

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLORADO**

Civil Action No. 13-cv-03149

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Plaintiff,

v.

GARY C. SNISKY

Defendant.

COMPLAINT

As its Complaint, Plaintiff, Securities and Exchange Commission, alleges as follows:

I. SUMMARY

1. This matter concerns an offering fraud scheme conducted by Gary C. Snisky (“Snisky”) and his Longmont, Colorado-based investment entity, Arete, LLC (“Arete”). From August 2011 through January 2013, Snisky fraudulently raised at least \$3.8 million from more than 40 investors in Colorado and seven other states through the sale of membership interests in Arete and other related funds.

2. Primarily targeting annuity holders, Snisky used insurance agents to conduct his offering. At Snisky’s direction, these salespeople solicited mostly elderly annuity-holding clients to purchase Arete, a purportedly safe and more profitable alternative to an annuity, in which investors could supposedly enjoy the same consistent, no-risk

returns as most annuities while also having the ability to withdraw the interest earned and principal of the investment after ten years without penalty.

3. Investors were told that their investment in Arete would provide a guaranteed annual return of 6% or 7%; a 10% bonus would be paid to compensate for any annuity withdrawal penalties; their funds would be used to purchase “agency” bonds backed by the “full faith and credit” of the United States Government; and Snisky, as an “institutional trader,” would use these bonds to engage in overnight banking sweeps.

4. These representations, however, were false. Snisky did not purchase any agency bonds, nor did he ever engage in any overnight banking sweeps. Instead, Snisky misappropriated approximately \$2.8 million of investor funds, mostly through cash withdrawals. He used these funds to pay commissions to his salespeople, make payments on his personal mortgage, and otherwise for his own personal benefit.

II. VIOLATIONS

5. As a result of the conduct described herein, defendant Snisky directly or indirectly engaged in transactions, acts, practices, or courses of business that constitute violations of Sections 5(a), 5(c), and 17(a) of the Securities Act of 1933 (“Securities Act”) [15 U.S.C. §§ 77e(a), 77e(c), and 77q(a)], Sections 10(b) and 15(a) of the Securities Exchange Act of 1934 (“Exchange Act”) [15 U.S.C. § 78j(b) and 78(o)], Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5], Sections 206(1), (2), and (4) of the Investment Advisers Act of 1940 (“Advisers Act”) [15 U.S.C. §§ 80b-6(1), 80b-6(2), and 80b-6(4)], and Rule 206(4)-8 thereunder [17 C.F.R. § 275.206(4)-8]. In addition, as a result of the conduct described herein, defendant Snisky aided and abetted violations of

Section 7(a) of the Investment Company Act of 1940 [15 U.S.C. §§ 80a-7]. Unless defendant Snisky is permanently restrained and enjoined, he will again engage in the transactions, acts, practices, and courses of business set forth in this Complaint, and in transactions, acts, practices, and courses of business of similar type and object.

III. JURISDICTION AND VENUE

6. This Court has jurisdiction over this action pursuant to Sections 20(b), 20(d), and 22(a) of the Securities Act [15 U.S.C. §§ 77t(b), 77t(d), and 77v(a)], Sections 21(d), 21(e), and 27 of the Exchange Act [15 U.S.C. §§ 78u(d), 78u(e), and 78aa], Sections 209(d) and 214 of the Advisers Act [15 U.S.C. §§ 80b-9(d) and 80b-14] and Sections 42 and 44 of the Investment Company Act [15 U.S.C. §§ 80a-41 and 80a-43].

7. Defendant, directly or indirectly, made use of the means or instruments of transportation or communication in interstate commerce, the means and instrumentalities of interstate commerce, or of the mails, in connection with the acts, practices, and courses of business set forth in this Complaint.

8. Venue lies in this Court pursuant to Section 22(a) of the Securities Act and Section 27(a) of the Exchange Act. Defendant resides within this district and certain of the acts, practices, transactions, and courses of business alleged in this Complaint occurred within the District of Colorado.

