

**STATE OF NEW HAMPSHIRE
DEPARTMENT OF STATE
BUREAU OF SECURITIES REGULATION
CONCORD, NEW HAMPSHIRE**

RECEIVED
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NEW HAMPSHIRE
DEPARTMENT OF STATE

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IN THE MATTER OF:)	
)	
John Uhlein)	INV2019-00023
)	
)	
RESPONDENT)	
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)	
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CONSENT ORDER

I. For purposes of settling the above-referenced matter and in lieu of further administrative proceedings, John Uhlein (hereinafter referred to as "Uhlein") has submitted an offer of settlement, which the Bureau of Securities Regulation, Department of State, State of New Hampshire (hereinafter referred to as "the Bureau") has determined to accept. Accordingly, Uhlein, without admitting or denying the allegations or findings contained herein, does hereby consent to the entry of this Order and the following undertakings and sanctions:

The Facts

1. On February 6, 2019, Uhlein, acting as an agent for Candlewood Securities, LLC (hereinafter referred to as "Candlewood"), sold a security interest for "LV Investors LLC Series A-3" ("the security") in the amount of \$43,500 to a New Hampshire resident.
2. Uhlein was paid a commission for facilitating the transaction.
3. Uhlein was not registered as an agent of a broker-dealer in the State of New Hampshire.
4. Uhlein represents that the commission he was paid was voluntarily returned due to the registration issue.

The Law

1. Uhlein is a "person" as defined pursuant to RSA 421-B:1-102 and an "agent" pursuant to RSA 421-B:1-102.
2. Pursuant to 421-B:4-402(a), Uhlein was required to register as an agent of a broker-

dealer in order to broker securities transactions in New Hampshire.

3. Uhlein acted as an agent of Candlewood to sell a security interest in New Hampshire.
4. Uhlein did not register as an agent of Candlewood, the broker-dealer.
5. Uhlein does not qualify for exemption of registration pursuant to 421-B:3-402(b).
6. Pursuant to N.H. RSA 421-B:6-604(a)(1) and N.H. RSA 421-B:6-604(d), the Bureau may assess penalties and sanctions on persons who violate and continue to violate NH RSA 421-B. These include fines, cease and desist orders, and suspension of registration and denial of future registration. Respondent is subject to these provisions.

II. In view of the foregoing, Respondent agrees to the following undertakings and sanctions:

1. Respondent agrees that that he has voluntarily consented to the entry of this Order and represents and avers that no employee or representative of the Bureau has made any promise, representation, or threat to induce its execution.
2. Respondent agrees to waive its right to an administrative hearing and any appeal therein under this chapter.
3. Respondent agrees that this Order is entered into for purpose of resolving only the matter as described herein. This Order shall have no collateral estoppel, res judicata or evidentiary effect in any other lawsuit, proceeding, or action, not described herein. Likewise, this Order shall not be construed to restrict the Bureau's right to initiate an administrative investigation or proceeding relative to conduct by Respondent which the Bureau has no knowledge at the time of the date of final entry of this Order.
4. Respondent agrees not to take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any allegation in this Consent Order or create the impression that the Consent Order is without factual basis. Nothing in this provision affects Respondent's testimonial obligations or right to take legal positions in litigation in which the State of New Hampshire is not a party.
5. Respondent agrees to cease and desist from brokering securities while unregistered in the State of New Hampshire.
6. Respondent agrees to submit payment to the State of New Hampshire representing an administrative fine in the amount of \$2,500 to the State of New Hampshire. Upon execution of this Order payment shall be made by 1) United States postal money order, certified check, bank cashier's check, or bank money order; 2) made payable to the State of New Hampshire; and 3) hand-delivered or mailed to the Bureau of Securities Regulation, Department of State, State House,

Room 204, Concord, New Hampshire, 03301.

- III. Based on the foregoing, the Bureau deems it appropriate and in the public interest to accept and enter into this Order. **THEREFORE, IT IS HEREBY ORDERED THAT:**
1. Respondent cease and desist from brokering securities while unregistered in the State of New Hampshire.
 2. Respondent pay the administrative fine totaling \$2,500.
 3. Respondent comply with the above-referenced undertakings and sanctions.

Executed this 13th day of August, 2019.

John W Uhlein

(Please print name below)

John W Uhlein

Entered this 19th day of August, 2019.

Barry Glennon

Barry Glennon, Director
N.H. Bureau of Securities Regulation