ADMINISTRATIVE PROCEEDING BEFORE THE
SECURITIES COI\IIMISSIONER OF SOUTH CAROLINA

lN THE MA TIER OF:
Bruce Rogers,
Respondent.

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CONSENT ORDER
File Numbers 08020 & 08035

WHEREAS, the Securities Division of the Office of the Attorney General of the State of South Carolina (the "Division), pursuant to authority granted in the South Carolina Uniform Securities Act of2005 (the "Act"), S.C. Code Ann.§§ 35-1-101 to 35-1-703 (Supp. 2009), on or about May 6, 2008 and August 11, 2008 received information regarding activities of Bruce Rogers subject to regulation under the Act;
WHEREAS, the ,

the Divi sion's investigation of Respondent concerned the solicitation of
South Carolina investors for investments in pay telephones, automatic teller machines, and

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allegedly secured promissory notes (the " Investment Opportunities") �~�6�~�~� the eeHHtry'/9\:L- i"qf"h WHEREAS, in connection with its investigation, the Division determined that Respondent offered for sale unregistered securities in and from South Carolina; and
WHEREAS, Respondent wishes to resolve the issues by this Consent Order rather than
have an administrative order issued against him;
NOW ·niEREFORE, as evidenced by his signature on this Consent Order, Respondent
admits that he violated S.C. Code Ann. § 35-1-30 I in connection with the offer and sale of the

Investment Opportunities above. Without admitting or denying any other wrongdoing or negligence, Respondent expressly consents and agrees to the following sanctions and requirements, each of which is appropriate and in the public interest to impose upon Respondent:
a. Respondent shall cease and desist from selling unregistered securities in and from
the State of South Carolina, in violation of S.C. Code Ann.§§ 35-l-301;
b. Respondent shall cease and desist from making any untrue statement of material
fact or omitting to state a material fact necessary in order to make statements
made not misleading; and engaging in an act, practice, or course of business that
operates or would operate as a fraud or deceit upon another person, in violation of
S.C. Code Ann.§ 35-1-501; and
c. Respondent, within 30 days of the effective date of this Consent Order, shall pay
$2500 to the Division as an administrative civil penalty.
Upon execution by the Commissioner, this Consent Order becomes effective and resolves Administrative Proceedings 08020 and 08035 as they relate to Respondent. This Order should not be interpreted to waive any (i) criminal investigation and/or prosecution, (ii) private causes of action that may have accrued to investors as a result of Respondent's participation in the security offerings described above, or (iii) other causes of action which may result from activities of Respondent not related to the offers and sales of securities detailed above.

lT!SSOORDEREDthis �~�a�y�o�f�t�2�'�~�4� ,2010.

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Henry . McMaster
Securities Commissioner
State of South Carolina

WE CONSENT:

Securities Division of the Office of the Attorney General

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Assistant Attorney General
Securities Division

Bruce Rogers

By: --\)., �~�~� ,.. I ' ... (\41 $:) BrUCeROgefS

Respondent

Date:

Date:

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