IV. DEFENDANT AND HIS ENTITIES

9. Gary C. Snisky, age 46 (as of November, 2013), is a resident of Longmont, Colorado. He was the sole managing member of the following entities: Arete, LLC; CMG Offering – 12PO5i, LLC (“CMG5”); CMG Offering – 12PO10i, LLC (“CMG10”);

Summit Offering – 12PO5i, LLC (“Summit5”); and Summit Offering – 12PO10i, LLC (“Summit10”). Snisky also had an ownership interest in Arete, Ltd., a/k/a Sky Peak Capital Management, a Cheyenne, Wyoming based investment adviser registered with the Commission.¹ Snisky formerly held Series 7, 62, and 63, licenses, which all expired in 1999.

10. Arete was a Colorado limited liability company with its principal place of business in Longmont, Colorado. Snisky was Arete’s sole managing member. Arete functioned both as the entity through which Snisky engaged in his overall business operations and as the primary issuer, or pooled investment vehicle, of the interests offered and sold to investors. Snisky formed Arete in June 2011, and voluntarily dissolved the entity in April 2012. Arete has never registered an offering of securities under the Securities Act or a class of securities under the Exchange Act. Arete has never been registered with the Commission in any capacity.

11. After dissolving Arete in April 2012, Snisky formed CMG5, CMG10, Summit5, and Summit10 which are all Colorado limited liability companies with their principal place of business in Longmont, Colorado. Snisky is the sole and managing member of CMG5, CMG10, Summit 5, and Summit10. CMG5, CMG10, Summit 5, and Summit10 were each formed in April 2012 solely as a “private placement LLC” or pooled investment vehicle by which investors invested funds for the Arete investment. Although some investors invested in CMG5, CMG10, Summit 5, and Summit10, the

¹ Arete, Ltd., a/k/a Sky Peak Capital Management, is not a participant in the conduct alleged in this complaint.

investors uniformly believed they were investing in Arete and all investor funds were deposited into bank accounts held in the name of Arete. CMG5, CMG10, Summit 5, and Summit10 have never registered an offering of securities under the Securities Act or a class of securities under the Exchange Act. None of them has ever been registered with the Commission in any capacity.

V. FACTS

12. From August 2011 through January 2013, Snisky conducted an offering raising over \$3.8 million from more than 40 investors in at least eight states including Colorado.

13. Many investors in Snisky's offering were retired annuity holders.

14. Although the investment contracts offered by Snisky identified different funds over the life of this scheme, including Arete, CMG5, CMG10, Summit5, and Summit10, all of the investors believed they were investing in "Arete" and all investor funds flowed through bank accounts held in Arete's name.

15. In or about August 2011, Snisky began recruiting veteran insurance salespeople to sell the Arete investment. These individuals had an established client base, much of which owned annuities. Snisky reached out to these salespeople by phone, email and in person to invite them to "training sessions" at Arete's office in Longmont Colorado.

A. Snisky Committed Fraud in Conducting His Offering

16. Snisky described Arete as an "annuity-plus" investment, where unlike typical annuities, investors could withdraw principal and interest earned after ten years while still enjoying a no-risk, 6% to 7% guaranteed annual return. Snisky emphasized the

safety of the investment, touting himself as an “institutional trader” – with no middleman fees – who could secure safe, government-backed agency bonds at a discount.

17. Snisky’s sales pitch was extremely convincing, leading one salesperson to invest her own retirement funds in Arete.

18. Snisky created and provided all written documents that the sales people used in soliciting investors. These documents included Private Placement Memoranda (“PPMs”) and Contribution Agreements for Arete, CMG5, CMG10, Summit5, and Summit10. These documents contained key misrepresentations about the safety of principal, guaranteed returns, and use of investor funds.

19. Snisky also showed salespeople fraudulent investor account statements purporting to show earnings from Arete’s investment activity. Finally, Snisky distributed an Excel-based financial model that allowed salespeople to enter a dollar amount of investment and then calculate the “guaranteed” returns which could be printed out for each investor. Snisky was adamant that only documents he personally authorized could be given to investors.

20. Armed with these offering materials, Snisky’s sales force set out to offer the Arete investment to their clients. Most of these clients were elderly, unsophisticated, unaccredited, and unqualified investors. Many were retired and most had a net worth significantly less than \$1 million, including any real estate or personal property.

21. Through his sales force, Snisky and Arete raised at least \$3.8 million from more than 40 investors, in eight different states. The majority of these funds were

commingled in Arete's primary bank account and smaller amounts were held in other Arete bank accounts.

