



STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE

IN THE MATTER OF:)
)
BECKER, JACKSON & REED, LLC; ALPINE)
FAMILY ENTERTAINMENT PARKS 1, LLC;)
ALPINE ENTERTAINMENT, INC.; EUGENE M.)
HAGEN; AND JOHNATHAN PLIMPTON,)
)
Respondents.)

Case No.: AP-19-03

**FINAL ORDER TO CEASE AND DESIST AND ORDER AWARDING RESTITUTION,
CIVIL PENALTIES, AND COSTS**

Now on this 16th day of May, 2019, the Missouri Commissioner of Securities (“the Commissioner”), having reviewed this matter, issues the following findings and order:

I. PROCEDURAL BACKGROUND

1. On February 8, 2019, the Enforcement Section of the Missouri Securities Division of the Office of Secretary of State (“the Enforcement Section”), submitted a Petition for Order to Cease and Desist and Order to Show Cause Why Restitution, Civil Penalties, and Costs Should Not Be Imposed (“the Petition”) in the above-captioned matter.
2. On February 19, 2019, the Commissioner issued an Order to Cease and Desist and Order to Show Cause why Restitution, Civil Penalties, and Costs Should not be Imposed (“the Order”).
3. On February 19, 2019, a copy of the Order and a Notice of Right to Request a Hearing were sent via certified mail, return receipt requested, to all Respondents at their last known addresses.
4. All mail to Respondents mentioned above was returned and marked undeliverable.
5. Petitioner thereafter complied with Section 409.6-611¹ in order to provide notice to Respondents. A copy of the Order has been publicly available on the Secretary of State’s website since February 20, 2019.

¹ Unless otherwise noted all statutory references are to the 2016 Revised Statutes of Missouri.

6. As of the date of this Final Order the Respondents have not submitted a Request for Hearing.

II. FINDINGS OF FACT

A. Respondents

7. Becker, Jackson, & Reed, LLC (“BJR”), is a limited liability company registered in the State of Florida. BJR’s last known address is 5323 Millenia Lakes Blvd., Ste. 300, Orlando, Florida 32839.
8. BJR’s website states that BJR is a member of the Financial Industry Regulatory Authority (“FINRA”) and the Securities Investment Protection Corporation (“SIPC”).
9. A check of records maintained by the Missouri Securities Division revealed that at all times relevant there was no registration, granted exemption, or notice filing indicating status as a “federal covered security” for any securities issued by BJR.
10. Alpine Entertainment, Inc., is a Delaware limited liability company organized on February 19, 2015, and, according to its website at alpineparks.homestead.com, is the manager of Alpine Family Entertainment Parks 1, LLC. Alpine Entertainment, Inc.’s last known address is Vancouver Park Place, 666 Burrad St., Vancouver, B.C., V6C 3P6, Canada.
11. A check of records maintained by the Missouri Securities Division revealed that at all times relevant there was no registration, granted exemption, or notice filing indicating status as a “federal covered security” for any securities issued by Alpine Entertainment, Inc.
12. Alpine Family Entertainment Parks 1, LLC, is a Delaware limited liability company. A check of records maintained by the Missouri Securities Division revealed that at all times relevant there was no registration, granted exemption, or notice filing indicating status as a “federal covered security” for any securities issued by Alpine Family Entertainment Parks 1, LLC. The last known address for Alpine Family Entertainment Parks 1, LLC, is Vancouver Park Place, 666 Burrad St., Vancouver, B.C., V6C 3P6, Canada.
13. A check of the records in CRD revealed that BJR, Alpine Entertainment, Inc., and Alpine Family Entertainment Parks 1, LLC, have never been registered in Missouri as investment advisors, investment advisor representatives, broker-dealers, broker dealer agents, and/or issuer agents.
14. Eugene M. Hagen (“Hagen”) is employed by BJR as an alternative investment manager. A check of records in CRD revealed Hagen has never been registered in Missouri as an investment advisor, investment advisor representative, broker-dealer, broker dealer agent, and/or issuer agent. Hagen’s last known address is 701 5th Ave., 42nd Floor, Seattle, Washington 98104.
15. Johnathan Plimpton (“Plimpton”) is employed by BJR as the Chief Compliance Officer.

