



STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE

IN THE MATTER OF:)
)
PRO TRADER INSTITUTE, LLC; and)
NATIONAL MARKETING ENTERPRISES, INC.,)
) Case No. AP-16-30
Respondents.)

CONSENT ORDER

SUMMARY OF ENFORCEMENT SECTION’S ALLEGATIONS

1. The Enforcement Section of the Missouri Securities Division of the Office of Secretary of State (“Enforcement Section”), through Enforcement Counsel Scott Snipkie, has alleged that Pro Trader Institute, LLC and National Marketing Enterprises, Inc. (“Respondents”) transacted business as investment advisers in the state of Missouri without being registered, in violation of Section 409.4-403(a), RSMo. (Cum. Supp. 2013)¹, and that this constitutes grounds to issue an order pursuant to Section 409.6-604.
2. Pro Trader Institute, LLC solicited and offered educational workshops and/or training courses to instruct individuals in how to trade options as well as options trading by tradeMonster on behalf of investors. The training courses ranged in price from \$1,995 to \$24,995. Some of the training courses included one-on-one coaching sessions, live, in-person training, and access to an online educational center with tutorials and webinars on option trading strategies
3. Respondents and the Enforcement Section desire to settle the allegations and the matters raised by the Enforcement Section relating to the Respondents’ alleged violations of Section 409.4-403.

¹ Unless otherwise noted, all statutory references are to the 2013 cumulative supplement to the Revised Statutes of Missouri.

CONSENT TO JURISDICTION

4. Respondents and the Enforcement Section stipulate and agree that the Missouri Commissioner of Securities (“Commissioner”) has jurisdiction over the Respondent and these matters pursuant to the Missouri Securities Act of 2003, Chapter 409, *et seq.*
5. Respondents and the Enforcement Section stipulate and agree that the Commissioner has authority to enter this Order pursuant to Section 409.6-604(h), which provides:

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

WAIVER AND EXCEPTION

6. Respondents waive Respondents’ rights to a hearing with respect to this matter.
7. Respondents waive any rights that Respondents may have to seek judicial review or otherwise challenge or contest the terms and conditions of this Order. Respondents specifically forever release and hold harmless the Missouri Office of Secretary of State, Secretary of State, Commissioner, and their respective representatives and agents from any and all liability and claims arising out of, pertaining to, or relating to this matter.
8. Respondents stipulate and agree with the Enforcement Section that, should the facts contained herein prove to be false or incomplete in a material way, the Enforcement Section reserves the right to pursue any and all legal or administrative remedies at its disposal.

CONSENT TO COMMISSIONER’S ORDER

9. Respondents and the Enforcement Section 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.
10. 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 factual basis. Nothing in this paragraph affects Respondents’ (a) testimonial obligations; (b) right to take legal or factual positions in connection with litigation, arbitration, or other legal proceeding in which the Commissioner is not a party; or (c) right to make public statements that are factual.
11. Respondents agree that Respondents are not the prevailing party in this action since the parties have reached a good faith settlement.

12. Respondents neither admit nor deny the allegations made by the Enforcement Section and the Consent Order is not an admission of guilt, but consents to the Commissioner's Findings of Fact, Conclusions of Law, and Order as set forth below solely for the purposes of resolving this proceeding and any proceeding that may be brought to enforce the terms of this Consent Order.

COMMISSIONER'S FINDINGS OF FACT,
CONCLUSIONS OF LAW, AND ORDER

I. FINDINGS OF FACT

13. Pro Trader Institute, LLC ("Pro Trader") was a Missouri-registered limited liability company organized on July 19, 2012, with a principal place of business at 351 W. Washington Street, Kearney, Missouri, 64040. Pro Trader was a manager managed limited liability company, with National Marketing Enterprises Inc. as the sole member. Pro Trader provided management and marketing consulting services to individuals and businesses. Pro Trader filed their articles of termination with Missouri Secretary of State on January 28, 2015.
14. National Marketing Enterprises, Inc. ("NME") was a Missouri-registered corporation effective December 19, 2011, with a principal place of business at 351 W. Washington Street, Kearney, Missouri 64040. The registered agent for NME was G. James Christiansen. NME was a marketing company that promoted various services, products, and educational resources. NME was dissolved on January 28, 2015.
15. Jimmy Slagle ("Slagle") worked with or for Pro Trader during the time the following incident occurred. Based on information received from a California investor, Slagle was the instructor at one of Pro Trader's 3-day workshops held in Laguna Hills, California.
16. At all times relevant to this matter, Respondents were not registered as broker-dealers, broker-dealer agents, issuer agents, investment advisers or investment adviser representatives in the State of Missouri.