22. The majority of investors in Arete used funds from IRAs or other retirement accounts. Snisky used two different self-directed IRA companies as third-party administrators to allow such investments. The self-directed IRA companies set up accounts for investors and forwarded paperwork and investment funds to Arete.

23. Following the initial influx of investors, Snisky organized at least two seminars at which he met with approximately 30 current investors and salespeople. At these meetings, Snisky introduced himself as the "institutional trader" behind Arete's success and reiterated the same misrepresentations about the safety of principal, guaranteed returns, and use of investor funds that had lured investors into the scheme.

24. In addition, Snisky hand-delivered fraudulent account statements to the investors attending the seminars which purported to show that their investment was performing as promised.

25. At the time Snisky made these claims to investors, he had not purchased any bonds on their behalf and had, in fact, helped himself to millions of investor funds.

26. Snisky closed these meetings by encouraging investors to spread the word about Arete.

i. Defendant Snisky Made Material Misrepresentations

27. From August 2011 through January 2013, Snisky made material misrepresentations and omissions to investors regarding the use of investor funds, the

risk of investment, and the return on investment directly to investors and indirectly to investors through the sales team he trained.

28. In addition, as the sole owner and managing member of each of the relevant entities, Snisky exercised ultimate authority over the content and distribution of the investment documents used by each of the entities. Snisky authored, reviewed, and authorized the various PPMs and offering materials transmitted directly to investors or indirectly to investors through salespeople. In those documents, Snisky made the following material misrepresentations:

a. Snisky claimed that Arete provided a guaranteed annual return of 6% or 7%. In fact, no returns were earned on any investment. Instead, Snisky never purchased any agency bonds and misappropriated investor funds.

b. Snisky promised that Arete would pay an immediate 10% bonus to compensate for any surrender charge or withdrawal penalty assessed by an annuity upon the transfer of funds to Arete. In fact, no such bonus was ever paid into investors' accounts. Instead, to further his fraudulent scheme, Snisky fabricated investor account statements with false bonuses.

c. Snisky claimed that investor funds would be used to purchase "agency bonds," described as Ginnie Mae or similar federal government-backed bonds. In fact, no such bonds were ever purchased. Instead, investor funds were misappropriated by Snisky.

d. Snisky claimed that investor "principal and interest [was] protected by the Full Faith and Credit of the United States." In fact, investors' principal and interest was

not protected because Snisky did not use investor funds for any such investment, nor could he reasonably make such a claim for any such investment.

e. Snisky claimed that the returns and bonus paid by Arete were made possible by Snisky's purported status and experience as an "institutional trader" who would purchase agency bonds at a discount and invest the bonds in overnight banking sweeps. In fact, Snisky was not an "institutional trader," and he did not purchase agency bonds or engage in overnight banking sweeps.

29. Snisky was aware of the false nature of the statements in the PPMs and made by the salespersons, to whom he provided all the substantive information regarding the investment. Snisky knew that he did not purchase agency bonds and did not engage in overnight banking sweeps. Additionally, Snisky knew that funds were being misappropriated because he controlled the bank accounts and the movement of investor funds.

ii. Snisky Engaged in a Scheme to Defraud

30. Snisky engaged in deceptive acts and a course of business that operated as a fraud. Snisky engaged in the following acts in furtherance of the fraudulent scheme:

- a. Snisky is the architect of the offering.
- b. Snisky provided training to the salespersons.
- c. Snisky e-mailed and mailed to salespersons and investors PPMs and related offering materials that he knew contained false and misleading statements.
- d. Snisky transmitted fictitious periodic statements to salespeople and investors.

e. Snisky misappropriated investor funds for personal use.

B. Snisky Engaged in an Unregistered Distribution

31. The interests in Arete, CMG5, CMG10, Summit 5, and Summit10 offered and sold to investors were securities.

32. Under the agreement with Arete and the other pooled vehicles and related representations, investors expected to earn a guaranteed 6% or 7% annual return derived from Snisky's efforts in purchasing government agency bonds at a discount and using these bonds in overnight banking sweeps. The investors' success was interwoven with and solely dependent upon the efforts and success of Snisky purchasing these government agency bonds and engaging in these banking sweeps. Snisky had exclusive control over the use of investor funds, which were commingled in an Arete bank account. Investors had no voting, veto, or other powers under their Contribution Agreements.

33. Snisky offered and sold the securities of Arete, CMG5, CMG10, Summit 5, and Summit10 through the use of the internet and the mails.

34. No registration statement was in effect or had been filed as to any of those securities.

35. Arete, CMG5, CMG10, Summit5, and Summit10 were all under the common control of Snisky. Snisky disregarded the separate corporate existence of the companies. In addition, Arete, CMG5, CMG10, Summit5, and Summit10 were all engaged in the same type of business – acting as pooled investment vehicles by which investors invested funds for the Arete investment. And Snisky commingled the assets

of Arete, CMG5, CMG10, Summit5, and Summit10, depositing all invested funds in Arete's bank accounts.

36. The sales of Arete, CMG5, CMG10, Summit5, and Summit10 securities were all part of a continuous offering from August 2011 to January 2013. They each involved the same type of security - membership interests in the companies. They each required a cash investment. The proceeds of the all the offerings were purportedly used to purchase agency bonds.

37. Neither Snisky nor his companies had a personal or business relationship with most of their investors prior to the offering. In addition, the investors did not have access to correct financial information about the Arete investment prior to investing. At least some of the investors were unsophisticated and did not understand the risks of the investment. Moreover, in most instances, neither Snisky nor his salespeople had a reasonable basis to believe otherwise.

38. Snisky and his sales force engaged in a general solicitation. At seminars conducted by Snisky, he encouraged attendees to provide information about Arete to others. Similarly, Snisky's sales force informed new potential customers about the opportunity to invest in Arete.

C. Snisky Acted as an Unregistered Broker-Dealer

39. As alleged above, Snisky offered and sold the securities of Arete, CMG5, CMG10, Summit5, and Summit10 through the use of the internet and the mails.

40. At the time he offered and sold the securities of Arete, CMG5, CMG10, Summit5, and Summit10, Snisky was not a registered broker-dealer nor was he associated with a registered broker-dealer.

41. Snisky received compensation, in the form of investor funds he misappropriated, for each transaction in the securities of Arete, CMG5, CMG10, Summit5, and Summit10.

D. Snisky was an Investment Adviser

42. Arete, CMG5, CMG10, Summit5, and Summit10 were pooled investment vehicles. Snisky created Arete, CMG5, CMG10, Summit5, and Summit10 for the express purpose of raising capital from individual investors to be pooled and used for trading in agency bonds. Each of these funds was an internally managed fund that did not employ an outside investment adviser. Investors in each of these funds did not have a right to participate in the management of the funds, leaving Snisky as the sole managing member with total control.

43. Snisky acted as an investment adviser to Arete, CMG5, CMG10, Summit 5, and Summit10. Snisky was responsible for all investment decisions for the funds. Snisky received compensation for managing the funds, in the form of investor funds he misappropriated.

44. Snisky defrauded Arete, CMG5, CMG10, Summit 5, and Summit10 by misappropriating their assets. Snisky also made false and misleading statements and defrauded investors and prospective investors in Arete, CMG5, CMG10, Summit 5, and Summit10.

E. Arete, CMG5, CMG10, Summit5, and Summit10 Failed to Register as Investment Companies

45. Snisky described Arete, CMG5, CMG10, Summit5, and Summit10 as being engaged in the business of investing and trading in securities. Their securities were sold in public offerings to individuals who were not “qualified purchasers.”

46. Arete, CMG5, CMG10, Summit5, and Summit10 were required to register as investment companies, but failed to do so.

47. As the managing member of these entities, Snisky was responsible for ensuring that Arete, CMG5, CMG10, Summit5, and Summit10 register as investment companies, yet he failed to take those necessary steps.

F. Snisky Profited From his Scheme

48. Snisky controlled Arete’s bank accounts and therefore had access to and control over all of the investor funds.

49. From February 2012 to May 2012, Snisky misappropriated almost \$2.8 million of the more than \$3.8 million raised from investors. Snisky withdrew more than \$2.7 million of that sum in cash. Snisky used investor funds for personal use, including to pay his home mortgage. None of the funds raised from investors were ever used to purchase any government agency bonds or any other securities or investments.