A check of records in CRD revealed Plimpton has never been registered in Missouri as an investment advisor, investment advisor representative, broker-dealer, broker dealer agent, and/or issuer agent. Plimpton's last known address is 701 5th Ave., 42nd Floor, Seattle, Washington 98104.

16. Upon information found in the National Futures Association's BASIC database, at all times relevant to this matter, BJR, Hagen, and Plimpton were never registered as any type of commodity merchant or intermediary in connection with futures trading.
17. Upon information found in the U.S. Securities and Exchange Commission's EDGAR database, at all times relevant to this matter, BJR, Hagen, and Plimpton were never registered as any type of National Securities Exchange.
18. Upon information found in the U.S. Treasury's Financial Crimes Enforcement Network database, at all times relevant to this matter, BJR, Hagen, and Plimpton were never registered as any type of Money Service Business.

B. Enforcement Section's Investigation

Missouri Resident 1 ("MR1") and Missouri Resident 2 ("MR2")

19. On or about July 25, 2017, the Enforcement Section opened an investigation on BJR after receiving a complaint from a 50-year-old Dexter, Missouri resident ("MR1"). MR1 also filed the complaint on the behalf of MR1's mother, a 70-year-old Dexter, Missouri resident ("MR2"). MR1 stated in MR1's complaint to the Enforcement Section, among other things, the following.
 - a. Sometime in 2014, MR1 was contacted by Hagen, who claimed to be the investment manager for BJR. Hagen solicited MR1 to invest in Alpine Family Entertainment Parks 1, LLC's family entertainment theme park. At the time, MR1 declined the offer;
 - b. Hagen contacted MR1 again in late 2015. Hagen told MR1 that the theme park was going to be a smaller version of Six Flags. Hagen told MR1 the theme park would be located in San Diego, California, and the land had already been purchased;
 - c. Hagen promised MR1 an annual return of 51%;
 - d. Hagen told MR1 there is always a risk, but Hagen was investing his own family's money;
 - e. MR1 received multiple pamphlets and emails from Hagen regarding the theme park;
 - f. MR1 invested \$70,000 from January 2016 through April 2017;

- g. MR1 listed MR2 and MR1's sister as two other investors; according to MR1, MR2 invested \$30,000 and MR1's sister invested \$10,000; and
 - h. MR1 and MR2 have not received any return on their investment. There is no documentation indicating MR1's sister had invested.
20. MR1 told the Enforcement Section the following:
- a. MR1 received a cold call about an investment opportunity from Hagen approximately three years ago, but MR1 declined the offer;
 - b. MR1 stated Hagen would call periodically offering investment opportunities;
 - c. MR1 eventually invested multiple times with BJR through Hagen before Hagen became unavailable.
 - d. MR1 made several attempts to speak with Hagen, but was told Hagen was promoted to a higher position. MR1 began communicating with Plimpton;
 - e. MR1 eventually invested with BJR through Plimpton;
 - f. MR1 received emails regarding the status of MR1's investment;
 - g. MR1 stated the last time MR1 spoke with anyone from BJR was approximately in May 2017 and the last attempt to contact anyone was approximately April 2018;
 - h. MR1 stated MR1's mother, MR2, had only spoken to BJR on a few occasions;
 - i. MR1 invested \$70,000 with BJR and MR2 invested \$30,000 with BJR; and
 - j. MR1 recalls investing \$10,000 on MR1's sister's behalf.

Bank Record Review

MR1's \$10,000 Initial Investment

21. A review of BJR's Bank of America ("BOA") account ending in #6188 from January 1, 2016, to January 31, 2016, revealed, among other things:
- a. a beginning balance of \$33,880 on January 1, 2016;
 - b. \$18,050 in deposits that included a \$10,000 check from MR1 that was deposited on January 19, 2016;
 - c. payments in excess of \$1,050 to Wilkins Morency;

- d. an online banking transfer of \$1,000 to BJR's checking account ending in #6162 and an online banking transfer of \$800 to an unknown individual;
- e. wire transfers of \$38,122 to at least five different banks located in Mexico;
- f. wire transfer fees in the amount of \$445; and
- g. an ending balance of \$10,513 on January 31, 2016.

MR1's \$15,000 Investment

22. A review of BJR's BOA account ending in #6162 from November 1, 2016, to November 30, 2016, revealed, among other things:
- a. a beginning balance of \$3,360 on November 1, 2016;
 - b. \$77,475 in deposits that included a \$15,000 check from MR1 that was deposited on November 29, 2016;
 - c. an online banking transfer of \$1,962.55 to BJR's checking account ending in #6188 and an online banking transfer of \$2,125 to Fontana;
 - d. wire transfers of \$39,677.50 to at least four different banks located in Mexico;
 - e. wire transfer fees in the amount of \$794.95; and
 - f. an ending balance of \$36,275 on November 30, 2016.

MR1's \$25,000 Investment

23. A review of BJR's BOA account ending in #6162 from March 1, 2017, to March 31, 2017, revealed, among other things:
- a. a beginning balance of \$5,010 on March 1, 2017;
 - b. \$98,470 in deposits that included a \$25,000 wire deposit from MR1 on March 23, 2017;
 - c. an online banking transfer of \$3,000 to BJR's checking account ending in #6188 and an online banking transfer of \$400 to an unknown individual;
 - d. wire transfers of \$87,875 to at least four different banks located in Mexico;
 - e. wire transfer fees in the amount of \$659.95; and
 - f. an ending balance of \$11,545.05 on March 31, 2017.

MR1's \$20,000 Investment

24. A review of BJR's BOA account ending in #6162 from May 1, 2017, to May 31, 2017, revealed, among other things:
- a. a beginning balance of \$5,605.06 on May 1, 2017;
 - b. \$246,104.74 in deposits that included a \$20,000 wire deposit from MR1 on May 25, 2017;
 - c. an online banking transfer of \$5,369.95 to BJR's checking account ending in #6188;
 - d. wire transfers of \$244,050 to at least four different banks located in Mexico;
 - e. wire transfer fees in the amount of \$1,379.95; and
 - f. an ending balance of \$909.90 on May 31, 2017.

MR2's \$10,000 Initial Investment

25. A review of BJR's BOA account ending in #6188 from February 1, 2017, to February 28, 2017, revealed, among other things:
- a. a beginning balance of \$657.70 on February 1, 2017;
 - b. \$50,530.05 in deposits that included a \$10,000 check from MR2 that was deposited on February 10, 2017;
 - c. payments in excess of \$2,696.11 to Craigs List, Ring Central, GoDaddy.com, My Fax Service, Washington Secretary of State, Vonage, and USPS;
 - d. an online banking transfer of \$1,300 to BJR's checking account ending in #6162;
 - e. wire transfers of \$39,925 to at least five different banks located in Mexico;
 - f. wire transfer fees in the amount of \$270.00; and
 - g. an ending balance of \$6,996.64 on February 28, 2017.

MR2's \$20,000 Investment

26. A review of BJR's BOA account ending in #6162 from March 1, 2017 to March 31, 2017, revealed, among other things:

- a. a beginning balance of \$5,010 on March 1, 2017;
- b. \$98,470 in deposits that included a \$20,000 wire deposit from MR2 on March 23, 2017;
- c. an online banking transfer of \$3,000 to BJR's checking account ending in #6188 and an online banking transfer of \$400 to unknown individual;
- d. wire transfers of \$87,875 to at least four different banks located in Mexico;
- e. wire transfer fees in the amount of \$659.95; and
- f. an ending balance of \$11,545.05 on March 31, 2017.

III. CONCLUSIONS OF LAW

Multiple Violations of Offering and Selling Unregistered, Non-Exempt Securities

- 27. **THE COMMISSIONER CONCLUDES** that Respondents offered and/or sold unregistered, nonexempt securities in the State of Missouri by, among other things:
 - a. soliciting MR1 and MR2 to invest money for the purpose of developing and constructing an amusement park;
 - b. receiving funds to invest from MR1 and MR2;
 - c. providing and executing investment contracts with MR1 and MR2 which indicated that the investors would receive a percentage of the invested funds back, in addition to the full amount of their investment; and
 - d. promising a return on MR1 and MR2's investments that was dependent upon the efforts of others and not on the efforts of MR1 and MR2.
- 28. These activities constitute an offer and/or sale as those terms are defined in Section 409.1-102(26).
- 29. The investments that Respondents offered and/or sold constitute securities as that term is defined in Sections 409.1-102(28).
- 30. At all times relevant to this matter, there was no registration, granted exemption, or notice filing indicating status as a "federal covered security" for the securities offered and sold by Respondents.
- 31. Respondents offered and/or sold securities in Missouri without these securities being (1) a federal covered security, (2) exempt from registration under Sections 409.2-201 or 409.2-203, or (3) registered under the Missouri Securities Act of 2003.

32. At the time Respondents engaged in the conduct set forth above, at least one investor was more than 60-years-old and was an elderly person as that term is defined under Section 409.6-604(d)(3)(B).
33. Respondents offered and sold unregistered securities in violation of Section 409.3-301 and engaged in an illegal act, practice, or course of business and such conduct is, therefore, subject to the Commissioner's authority under Section 409.6-604.

Multiple Violations of Transacting Business as an Unregistered Broker-Dealer

34. **THE COMMISSIONER CONCLUDES** that Respondent BJR transacted business as an unregistered, non-exempt broker-dealer in the State of Missouri by engaging in the business of effecting transactions in securities for the account of others.
35. At all times relevant to this matter, Respondent BJR was not registered as a broker-dealer either with the Securities and Exchange Commission or with the State of Missouri.
36. Respondent BJR transacted business in Missouri without being registered or exempt from registration as a broker-dealer in violation of Section 409.4-401(a).
37. At the time Respondent BJR engaged in the conduct set forth above, at least one investor was more than 60-years-old and was an elderly person as that term is defined under Section 409.6-604(d)(3)(B).
38. Respondent offered and/or sold securities to investors in and/or from Missouri without being registered or exempt from registration as a broker-dealer in violation of Section 409.4-401(a), and engaged in an illegal act, practice, or course of business, and such conduct is, therefore, subject to the Commissioner's authority under Section 409.6-604.

Multiple Violations of Transacting Business as an Unregistered Agent

39. **THE COMMISSIONER CONCLUDES** that Respondents Hagen and Plimpton offered and sold securities to investors in and from Missouri as representatives of BJR.
40. Hagen and Plimpton transacted business in Missouri on behalf of BJR, by, among other things, offering and/or selling investments to investors including MR1 and MR2.
41. This activity constitutes transacting business in the State of Missouri under Section 409.1-102(1).
42. At all times relevant to this matter Hagen and Plimpton were not registered as securities agents in the State of Missouri.
43. Hagen and Plimpton transacted business in Missouri by offering and/or selling securities without being registered or exempt from registration as an agent in violation of Section 409.4-402(a).

44. At the time Respondent BJR engaged in the conduct set forth above, at least one investor was more than 60-years-old and was an elderly person as that term is defined under Section 409.6-604(d)(3)(B).
45. Hagen and Plimpton offered and/or sold securities to investors in and from Missouri without being registered or exempt from registration as an agent in violation of 409.4-402(a), and engaged in an illegal act, practice, or course of business, and such conduct is, therefore, subject to the Commissioner's authority under Section 409.6-604.

