouri 63105	)	

**CONSENT ORDER**

**SUMMARY OF THE SECURITIES DIVISION’S ALLEGATIONS**

1. The Missouri Securities Division of the Office of Secretary of State (“Division”), through Enforcement Counsel Tyler B. McCormick, has alleged that Cuprill Wealth Coaching, LLC (“Cuprill Wealth Coaching” or “Respondent”) transacted business in the State of Missouri without being registered or exempt from registration in violation of Section 409.4-403(a), RSMo (Cum. Supp. 2013)<sup>1</sup> and that this constitutes grounds to issue an order pursuant to Section 409.6-604, RSMo.
2. Respondent and the Division desire to settle the allegations and the matters raised by the Division relating to the Respondent’s alleged violations of Section 409.4-403.

**CONSENT TO JURISDICTION**

3. Respondent and the Division stipulate and agree that the Missouri Commissioner of Securities (“Commissioner”) has jurisdiction over Respondent and these matters pursuant to the Missouri Securities Act of 2003, Chapter 409, *et seq.*

<sup>1</sup> Unless otherwise noted, all statutory references are to the 2013 cumulative supplement to the Revised Statutes of Missouri.

4. Respondent and the Division stipulate and agree that the Commissioner has authority to enter this Order pursuant to Section 409.6-604(h), which provides:

“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. Respondent waives Respondent’s rights to a hearing with respect to this matter.
6. Respondent waives any rights that Respondent may have to seek judicial review or otherwise challenge or contest the terms and conditions of this Order. Respondent specifically forever releases and holds harmless the Missouri Office of 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. Respondent stipulates and agrees with the Division that, should the facts contained herein prove to be false or incomplete, the Division reserves the right to pursue any and all legal or administrative remedies at its disposal.

CONSENT TO COMMISSIONER’S ORDER

8. Respondent and the Division 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.
9. Respondent agrees 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 Respondent’s (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. Respondent agrees that Respondent is not the prevailing party in this action since the parties have reached a good faith settlement.
11. Respondent neither admits nor denies the allegations made by the Division, but consents to the Commissioner’s Findings of Fact, Conclusions of Law, and Order as set forth below solely for the purposes of resolving this proceeding and any proceeding that may be brought to enforce the terms of this Consent Order.

COMMISSIONER'S FINDINGS OF FACT,  
CONCLUSIONS OF LAW, AND ORDER

I. FINDINGS OF FACT

12. Cuprill Wealth Coaching is an Ohio-based investment adviser with a mailing address of 7361 East Kemper Road-Suite B, Cincinnati, Ohio 45249. Cuprill Wealth Coaching is registered with the Central Registration Depository ("CRD") system with number 166461. Cuprill Wealth Coaching has a primary business name of Matson & Cuprill, LLC.
13. Daniel L. Cuprill ("Cuprill") is a principal of Cuprill Wealth Coaching and a registered investment adviser representative in Missouri with Cuprill Wealth Coaching. Cuprill's CRD number is 232899. As of March 13, 2015, Cuprill is dually registered as an investment adviser representative with MPM Wealth Advisors, Inc., CRD number 104926. Cuprill's mailing address is 6590 Oasis Dr., Loveland, OH 45140.
14. In January of 2014, Cuprill Wealth Coaching sent an application to register as an investment adviser in Missouri, along with accompanying fees and documentation. Cuprill Wealth Coaching's application was approved effective March 7, 2014.
15. Cuprill Wealth Coaching disclosed to the Division that prior to March 7, 2014, Cuprill Wealth Coaching had inadvertently been transacting business in Missouri as an unregistered investment adviser for more than five clients.

II. CONCLUSIONS OF LAW

16. The Commissioners also concludes that Respondent Cuprill Wealth Coaching transacted business as an unregistered investment adviser in this state in violation of Section 409.4-403(a), and that this violation constitutes grounds to issue an order pursuant to Section 409.6-604.
17. The Commissioner, after consideration of the stipulations set forth above and on consent of the Respondent and the Division, finds and concludes that the Commissioner has jurisdiction over Respondent 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, RSMo.

III. ORDER

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

1. Respondent, its 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 409.4-403(a);

2. Respondent Cuprill Wealth Coaching is ordered to pay \$60,000 to the Investor Education and Protection Fund for violations of the Missouri Securities Act. Respondent is ordered to pay \$35,000 as follows: \$15,000 on May 1, 2015, \$10,000 on June 1, 2015, and \$10,000 on July 1, 2015. Such payments shall be sent to the Securities Division at 600 W. Main Street, Jefferson City, Missouri 65101, and shall be payable to the Missouri Secretary of State's Investor Education and Protection Fund. The Division will send the money to the Missouri Secretary of State's Investor Education and Protection Fund;
3. The Commissioner suspends Respondent's payment of the remaining \$25,000 provided that Respondent complies with the terms of this Consent Order and does not violate the Missouri Securities Act for a period of two years from the date of this Consent Order;
4. Upon Respondent's failure to comply with the terms of this Consent Order, the suspended payment in paragraph 3 shall become immediately payable under operation of law, and such immediately due payments shall be in addition to all other penalties then available under the law. The Commissioner may take all available actions to enforce this Consent Order. Upon Respondent's satisfaction of the terms referenced above and Respondent's compliance with the terms of this Consent Order for a period of two years from the date of this Consent Order, the suspended payment in paragraph 3 shall be fully waived; and
5. 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 28<sup>th</sup> DAY OF April, 2015.




JASON KANDER  
SECRETARY OF STATE

*Andrew M. Hartnett*

ANDREW M. HARTNETT  
COMMISSIONER OF SECURITIES

Consented to by:

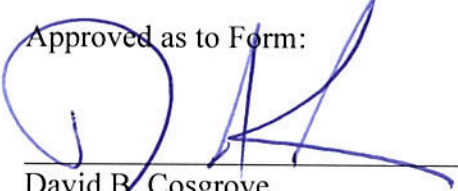
THE MISSOURI SECURITIES DIVISION

  
\_\_\_\_\_  
Tyler B. McCormick  
Enforcement Counsel

CUPRILL WEALTH COACHING, LLC

  
\_\_\_\_\_  
Daniel L. Cuprill

Approved as to Form:

  
\_\_\_\_\_  
David B. Cosgrove  
Attorney for Respondent