VI. CLAIMS FOR RELIEF

FIRST CLAIM

Unregistered Sale of Securities
Violations of Sections 5(a) and 5(c) of the Securities Act
[15 U.S.C. §§ 77e(a) and e(c)]

50. As a result of the conduct alleged in paragraphs 31 through 38 defendant Snisky has, directly or indirectly, in the absence of an applicable exemption, while no registration statement was in effect, made use of the means or instruments of transportation or communication in interstate commerce or of the mails to sell securities in violation of Section 5(a) of the Securities Act.

51. As a result of the conduct alleged in paragraphs 31 through 38 defendant Snisky has, directly or indirectly, in the absence of an applicable exemption, made use of the means or instruments of transportation or communication in interstate commerce or of the mails to offer to sell securities, while no registration statement had been filed with the Commission in violation of Section 5(c) of the Securities Act.

52. Unless restrained and enjoined, defendant Snisky will, in the future, violate Sections 5(a) and 5(c) of the Securities Act.

SECOND CLAIM

Fraud in the Offer or Sale of Securities
Violations of Section 17(a) of the Securities Act
[15 U.S.C. § 77q(a)]

53. As a result of the conduct alleged in paragraphs 1 through 26, 30 and 48 through 49, defendant Snisky has, directly or indirectly, with scienter, in the offer or sale of securities, by use of the means or instruments of transportation or communication in

interstate commerce or by use of the mails, employed a device, scheme, or artifice to defraud in violation of Section 17(a)(1) of the Securities Act.

54. As a result of the conduct alleged in paragraphs 1 through 29 and 48 through 49,, defendant Snisky has, directly or indirectly, in the offer or sale of securities, by use of the means or instruments of transportation or communication in interstate commerce or by use of the mails obtained money or property by means of untrue statements of material fact or by omitting to state material facts necessary to make the statements made, in light of the circumstances under which they were made, not misleading in violation of Section 17(a)(2) of the Securities Act.

55. As a result of the conduct alleged in paragraphs 1 through 26, 30 and 48 through 49, defendant Snisky has engaged in transactions, practices, or courses of business which have been or are operating as a fraud or deceit upon the purchasers of securities in violation of Section 17(a)(3) of the Securities Act.

56. Unless restrained and enjoined defendant Snisky will, in the future, violate Section 17(a) of the Securities Act.

THIRD CLAIM

Fraud in the Purchase or Sale of Securities Through a Scheme to Defraud
Violations of Section 10(b) and Rules 10b-5(a) and 10b-5(c) of the Exchange Act
[15 U.S.C. § 78j(b) and 17 C.F.R. §§ 240.10b-5(a) and (c)]

57. As a result of the conduct alleged in paragraphs 1 through 26, 30 and 48 through 49, defendant Snisky has, directly or indirectly, with scienter, by use of the means or instruments of interstate commerce or by use of the mails, used or employed, in connection with the purchase or sale of securities, a manipulative or deceptive device or contrivance in contravention of the rules and regulations of the Commission or

employed devices, schemes, or artifices to defraud, in violation of Section 10(b) of the Exchange Act and Rule 10b-5(a) thereunder.

58. As a result of the conduct alleged in paragraphs 1 through 26, 30 and 48 through 49, defendant Snisky has, directly or indirectly, with scienter, by use of the means or instruments of interstate commerce or by use of the mails, in connection with the purchase or sale of securities, engaged in acts, practices, or courses of business which operated or would operate as a fraud or deceit upon any person in violation of Section 10(b) of the Exchange Act and Rule 10b-5(c) thereunder.

59. Unless restrained and enjoined defendant Snisky will, in the future, violate Section 10(b) of the Exchange Act and Rules 10b-5(a) and 10b-5(c) thereunder.

FOURTH CLAIM

Fraud in the Purchase or Sale of Securities Using a Misrepresentation or Omission
Violations of Section 10(b) and Rule 10b-5(b) of the Exchange Act
[15 U.S.C. § 78j(b) and 17 C.F.R. § 240.10b-5(b)]

60. As a result of the conduct alleged in paragraphs 1 through 29, defendant Snisky has, directly or indirectly, with scienter, by use of the means or instruments of interstate commerce or by use of the mails, in connection with the purchase or sale of securities, made untrue statements of material fact or 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 in violation of Section 10(b) of the Exchange Act and Rule 10b-5(b) thereunder.

61. Unless restrained and enjoined defendant Snisky will, in the future, violate Section 10(b) of the Exchange Act and Rule 10b-5(b) thereunder.

