Division of Securities
Utah Department of Commerce
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**BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH**

IN THE MATTER OF: ONTI MANAGEMENT GROUP LLC, and ROBERT QUINTON COOK, Respondents.	STIPULATION AND CONSENT ORDER Docket No. SD-06-0075 Docket No. SD-06-0076

The Utah Division of Securities (Division), by and through its Director of Enforcement, Michael Hines, and ONTI Management Group LLC, and Robert Quinton Cook (Respondents) hereby stipulate and agree as follows:

1. Respondents were the subject of an investigation conducted by the Division into allegations that they violated certain provisions of the Utah Uniform Securities Act (the Act), Utah Code Ann. § 61-1-1, et seq, as amended.
2. Respondents and the Division have agreed to settle this matter by way of this Stipulation and Consent Order (Consent Order).
3. Respondents are represented by attorney Brian Barnhill and are satisfied with the legal representation they have received.

4. Respondents admit the jurisdiction of the Division over Respondents and over the subject matter of this action.

5. Respondents waive any right to a hearing to challenge the Division's evidence and present evidence on Respondents' behalf.

THE DIVISION'S INVESTIGATIVE FINDINGS

From July 25, 2006 to the present, the Division has been conducting an investigation of Respondents which has revealed the following:

6. ONTI Management Group LLC (ONTI) was registered as a Utah limited liability company on June 13, 2001, but its corporate status is "delinquent" as of June 13, 2006. ONTI's business address was 7097 Chris Lane, Salt Lake City, Utah, and Robert Quinton Cook and his wife were ONTI's only two members.

7. Robert Quinton Cook (Cook) resides in Salt Lake County, Utah.

8. In 2003, Cook had several telephone conversations with investor R. B. regarding currency trading.

9. Cook told R. B. he had been successfully trading currency for a couple of years, and had used his friends' money to trade.

10. R. B. asked Cook to trade R. B.'s money.

11. R. B. received a public placement memorandum for ONTI from Cook prior to investing.

12. From March to June of 2005, R. B. invested a total of $238,000 with ONTI and Cook. R. B. received a total of $5,000 in return from ONTI and Cook.

13. Cook eventually stopped returning R. B.'s telephone calls.

14. On February 18, 2006, Cook sent an email to R. B., in which Cook explained that he had lost all of R. B.'s money.

15. On July 26, 2006, the Division's Director of Enforcement, Michael Hines (Hines), contacted Cook by telephone, identified himself, and questioned Cook regarding his currency trading activities. Cook told Hines, among other things, that he was averaging 24 to 25% monthly from his currency trading for the last year.

16. Later the same day, Cook called Hines, and explained that he was not completely honest with him during their initial conversation. Cook told Hines he lied about averaging 24 to 25% monthly, and that in reality he was "conservatively successful," and did not know what he averaged. Cook also said he did not tell R. B. about his prior criminal conviction, or about his prior bankruptcy.

17. In August 2006, R. B. told the Division he preferred to work directly with ONTI and Cook to recover his investment, and did not want the Division involved.

Misrepresentations and Omissions

18. In connection with the offer and sale of a security to R. B., ONTI and Cook, directly or indirectly, made a false statement to R. B. when they told him Cook had been successfully trading currency for several years, when, in fact, this was not true.

19. In connection with the offer and sale of securities to R. B., ONTI and Cook failed to disclose material information, including, but not limited to, the following, which was necessary in order to make the representations made not misleading:

    a. That in 1998, Cook pleaded guilty to one count of theft by deception;

    b. That in 1999, Cook filed for bankruptcy under Chapter 7; and

c. That Cook had an outstanding civil judgement against him of $8,439.

THE DIVISION'S CONCLUSIONS

20. Based on the Division's investigative findings, the Division concludes that:

a. The investment opportunity offered and sold by ONTI and Cook is a security under § 61-1-13 of the Act; and

b. ONTI and Cook willfully violated § 61-1-1 of the Act by making a misrepresentation of material fact and omitting to state material facts in connection with the offer and sale of a security.

21. ONTI and Cook admit the substance of the Division's investigative conclusions and consent to the Division entering an Order:

a. Requiring ONTI and Cook to cease and desist from engaging in any further conduct in violation of the Utah Securities Act;

b. Permanently enjoining ONTI and Cook from selling or offering for sale securities in any form in, or from, the state of Utah; and

c. Requiring ONTI and Cook to pay a fine, jointly and severally, of twenty five thousand dollars ($25,000) to the Division by January 1, 2007, which will be reduced to one thousand dollars ($1,000) for costs associated with the investigation, if ONTI and Cook pay the $1,000 by Thursday, November 30, 2006.

22. ONTI and Cook acknowledge that this Consent Order, upon approval by the Division Director, shall be the final compromise and settlement of this matter. ONTI and Cook

further acknowledge that if the Division Director does not accept the terms of the Consent Order, it shall be deemed null and void and without any force or effect whatsoever.

23. ONTI and Cook acknowledge that the Consent Order does not affect any civil or arbitration causes of action that third parties may have against ONTI and Cook arising in whole or in part from ONTI's and Cook's actions, and that the Consent Order does not affect any criminal cause of action that a prosecutor might bring.

24. This Consent Order constitutes the entire agreement between the parties herein and supersedes and cancels any and all prior negotiations, representations, understandings, or agreements between the parties. There are no verbal agreements which modify, interpret, construe, or otherwise affect this Consent Order in any way.

25. Violation of this Consent Order is a third degree felony pursuant to § 61-1-21(1) of the Act.

26. ONTI and Cook have read this Consent Order, understand its contents, and enter into this Consent Order voluntarily. No promises or threats have been made by the Division, nor by any member, officer, agent, or representative of the Division other than as contained herein, to induce ONTI and Cook to enter into this Consent Order.

Utah Division of Securities

Date: 10/2/6

By: _____
Michael Hines
Director of Enforcement

Respondent ONTI Management Group LLC

Date: 9/13/06

By: _____
Robert Quinton Cook
Member

Respondent Cook

Date: 9/13/06

Robert Quinton Cook

Approved:

Brian Barnhill
Attorney for Respondent

Jeff Buckner
Assistant Attorney General

ORDER

Pursuant to the terms of the Stipulation and Consent Order defined above, the Director of the Utah Division of Securities hereby orders that:

a. ONTI Management Group LLC and Robert Quinton Cook CEASE and DESIST from engaging in any further conduct in violation of the Utah Securities Act;

b. ONTI Management Group LLC and Robert Quinton Cook be permanently enjoined from selling or offering for sale securities in any form in, or from, the state of Utah; and

c. ONTI Management Group LLC and Robert Quinton Cook pay a fine, jointly and severally, of twenty five thousand dollars ($25,000) to the Division by January 1, 2007, which will be reduced to one thousand dollars ($1,000) for costs associated with the investigation, if ONTI and Cook pay the $1,000 by Thursday, November 30, 2006.

DATED this 4th day of ~~September,~~ October 2006.

Wayne Klein

WAYNE KLEIN
Director, Utah Division of Securities

Certificate of Mailing

I certify that on the 5TH day of October, 2006, I mailed a true and correct copy of the Stipulation and Consent Order to:

Robert Quinton Cook
1402 E Vestry Circle
Draper, UT 84020

ONTI Management Group LLC
7097 Chris Lane
Salt Lake City, UT 84121

Brian Barnhill, Attorney for Respondents
Osborne & Barnhill
11576 S. State St. #204
Draper, UT 84020

PAMALA RADZINSKI
Executive Secretary