Multiple Violations of Employing an Unregistered Agent

46. **THE COMMISSIONER CONCLUDES** that BJR employed and/or associated with Hagen and Plimpton who offered and/or sold securities in the State of Missouri on behalf of BJR.
47. BJR's activities constitute employing and/or associating with an agent in the State of Missouri under Section 409.4-402(d).
48. At all times relevant to this matter BJR had no registration or granted exemption for any agents of BJR to transact business in the State of Missouri.
49. BJR employed and/or associated with Hagen and Plimpton who transacted business in Missouri as an agent without being registered or exempt from registration as an agent, in violation of Section 409.4-402(d).
50. At the time Respondent BJR engaged in the conduct set forth above, at least one investor was more than 60-years-old and was an elderly person as that term is defined under Section 409.6-604(d)(3)(B).
51. Respondent BJR employed unregistered agents who transacted business in and/or from the State of Missouri in violation of Section 409.4-402(d), and engaged in an illegal act, practice, or course of business, and such conduct is, therefore, subject to the Commissioner's authority under Section 409.6-604.

Multiple Violations of Making an Untrue Statement, Omitting to State Material Facts or Engaging in an Act, Practice, or Course of Business that Would Operate as a Fraud or Deceit Upon Another Person in Connection with the Offer or Sale of Securities

52. **THE COMMISSIONER CONCLUDES** that in connection with the offer, sale or purchase of a security, Respondents, made untrue statements of material fact or omitted to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, including, but not limited to, telling MR1 and MR2 that:
 - a. BJR is a member of FINRA and the SIPC;

- b. the investment would be used to construct an amusement park to be built in San Diego, California;
 - c. MR1 and MR2 would receive a 51% return on their investments;
 - d. Hagen was investing his own family money into the enterprise; and
 - e. providing false pamphlets and emails regarding development and construction of the theme park.
53. These statements, in light of the circumstances under which they were made, were misleading statements because Respondents, omitted to disclose the following material facts that could impact the return and the viability of MR1 and MR2's investments:
- a. that BJR was not registered as a broker-dealer;
 - b. that Hagen and Plimpton were not registered agents;
 - c. that an amusement park was not being constructed;
 - d. that Alpine Entertainment, Inc., and Alpine Family Entertainment Parks 1, LLC, were bogus, not operational or non-existent companies;
 - e. that their investment money would be wired to banks in Mexico; and
 - f. that the investments offered and sold to MR1 and MR2 were not registered or exempt from registration.
54. In connection with the offer, sale or purchase of a security as described above, Respondents, collectively, engaged in an act, practice, or course of business that would operate as a fraud or deceit upon another person by, among other things:
- a. convincing MR1 and MR2 to invest in construction of amusement park, which was not being built;
 - b. promising a 51% rate of return on their investments; and
 - c. concealing that fact that the investment money was being wired to unknown individuals in Mexico.
55. Respondents made untrue statements of material fact, omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading or engaged in an act, practice, or course of business that would operate as a fraud or deceit upon another person in violation of Section 409.5-501, and engaged in an illegal act, practice, or course of business, and such conduct is, therefore, subject to the Commissioner's authority under Section 409.6-604.

56. At the time Respondent BJR engaged in the conduct set forth above, at least one investor was more than 60-years-old and was an elderly person as that term is defined under Section 409.6-604(d)(3)(B).
57. An order is in the public interest and is consistent with the purposes of the Missouri Securities Act of 2003. *See* Section 409.6-605(b).

IV. ORDER

NOW, THEREFORE, it is hereby ordered that Respondents, their agents, employees and servants, and all other persons participating in or about to participate in the above-described violations with knowledge of this order be prohibited from violating or materially aiding in any violation of:

- A. Section 409.3-301, by offering or selling any securities as defined by Section 409.1-102(28), in the State of Missouri unless those securities are registered with the Securities Division of the Office of the Secretary of State in accordance with the provisions of Section 409.3-301;
- B. Section 409.4-401(a), by transacting business as an unregistered broker-dealer firm;
- C. Section 409.4-402(a), by transacting business as an unregistered agent;
- D. Section 409.4-402(d), by employing an unregistered agent; and
- E. Section 409.5-501, by, in connection with the offer or sale of securities, making an untrue statement of a material fact or omitting to state a material fact necessary in order to make the statement made, in light of the circumstances under which it is made, not misleading or engaging in an act, practice, or course of business that operates or would operate as a fraud or deceit upon another person.