FIFTH CLAIM

Offers and Sales of Securities by an Unregistered Broker-Dealer
Violations of Exchange Act Section 15(a)
[15 U.S.C. § 78o(a)]

62. As a result of the conduct alleged in paragraphs 39 through 41 and 48 through 49, defendant Snisky has, while not registered as or associated with a broker or dealer made use of the means or instruments of interstate commerce to induce or attempt to induce the purchase or sale of a security in violation of Section 15(a) of the Exchange Act.

63. Unless restrained and enjoined defendant Snisky will, in the future, violate Section 15(a) of the Exchange Act.

SIXTH CLAIM

Fraud by an Investment Advisor
Violations of Section 206(1), (2) and (4) and Rule 206(4)-8 of the Advisers Act
[15 U.S.C. §§ 80b-6(1), (2) and (4) and 17 C.F.R. § 275.206(4)-8]

64. As a result of the conduct alleged in paragraphs 1 through 30, 42 through 44, and 48 through 49, defendant Snisky, while acting as an investment adviser, has, directly or indirectly, with scienter, by use of the means or instruments of interstate commerce or by use of the mails, employed a device, scheme, or artifice to defraud clients and prospective clients in violation of Section 206(1) of the Advisers Act.

65. As a result of the conduct alleged in paragraphs 1 through 30 and 42 through 44, defendant Snisky, while acting as an investment adviser, has, directly or indirectly, by use of the means or instruments of interstate commerce or by use of the mails, engaged in transactions, practices, or courses of business which operated as a fraud or deceit upon clients and prospective clients in violation of Section 206(2) of the Advisers Act.

66. As a result of the conduct alleged in paragraphs 1 through 30, 42 through 44, and 48 through 49, defendant Snisky, while acting as an investment adviser, has, directly or indirectly, by use of the means or instruments of interstate commerce or by use of the mails, engaged in acts, practices, or courses of business which are fraudulent, deceptive or manipulative in violation of Section 206(4) of the Advisers Act and Rule 206(4)-8 thereunder.

67. Unless restrained and enjoined defendant Snisky will, in the future, violate Section 206 of the Advisers Act.

SEVENTH CLAIM

Aiding and Abetting Transactions by an Unregistered Investment Company
Violations of Investment Company Act Section 7(a)
[15 U.S.C. § 80a-7(a)]

68. As a result of the conduct alleged in paragraphs 45 through 47, Arete, CMG5, CMG10, Summit5, and Summit10, while not registered with the Commission, directly or indirectly offered for sale, sold, and delivered after sale, by use of the mails or other means or instrumentality of interstate commerce, a security or interest in a security in violation of Section 7(a) of the Investment Company Act.

69. Defendant Snisky, knowingly or recklessly, provided substantial assistance to the violations of the Investment Company Act listed above.

70. Unless restrained and enjoined defendant Snisky will, in the future, aid and abet violations of Section 7(a) of the Investment Company Act.

VII. PRAYER FOR RELIEF

WHEREFORE, the Commission respectfully requests that this Court:

I. Find that defendant Snisky committed the violations alleged;

- II. Enter an Injunction, in a form consistent with Rule 65(d) of the Federal Rules of Civil Procedure, permanently restraining and enjoining defendant Snisky, his agents, employees, and all persons in active concert or participation with them, from violating, directly or indirectly, the laws and rules alleged in this Complaint;
- III. Order that defendant Snisky disgorge all ill-gotten gains, including pre- and post-judgment interest, in the form of any benefits of any kind received as a result of the acts and courses of conduct in this Complaint;
- IV. Order that defendant Snisky pay civil penalties, including post-judgment interest, pursuant to Section 20(d) of the Securities Act [15 U.S.C. § 77t(d)], Section 21(d) of the Exchange Act [15 U.S.C. § 78u(d)] and Section 209(e) of the Adviser's Act [15 U.S.C. § 80b-9(e)]; and
- V. Order such other relief as is necessary and appropriate.

Respectfully submitted this 21st day of November, 2013.

/s Polly Atkinson
Polly Atkinson
Attorney for Plaintiff
Securities and Exchange Commission
1801 California Street
Suite 1500
Denver, Colorado 80202
Telephone: (303) 844-1000
Facsimile: (303) 844-1068
AtkinsonP@sec.gov