





8. The Division, in the course of its investigation, found no evidence of any harm to investors as a result of the Respondents' actions or inactions, and the Division has not received any complaints regarding the Respondents.

#### **IV. CONCLUSIONS OF LAW**

8. Pursuant to S.C. Code Ann. § 35-1-403(a), it is unlawful for a person to transact business in this State as an investment adviser unless the person is registered as an investment adviser or is exempt from registration as an investment adviser under the Act.

9. Respondent E&H transacted business in South Carolina as an unregistered investment adviser from June 20, 2004 until April 21, 2020. Respondent E&H was not exempt from registration. Therefore, Respondent E&H violated S.C. Code Ann. § 35-1-403(a).

10. Pursuant to S.C. Code Ann. §34-1-404(a), it is unlawful for an individual to transact business in this State as an investment adviser representative unless the individual is registered as an investment adviser representative or is exempt from registration as an investment adviser representative under the Act.

11. Respondent Edwards transacted business in South Carolina as an unregistered investment adviser representative from June 20, 2004, until April 21, 2020. Respondent Edwards was not exempt from registration. Therefore, Respondent Edwards violated S.C. Code Ann. § 35-1-404(a).

12. The Respondents' 32 willful violations of the Act provide the basis for this order.

13. This Consent Order is appropriate and in the public interest, pursuant to the Act.

#### **V. ORDER**

**NOW THEREFORE**, pursuant to S.C. Code Ann. § 35-1-412(b), it is hereby **ORDERED** that:

- Respondents, shall **CEASE AND DESIST** from transacting business in this State in violation of the Act;
- b. The Respondents shall jointly and severally pay a fine of two thousand dollars (\$2,000.00) for each calendar year during which they operated as either an unregistered investment adviser or an unregistered investment adviser representative. The total amount of the penalty is thirty-two thousand dollars (\$32,000.00);
  - c. Because the Respondents self-reported the lapse of their registration to the Division, a portion of the penalty—sixteen thousand dollars (\$16,000.00)—is hereby **SUSPENDED**;
  - d. The Respondents shall jointly and severally pay back registration fees totaling three thousand, nine hundred seventy-five dollars (\$3,975.00);
  - e. The Respondents shall jointly and severally pay the Division's cost of investigation of one thousand dollars (\$1,000.00).

Upon the Respondents' payment of twenty thousand, nine-hundred seventy-five dollars (\$20,975.00), and execution by the Secu

Special Order:

By:

  
Jonathan B. Williams  
Assistant Deputy Attorney General

Date:

