

**STATE OF NEVADA**  
**OFFICE OF THE SECRETARY OF STATE**  
**SECURITIES DIVISION**  
**555 EAST WASHINGTON AVENUE, SUITE 5200**  
**LAS VEGAS, NEVADA 89101**

**In the Matter of:**

**SECURITIES AMERICA, INC., CRD No. 10205,**

**Respondent.**

**ADMINISTRATIVE CONSENT ORDER**

**File No. INV17-161**

NEVADA SECRETARY OF STATE SECURITIES DIVISION
DATE FILED: <b>3/5/18</b>
By: <i>Stacy Roll</i>

**TO: Securities America, Inc.  
c/o Mark Lasswell, Senior Vice President & Chief Compliance Officer  
P.O. Box 460001  
Papillion, NE 68046-0001**

**WHEREAS**, Securities America, Inc., CRD No. 877 ("Respondent"), has been licensed in the State of Nevada as a broker-dealer since September 15, 1987;

**WHEREAS**, pursuant to the authority provided in Nevada Revised Statute ("NRS") 90.410, the Securities Division of the Office of the Nevada Secretary of State ("Division") initiated an inspection of Respondent's records to determine compliance with the Nevada Uniform Securities Act ("Act"), codified in NRS Chapter 90, and the regulations promulgated thereunder and codified in Chapter 90 of the Nevada Administrative Code ("NAC");

**WHEREAS**, based on the facts and circumstances revealed during the course of this inspection of records on November 15, 2017, the Division has concluded that Respondent maintained an unlicensed branch office in violation of NRS 90.360(2) and NAC 90.392;

**WHEREAS**, pursuant to the Act and the regulations promulgated thereunder, Respondent is charged with complying with all applicable requirements while engaged in any securities-related business in or from the State of Nevada;

**WHEREAS**, Respondent has advised the Division of its agreement to resolve the above-referenced violations and to comply with the requirements in the State of Nevada on the terms specified in this Administrative Consent Order ("Order"); and

**WHEREAS**, Respondent elects to permanently and expressly waive any right to a hearing and appeal under the Act and/or to seek judicial review under the Nevada Administrative Procedures Act, codified in NRS Chapter 233B, with respect to this Order.

**NOW THEREFORE**, the Administrator of the Division, pursuant to the Act, hereby enters this Order:

I.

## FINDINGS OF FACT

1. Respondent is a Delaware corporation that has been licensed in the State of Nevada as a broker-dealer since September 15, 1987.

2. Jeremy Kisner, CRD No. 2052115 (“Kisner”), was licensed in the State of Nevada as a sales representative of Respondent from July 18, 2017, through January 18, 2018.

3. On November 15, 2017, investigators from the Division attempted to conduct an on-site inspection of an unlicensed branch location of Respondent located at 9505 Hillwood Drive, Suite 100, Las Vegas, NV 89134 (“Unlicensed Branch Office”).

4. The exterior of the Unlicensed Branch Office is labeled as “Nevada Benefits” and the door is labelled with the names of four businesses: American Dream U, Nevada Benefits, Surevest Capital, and Financial Services & Investment Corporation. None of these businesses are a D/B/A of Respondent.

5. During the inspection, investigators were informed by an employee of Nevada Benefits that Kisner is only at the Unlicensed Branch Office a few times a year, and that a member of the Nevada Benefits staff uses his office when he is not present. Kisner has a \$1,500.00 per month lease for Suite 100 through Hillwood Financial Center, said lease running for 36 months commencing July 1, 2017, for general office use only.

6. On November 17, 2017, the Division provided written notice to Respondent requesting information/records for Kisner. A response from the Respondent was received by the Division on December 18, 2017. Therein, Respondent stated that Kisner “conducts business from his branch office located at 2425 E. Camelback Road, Suite 890, Phoenix, AZ 85016 and from an office of convenience located at 9505 Hillwood Drive, Suite 100, Las Vegas, NV 89134.”

7. Since July 18, 2017, Kisner had been occasionally using the Unlicensed Branch Office. Respondent has represented to the Division that Kisner used the Unlicensed Branch Office on two (2) days.

## II.

## CONCLUSIONS OF LAW

1. The Division has jurisdiction over this matter pursuant to the Act, which authorizes the Division to regulate any entity or person acting as a broker-dealer. Specifically, NRS 90.630 allows the Division, through its Administrator, to take action against a broker-dealer if it violates any provision of Act or any regulation adopted under said Act.

2. NRS 90.360(3) defines a “branch office” as “any place of business in this State other than the principal office in the state of the broker-dealer, from which one or more sales representatives transact business.” Similarly, NAC 90.027 defines a “branch office” as “any place of business in this State other than the principal office in this State of the broker-dealer, from which one or more sales representatives transact business.”

3. NRS 90.360(2) and NAC 90.392 require a broker-dealer who maintains a branch office to obtain a license from the Division before doing business at that branch office.

4. Respondent has violated NRS 90.360(2) and NAC 90.392 by maintaining an unlicensed branch office during the time period of July 18, 2017, through January 18, 2018.

### III.

## ORDER

Finding the following appropriate and in the public interest, and on the basis of the Findings of Facts, Conclusions of Law, and Respondent's consent to the entry of this Order,

**IT IS HEREBY ORDERED:**

1. Respondent shall cease from violating the Act, and the regulations adopted thereunder, and shall comply with said Act and regulations in the future.

2. Respondent shall pay the Nevada Secretary of State, on or before this Order is executed, a civil penalty in the amount of Two Thousand Dollars and No Cents (\$2,000.00).

1           3.       Respondent shall pay the Nevada Secretary of State, on or before this Order is  
2       executed, the fee for the Division's inspection of records performed pursuant to NRS 90.410 in the  
3       amount of Two Hundred Seventy-Three Dollars and Six Cents (\$273.06).

4           4.       In consideration, the Division will take no further enforcement action based upon the  
5       circumstances covered by this inspection and order and close its administrative investigation of the  
6       Respondent in connection with the aforementioned activities.

7           5.       Nothing in this Order shall be construed as a waiver of the Division's right to  
8       investigate and pursue any violations by the Respondent in connection with actions other than the  
9       actions as set forth herein.

10          6.       This Order shall be effective as of the date on which it is signed by the Administrator  
11       as set forth below.

12           DATED this 5<sup>th</sup> day of March, 2018.

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14                               **BY ORDER OF THE ADMINISTRATOR**  
                                  Office of the Secretary of State, Securities Division

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17                               DIANA J. FOLEY  
18                               Deputy Secretary for Securities  
                                  Securities Administrator

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