IT IS FURTHER ORDERED that pursuant to Section 409.6-604(d), each Respondent shall pay a civil penalty in the amount of \$15,000 for more than one violation of Section 409.3-301 when at least one of these violations was committed against an elderly person. This amount shall be made payable to the State of Missouri and paid within 30 days of the date of this Final 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. This amount shall be sent to the Missouri Securities Division at 600 West Main Street, P.O. Box 1276, Jefferson City, Missouri 65102.

IT IS FURTHER ORDERED that pursuant to Section 409.6-604(d), Respondent BJR shall pay a civil penalty in the amount of \$15,000 for more than one violation of Section 409.4-401(a) when at least one of these violations was committed against an elderly person. This amount shall be made payable to the State of Missouri and paid within 30 days of the date of this Final 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. This

amount shall be sent to the Missouri Securities Division at 600 West Main Street, P.O. Box 1276, Jefferson City, Missouri 65102.

IT IS FURTHER ORDERED that pursuant to Section 409.6-604(d), Respondents Hagen and Plimpton shall each pay a civil penalty in the amount of \$15,000 for more than one violation of Section 409.4-402(a) when at least one of these violations was committed against an elderly person \$10,000 for more than on violation of Section 409.5-501. This amount shall be made payable to the State of Missouri and paid within 30 days of the date of this Final 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. This amount shall be sent to the Missouri Securities Division at 600 West Main Street, P.O. Box 1276, Jefferson City, Missouri 65102.

IT IS FURTHER ORDERED that pursuant to Section 409.6-604(d), Respondent BJR shall pay a civil penalty in the amount of \$15,000 for more than one violation of Section 409.4-402(d) when at least one of these violations was committed against an elderly person. This amount shall be made payable to the State of Missouri and paid within 30 days of the date of this Final 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. This amount shall be sent to the Missouri Securities Division at 600 West Main Street, P.O. Box 1276, Jefferson City, Missouri 65102.

IT IS FURTHER ORDERED that pursuant to Section 409.6-604(d), each Respondent shall pay a civil penalty in the amount of \$15,000 for more than one violation of Section 409.5-501(d) when at least one of these violations was committed against an elderly person. This amount shall be made payable to the State of Missouri and paid within 30 days of the date of this Final 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. This amount shall be sent to the Missouri Securities Division at 600 West Main Street, P.O. Box 1276, Jefferson City, Missouri 65102.

IT IS FURTHER ORDERED that, pursuant to Section 409.6-604(d), Respondents shall pay, jointly and severally, restitution in the amount of \$100,000, plus interest calculated at the rate of eight percent annum from the dates set forth in Exhibit A attached to this Order, for violations of Sections 409.3-301, 409.4-401(a), 409.4-402(a), 409.4-402(d), and 409.5-501. This amount shall be made payable to the Missouri Secretary of State's Investor Restitution Fund, and the Commissioner will take reasonable and necessary actions to distribute such funds to the investors listed on Exhibit B. This amount shall be sent to the Missouri Securities Division at 600 West Main, P.O. Box 1276, Jefferson City, Missouri 65102, within 30 days from the date of this Final Order.

IT IS FURTHER ORDERED that, pursuant to Section 409.6-604(e), Respondents shall pay, jointly and severally, \$1,195.00 in actual costs for investigation into, and the proceedings associated with, this matter. This amount shall be payable to the Missouri Secretary of State's Investor Education and Protection Fund and paid within 30 days of the date of this Final Order.

This amount shall be sent to the Missouri Securities Division at 600 West Main, P.O. Box 1276, Jefferson City, Missouri 65102.

SO ORDERED:

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY, MISSOURI THIS 16th DAY OF MAY, 2019.