California Residents

17. Some time at the end of 2012 or beginning of 2013, a 70-year-old Laguna Niguel, California resident and his 66-year-old spouse (collectively "CA") received an advertisement by mail. The advertisement invited CA to attend a financial workshop.
18. In January 2013, CA paid \$995 to attend a 3-day workshop presented by Pro Trader in Laguna Hills, California.
19. On February 9, 2013, CA signed a Pro Trader agreement and paid \$23,874.

20. Pro Trader offered and sold to CA, among other things, the following:
 - a. mentorship with a seasoned investor willing to share his/her knowledge;
 - b. inner circle events where CA could meet senior faculty from Pro Trader and rub shoulders with people who can make a big difference in CA's investing;
 - c. one-on-one coaching sessions;
 - d. advanced options class to learn how to protect CA's investments in any market condition with proven strategies;
 - e. an options trade screener to help identify underpriced, overpriced and fair priced stocks;
 - f. an advanced equities trading class designed to take CA's stock market investing to the professional level;
 - g. access to Pro Trader's website; and
 - h. one year of Pro Trader weekly webinars.
21. On February 15, 2013, CA wired \$72,000 to an online option trading company, tradeMonster², per the instructions of the Pro Trader workshop instructor, Slagle.
22. CA understood that the options trading through tradeMonster would be done on their behalf by Slagle, that trading would begin immediately and that CA would have excellent returns and no worries.
23. Pro Trader also promised CA a "weekend in wonderland" with Slagle and one-on-one coaching via telephone with Slagle.
24. CA never received any of the services promised by Pro Trader and Slagle and, as a result, the \$24,869 paid to Pro Trader was lost.
25. On three separate dates, CA's monies at tradeMonster were wired back to them.

II. CONCLUSIONS OF LAW

26. The Commissioner finds Respondents transacted business as unregistered investment

² In 2014, tradeMonster merged with OptionsHouse to form one company.
<https://www.optionshouse.com/blog/trading-strategies/optionshouse-and-trademonster-to-combine-to-form-leading-online-brokerage-firm/>

advisers in violation of Section 409.4-403(a), and that this conduct constitutes grounds to issue an order pursuant to Section 409.6-604.

27. The Commissioner, after consideration of the stipulations set forth above and on the consent of Respondents and the Enforcement Section, finds and concludes that the Commissioner has jurisdiction over Respondents and this matter and that the following Order is in the public interest, necessary for the protection of public investors and consistent with the purposes intended by Chapter 409.

III. ORDER

NOW, THEREFORE, it is hereby Ordered that:

28. Respondents, their agents, employees and servants, and all other persons participating in the above-described violations with knowledge of this order are permanently enjoined and restrained from transacting business as unregistered investment advisers in violation of Section 409.4-403.
29. Respondents are ordered to pay \$24,869 in restitution, the full amount of which shall be delivered to the Missouri Securities Division at 600 W. Main Street, Jefferson City, Missouri on or before September 30, 2016. The restitution payment shall be made payable to the Missouri Secretary of State's Investor Restitution Fund from which it will be distributed to investor named above in one lump sum.
30. Respondent is ordered to pay an additional ten thousand dollars (\$10,000) to the Investor Education and Protection Fund. This payment shall be suspended for two (2) years, but shall become due immediately upon the sooner of (1) Respondent's noncompliance with the terms of this Consent Order, or (2) a finding, after notice and opportunity for a hearing, by the Commissioner or a court of competent jurisdiction that Respondent has violated the Missouri Securities Act. Such immediately due payments shall be in addition to all other penalties then available under the law. If, after two years from the date of this Consent Order, neither of those conditions has occurred, the Commissioner waives Respondents' payment of the remaining amount.
31. Parties 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 7th DAY OF September, 2016.



JASON KANDER
SECRETARY OF STATE

Andrew M. Hartnett

ANDREW M. HARTNETT
COMMISSIONER OF SECURITIES

Consented to by:
THE ENFORCEMENT SECTION OF THE
MISSOURI SECURITIES DIVISION

[Signature]
Scott Shupkie, Enforcement Counsel

PRO TRADER INSTITUTE, LLC

BY: *[Signature]*

NAME: Gregory J. Christiansen

TITLE: Secretary

NATIONAL MARKETING ENTERPRISES, INC.

BY: *[Signature]*

NAME: Gregory J. Christiansen

TITLE: Secretary

Approved as to Form:

[Signature]

Greg Christiansen
Attorney for Respondents