

State of Missouri
Office of Secretary of State

Case No. AP-06-24

IN THE MATTER OF:

GOLDLINE INTERNATIONAL, INC.;

Respondent,

CONSENT ORDER

The Missouri Securities Division (“Division”) alleges that the Respondents engaged in unregistered investment advisor activity subject to discipline under Chapter 409, RSMo, et seq.

WHEREAS, Respondents and the Division desire to settle the allegations and the matters raised by the staff of the Division relating to said alleged violations.

Whereas, Respondents and the Division consent to the issuance of this Consent Order and hereby stipulate that this Consent Order is in the public interest.

WHEREAS, Respondents 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 and waive their rights to a hearing with respect to this matter and further stipulate and agree that they waive any right they may have to seek judicial review or otherwise challenge or contest the terms and conditions of this Consent Order.

Whereas Respondents stipulate and agree that, should the facts contained herein prove to be false or incomplete, the Missouri Securities Division preserves the right to pursue any and all legal or administrative remedies at its disposal.

WHEREAS, 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 a factual basis.

WHEREAS, Respondents agree to be responsible for their own costs and attorneys fees.

WHEREAS, This Consent Order represents a settlement between the parties. It is expressly understood that the Stipulation and Order are for the purpose of resolving this proceeding only and are not to constitute admissions of jurisdiction and liability or wrong doing for any purpose or proceeding.

WHEREAS, Respondents and the Enforcement Section of the Securities Division stipulate and agree that the Commissioner has authority to enter this Order pursuant to Section 409.6-604(h), RSMo, Supp. 2005, which provides:

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

WHEREAS, Respondents neither admit nor deny the allegations made by the Securities Division but consent to the Commissioner’s Findings of Fact as set forth below solely for the purposes of this proceeding and any proceeding that may be brought to enforce the terms of this Consent Order.

WHEREAS, Respondents and the Division stipulate and agree to the Commissioner’s following findings of facts:

COMMISSIONER’S FINDINGS OF FACT

Goldline is a company headquartered in Santa Monica, California.

Goldline is primarily in the business of selling precious metals in the form of bullion and numismatic coins.

Between November 2005 and June 2006, Goldline, through its agents sold gold and silver bullion and gold and silver coins over the phone to an Missouri resident in numerous transactions.

Goldline received compensation based directly or indirectly upon the offer or sale of the coins and bullion.

The Division alleges Goldline violated Section 409.4-403 RSMo., Supp. 2005, when:

- a. Goldline’s agent told MR that the coins would be a better investment than MR’s current investments.
- b. Goldline’s agent advised MR to sell her annuity to pay for the purchase of more coins.

At all times relevant, records maintained by the Missouri Commissioner of Securities contained no registration for Goldline as an investment advisor.

ORDER

WHEREAS, the Commissioner after consideration of the stipulations set forth above and on the consent of Respondents and the Securities Division, find the following Order to be in the public interest and consistent with the provisions of Chapter 409, RSMo Supp. 2005.

NOW, THEREFORE, it is hereby ordered that:

Upon the condition and event that the Missouri investor returns to Goldline:

- a. All coins and paper currency held in her possession and forgoes any and all claims of ownership to the five coins currently held by Goldline on behalf of the Missouri resident (see Exhibit A attached); and
- b. The check for \$2,949.86 previously sent to the Missouri resident by Goldline in connection with trade #43-14358, then

Goldline shall rescind all transactions that occurred with the Missouri resident after November 22, 2005, by paying the Missouri resident \$217,267.87; and

Goldline shall send twenty-six (26) one ounce \$50US Gold Eagle coins to the Missouri resident within thirty (30) days from the date of this order.

IT IS FURTHER ORDERED that:

Goldline is ordered to pay seven thousand, three hundred and seventy dollars (\$7,370) as the cost of this investigation. This amount shall be payable to the Missouri Secretary of State's Investor Education and Protection Fund. This amount shall be immediately due and payable, and shall be submitted to the Securities Division at 600 W. Main St, Jefferson City, MO 65101; and

Goldline is ordered to pay thirty two thousand dollars (\$32,000) into the Missouri Secretary of State's Investor Education and Protection Fund. This amount shall be immediately due and payable, and shall be submitted to the Securities Division at 600 W. Main St, Jefferson City, MO 65101.

SO ORDERED:

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY, MISSOURI THIS 6TH DAY OF OCTOBER, 2006.

ROBIN CARNAHAN
SECRETARY OF STATE

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

Consented to by:
Missouri Securities Division

Lori Neidel
Chief Enforcement Counsel

Goldline

By
Grant Marylander, General Counsel
for Goldline International, Inc.

The following items are held by the Missouri resident and are to be returned to Goldline at Goldline's expense:

Coins:

153 Gold 20 Swiss Franc
1,250 \$1 circulated AG silver (956.25 troy ounces)
1, 2000 Colored Silver Eagle
350, 1st Strike MS69 2006 Silver Eagle
17, 1st Strike MS69 2006 Gold Eagle

Paper currency:

1, 1880 \$10 FR104 ATLCH Note
4, 1880 \$10 FR107 PMG66 Note
1, 1891 \$20 FR375 PMG64 Note
1, 1880 \$20 FR135 PMG65 Note
1, 1929 \$5 FR1800 PCGS67 Note

Check #20141 from Bank of America Acct #xxx661 issued by Goldline for
\$2,949.86

The following items are held by Goldline and are to be returned to Goldline:

3, 1st Strike MS69 2006 Gold Eagle coins
2, 1st Strike MS70 2006 Gold Eagle coins