JOHN R. ASHCROFT
SECRETARY OF STATE





DAVID M. MINNICK
COMMISSIONER OF SECURITIES

CERTIFICATE OF SERVICE

I hereby certify that on this 16th day of May, 2019, a copy of the foregoing Final Order to Cease and Desist and Order Awarding Restitution, Civil Penalties, and Costs in the above styled case was **mailed by certified and registered U.S. mail to:**

Becker, Jackson & Reed, LLC
5323 Millenia Lakes Blvd., Ste. 300
Orlando, Florida 32839

Alpine Family Entertainment Parks 1, LLC
Vancouver Park Place
666 Burrad St.
Vancouver, B.C., V6C 3P6
Canada

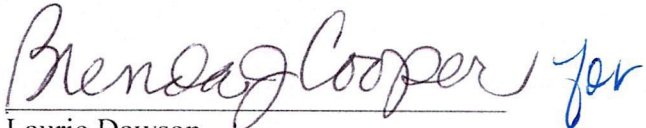
Alpine Entertainment, Inc.
Vancouver Park Place
666 Burrad St.
Vancouver, B.C., V6C 3P6
Canada

Eugene M. Hagen
701 5th Ave., 42nd Floor
Seattle, Washington 98104

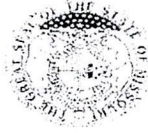
Johnathan Plimpton
701 5th Ave., 42nd Floor
Seattle, Washington 98104

And hand delivered to:

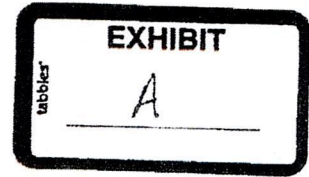
Steven C. Reed, Director of Enforcement
Securities Division
Missouri Secretary of State's Office
600 West Main Street, Room 229
Jefferson City, Missouri 65101



Laurie Dawson
Securities Office Manager



STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE



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FAMILY ENTERTAINMENT PARKS I, LLC;)
ALPINE ENTERTAINMENT, INC.; EUGENE M.)
HAGEN; AND JOHNATHAN PLIMPTON,)
)
Respondents.)

FILED

MAY 13 2019

MISSOURI
SECURITIES DIVISION

Case No. AP-19-03

STATEMENT OF PENALTIES, COSTS, & RESTITUTION

1	PENALTIES		AMOUNT
<input type="checkbox"/>	a. Unregistered, Non-Exempt Securities - 409.3-301	\$	50,000.00
<input type="checkbox"/>	b. Against Elderly Person - 409.6-604(d)(3)(B)	\$	25,000.00
<input type="checkbox"/>	c. Unregisterd BD - 409.4-401(a)	\$	10,000.00
<input type="checkbox"/>	d. Against Elderly Person - 409.6-604(d)(3)(B)	\$	5,000.00
<input type="checkbox"/>	e. General Fraud - 409.5-501	\$	50,000.00
<input type="checkbox"/>	f. Against Elderly Person - 409.6-604(d)(3)(B)	\$	25,000.00
<input type="checkbox"/>	g. Unregisterd Agent - 409.4-402(a)	\$	20,000.00
<input type="checkbox"/>	h. Against Elderly Person - 409.6-604(d)(3)(B)	\$	10,000.00
<input type="checkbox"/>	i. Broker-Dealer or Issuer Employed/Associated with Unregistered Agent-409.4-402(d)	\$	10,000.00
<input type="checkbox"/>	j. Against Elderly Person - 409.6-604(d)(3)(B)	\$	5,000.00
		TOTAL PENALTIES	\$ 210,000.00
2	COSTS (Jointly and Severally)		
<input type="checkbox"/>	a. Attorney's Time: 5 hours x \$135/hour	\$	675.00
<input type="checkbox"/>	b. Investigator's Time: 8 hours x \$65/hour	\$	520.00
		TOTAL COSTS	\$ 1,195.00
3	RESTITUTION (Jointly and Severally)		
<input type="checkbox"/>	a. MRI (date invested: 11/27/2018)	\$	70,000.00
<input type="checkbox"/>	a. MRI (date invested: 11/27/2018)	\$	30,000.00
		TOTAL RESTITUTION	\$ 100,000.00
		GRAND TOTAL PENALTIES, COSTS, & RESTITUTION	\$ 311,195.00

Respectfully submitted, this 13th day of May, 2019

THE ENFORCEMENT SECTION OF THE
MISSOURI SECURITIES DIVISION

Brandy Gelber