

State of Missouri
Office of Secretary of State

Case No. AP-08-18

IN THE MATTER OF:

WARNER CONSTRUCTION;
CLOUD NINER, LLC;
TAMMY L. WARNER; and
DANIEL WARNER,

Respondents.

Serve at:

548 Brace Hill Road
Kissee Mills, Missouri 65680

**FINAL ORDER TO CEASE AND DESIST AND ORDER IMPOSING
CIVIL PENALTIES AND CHARGING COSTS**

On November 20, 2008, the Enforcement Section of the Securities Division, by and through Deputy Chief Counsel Roumen Manolov, submitted a Petition for Final Order to Cease and Desist and Payment of Civil Penalties and Costs as to all Respondents (the "Petition"). After reviewing the Petition, the Commissioner issues the following findings of fact, conclusions of law, and order:

1. On September 3, 2008, Roumen Manolov, Deputy Chief Counsel for the Securities Division and on behalf of the Enforcement Section, submitted a Petition for Order to Cease and Desist and Order to Show Cause Why Civil Penalties and Costs Should not be Imposed in the above-styled matter.
2. On September 11, 2008, the Commissioner issued an Order to Cease and Desist and to Show Cause Why Civil Penalties and Costs Should not be Imposed.
3. The Respondents were promptly served with a copy of the Order via certified mail, and on September 23, 2008, Respondent Tammy Warner acknowledged service by certified mail for herself and all other Respondents.
4. No Respondent filed a request for a hearing in this matter or otherwise contacted or communicated with the Commissioner.
5. Shortly after the issuance of the September 11, order, MR informed the Division that the Respondents had repaid her investment.

ORDER

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

- A. The Cease and Desist Order entered in Case Number AP-08-18 on September 11, 2008, is **FINAL** as to all Respondents in this matter;
- B. Pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2007), each Respondent in this matter shall pay a civil penalty in the amount of one thousand dollars (\$1,000) to the State of Missouri for multiple violations of Sections 409.3-301, RSMo. (Cum. Supp. 2007). This amount shall be made payable to the State of Missouri and paid within thirty (30) days of the date of this Order. The Secretary of State shall forward these funds to the state treasury for the benefit of county and township school funds as provided in Article IX, Section 7 of the Constitution of Missouri. Respondents shall deliver this payment to the Securities Division, 600 W. Main Street, PO Box 1276, Jefferson City, Missouri 65102.
- C. Pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2007), each Respondent in this matter shall pay a civil penalty in the amount of one thousand dollars (\$1,000) to the State of Missouri for multiple violations of Section 409.5-501, RSMo. (Cum. Supp. 2007). This amount shall be made payable to the State of Missouri and paid within thirty (30) days of the date of this Order. The Secretary of State shall forward these funds to the state treasury for the benefit of county and township school funds as provided in Article IX, Section 7 of the Constitution of Missouri. Respondents shall deliver this payment to the Securities Division, 600 W. Main Street, PO Box 1276, Jefferson City, Missouri 65102.
- D. Pursuant to Section 409.6-604(e), RSMo., the Respondents shall pay, within thirty (30) days from the date of this Order, the additional sum of two thousand three hundred dollars (\$2,300) as reimbursement for the costs of the investigation and administration of this matter. Respondents shall be jointly and severally liable for this amount. This amount shall be made payable to the Missouri Secretary of State's Investor Education and Protection Fund. Respondents shall deliver this payment

to the Securities Division, 600 W. Main Street, PO Box 1276, Jefferson City, Missouri 65102.

- E. Pursuant to Section 409.6-604(f), RSMo. (Cum. Supp. 2007), this matter shall be referred to the Missouri Attorney General's Office to collect the fines and costs described in this Final Order, as necessary.
- F. This Order is in the public interest and is consistent with the purposes intended by the Missouri Securities Act of 2003.
- G. All 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 4TH DAY OF DECEMBER, 2008.

ROBIN CARNAHAN
SECRETARY OF STATE

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

CERTIFICATE OF SERVICE

I hereby certify that on this 4TH day of December, 2008, copies of the foregoing Order in the above-styled case was **mailed by certified U.S. Mail, postage prepaid, to:**

Warner Construction
548 Brace Hill Road
Kissee Mills, Missouri 65680

Cloud Niner, LLC
548 Brace Hill Road
Kissee Mills, Missouri 65680

Tammy L. Warner
548 Brace Hill Road
Kissee Mills, Missouri 65680

Daniel Warner
548 Brace Hill Road
Kissee Mills, Missouri 65680

And hand delivered to:

Roumen Manolov
Deputy Chief Counsel
Securities Division

John Hale
Specialist