

STATE OF MICHIGAN  
DEPARTMENT OF ENERGY, LABOR & ECONOMIC GROWTH  
OFFICE OF FINANCIAL AND INSURANCE REGULATION

Before the Commissioner of the Office of Financial and Insurance Regulation

In the matter of:

Mark Richard Hamlin  
[REDACTED]

Enforcement Case No. 08-6912

Kingdom First Corporation  
[REDACTED]

Williamston, MI 48895,

Kingdom First Trading, LLC  
[REDACTED]

Williamston, MI 49985.

Respondents  
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Issued and entered  
on February 2, 2009  
by Stephen R. Hilker  
Chief Deputy Commissioner

**ORDER TO CEASE AND DESIST**

The Office of Financial and Insurance Regulation of the Michigan Department of Labor and Economic Growth (OFIR), pursuant to the Michigan Administrative Procedures Act of 1969, MCL 24.201 *et seq.* (hereafter "MAPA"), and the Michigan Uniform Securities Act (Act), as amended, MCL 451.501 *et seq.* (hereafter "Act"), and the rules promulgated under the Act, say that:

**FINDINGS OF FACT AND CONCLUSIONS OF LAW**

The staff of the Office of Financial and Insurance Regulation ("OFIR") alleges that the following facts are true and correct:

1. At all pertinent times, Mark Richard Hamlin ("Hamlin or Respondent") was the owner of Kingdom First Corporation ("Kingdom First Corp.") and Kingdom First Trading, LLC ("Kingdom First Trading"). The last known address for the abovementioned entities is [REDACTED] Williamston, MI 48895. Hamlin, Kingdom First Corp., and Kingdom First Trading are collectively referred to herein as "Respondents."
2. Respondent's last known address is [REDACTED]
3. At all pertinent times, Respondents were not registered broker-dealers or investment advisory firms in the state of Michigan.
4. On or about July 9, 2008, OFIR received a complaint from [REDACTED] concerning Respondents. The complaint alleged that Respondents are acting as investment advisers in the state of Michigan.
5. Respondent portrayed himself as a successful investment trader and marketed his trading abilities as highly profitable with the ability to generate excess returns, both verbally and in writing, to [REDACTED] and the [REDACTED]
6. Respondent failed to disclose to [REDACTED] and the [REDACTED] that he was neither an employee nor registered representative of a broker-dealer or registered investment advisory firm.
7. Respondent failed to disclose to [REDACTED] and the [REDACTED] that neither Kingdom First Corp. nor Kingdom First Trading were registered broker-dealers or registered investment advisory firms.
8. Respondents had both [REDACTED] and the [REDACTED] sign investment agreements authorizing Respondents to invest monies belonging to them.
9. Respondent referred to himself in the signed investment agreements as the "Stock Trader."
10. Respondent failed to disclose to [REDACTED] and the [REDACTED] that, because neither he nor his companies were registered broker-dealers or investment advisory firms, they were statutorily prohibited from investing clients' monies.
11. Respondents accepted, invested, and exercised discretionary authority over monies given to them by [REDACTED] and the [REDACTED] despite being statutorily prohibited from doing so.
12. By nature of the allegations above, Respondents are investment advisers as described in Section 401 of the Act, MCL 451.801.

13. By actively soliciting business as investment advisers without being registered, Respondents are in violation of Section 201(c) of the Act, MCL 451.601(c).
14. Respondents knew or had reason to know that Section 201(c) of the Act, MCL 451.601(c), prohibits a person from transacting business in this state as an investment adviser unless the person is registered under this Act, or unless the person is registered as a broker-dealer without the imposition of a condition under section 204(b)(5), or unless the person's only clients in this state are insurance companies, federally covered advisers, banks, or trust companies.

WHEREAS, Section 408 of the Act, MCL 451.808, states that whenever it appears to the Administrator (Commissioner of the Office of Financial and Insurance Regulation) that any person has engaged or is about to engage in any act or practice constituting a violation of any provision of this act or any rule or order hereunder, it may in its discretion issue a cease and desist order or bring an action in a circuit court to enjoin the act or practices and to enforce compliance with this act or any rule or order hereunder; and

WHEREAS, Respondents solicited business as investment advisers; and

WHEREAS, Section 201 of the Act, MCL 451.601, provides that a person shall not transact business in this State as an investment adviser, agent, or broker-dealer unless registered under the Act; and

WHEREAS, Respondents transacted business in the state of Michigan, but is not registered under the Act to act as an investment adviser, agent, or broker dealer; and

WHEREAS, the Administrator finds that the issuance of this Order is necessary and appropriate in the public interest and for the protection of investors and consistent with the purposes fairly intended by the policy and provisions of the Act; and

WHEREAS, based on the foregoing, OFIR staff recommends that the Administrator find that Respondents have engaged in acts and practices that violate Section 201 of the Act, MCL 451.601, and Rules promulgated under the Act.

**IT IS THEREFORE ORDERED**, pursuant to Section 408 of the Act, MCL 451.808, that:

1. Respondents shall immediately **CEASE AND DESIST** from violating Section 201 of the Act, MCL 451.601.
2. Failure to comply with this ORDER will subject you to one or more of the following:
  - (a) A civil penalty of not more than \$1,000 for each violation of this Act, but not to exceed a total of \$10,000.
  - (b) A criminal penalty of not more than \$25,000 for each violation, or imprisonment of not more than 10 years, or both.

You may file with the Administrator within 15 days after service of this Order a written request for a hearing. The Administrator, within 15 days after your filing, shall issue a notice of hearing and set a date for the hearing. Any request for a hearing should be addressed to: the Office of Financial and Insurance Regulation, Attention: Hearing Coordinator Dawn Kobus, P.O. Box 30220, Lansing, Michigan 48909.

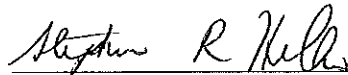
If you do not request a hearing, or it is not ordered by the Administrator within 15 days, this Order will stand as entered and will be FINAL.

It is important to understand that any statements that you present in response to this Order may be used against you at a hearing. It is also important to understand that you have the right, at your own expense, to have an attorney assist you at a hearing.

Any other communication regarding this Order should be addressed to the Office of Financial and Insurance Services, Attention: Marlon F. Roberts, P.O. Box 30220, Lansing, Michigan 48909.

OFFICE OF FINANCIAL AND  
INSURANCE REGULATION

Dated: 2/2/09

  
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Stephen R. Hilker  
Chief Deputy Commissioner