

State of Missouri  
Office of Secretary of State

Case No. AP-09-03

IN THE MATTER OF:

SHAREVALUE, INC.; and  
RICHARD F. REYNOLDS,

Respondents.

Serve: ShareValue, Inc. at:  
2415 W. Main Street  
Bozeman, Montana 59718-3808

Serve: Richard F. Reynolds at:  
18925 S. Ash Street  
Belton, Missouri 64012-8900  
and  
P.O. Box 3622  
Bozeman, Montana 59772-3622  
and  
1627 West Main Street  
Bozeman, Montana 59715-4011

**FINAL ORDER TO CEASE AND DESIST AND PAYMENT OF  
CIVIL PENALTIES AND COSTS AS TO ALL RESPONDENTS**

On May 19, 2009, the Enforcement Section of the Securities Division of the Office of Secretary of State (the "Enforcement Section"), by and through Mary S. Hosmer, Assistant Commissioner, submitted a Petition for Final Order to Cease and Desist and Payment of Civil Penalties and Costs as to All Respondents (the "Petition"). After reviewing the Petition, the Commissioner issues the following findings of facts, conclusion of law, and order:

**PROCEDURAL BACKGROUND**

1. On January 14, 2009, Enforcement Section submitted a Petition for Order to Cease and Desist and Order to Show Cause Why Civil Penalties and Costs Should not be Imposed in the above-styled matter.
2. On January 26, 2009, the Commissioner issued an Order to Cease and Desist and Order to Show Cause Why Civil Penalties and Costs Should not be Imposed (the "Order") against the Respondents. On that same date, notice and a copy of such order were sent to both Respondents, by certified U.S. Mail, pursuant to Section 409.6-604(b), RSMo. (Cum. Supp. 2008).

3. The Order and notice thereof sent to Respondents ShareValue, Inc., and Richard F. Reynolds were “returned” to the Commissioner.
4. On March 4, 2009, Respondents ShareValue, Inc., and Richard F. Reynolds was served with this Order pursuant to Section 409.6-611(b), RSMo. (Cum. Supp. 2008), through service upon the Commissioner, and notice of such service and a copy of the Order were sent to Respondents ShareValue, Inc., and Richard F. Reynolds, via Certified U.S. Mail, at the last known addresses.
5. The Respondents did not request a hearing within the time allowed by Section 409.6-604, RSMo. (Cum. Supp. 2008).
6. In the Petition, the Enforcement Section requested a Final Order to Cease and Desist as to all Respondents in this matter.
7. In the Petition, the Enforcement Section requested that the Commissioner issue an order requiring the Respondents to pay, jointly and severally, costs of the investigation in this matter in the amount of four thousand five hundred dollars (\$4,500).
8. In the Petition, the Enforcement Section requested that the Commissioner issue an order imposing a civil penalty of ten thousand (\$10,000) against each Respondent for multiple violations of Section 409.3-301, RSMo. (Cum. Supp. 2008).
9. In the Petition, the Enforcement Section requested that the Commissioner issue an order imposing a civil penalty of ten thousand (\$10,000) against each Respondent for multiple violations of Section 409.4-402(a), RSMo. (Cum. Supp. 2008).
10. In the Petition, the Enforcement Section requested that the Commissioner issue an order imposing a civil penalty of ten thousand (\$10,000) against each Respondent for multiple violations of Section 409.4-402(d), RSMo. (Cum. Supp. 2008).
11. In the Petition, the Enforcement Section requested that the Commissioner issue an order imposing a civil penalty of ten thousand (\$10,000) against each Respondent for multiple violations of Section 409.5-501, RSMo. (Cum. Supp. 2008).

## **ORDER**

**NOW, THEREFORE,** it is hereby **ORDERED** that:

- A. The Cease and Desist Order entered in Case Number AP-09-03 on January 26, 2009, is **FINAL** as to all Respondents.
- B. Pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2008), each of Respondents ShareValue, Inc., and Richard F. Reynolds shall pay a separate civil penalty in the amount of one thousand dollars (\$1,000) to the State of Missouri for violation of Section 409.3-301, RSMo. (Cum. Supp. 2008). This amount shall be made payable to the State of Missouri and paid within thirty (30) days of the date of this Order. The Secretary of State shall forward these funds to the state treasury for the benefit of county and township school funds as provided in Article IX, Section 7 of the Constitution of Missouri. Respondents shall deliver this payment to the Securities

Division, 600 W. Main Street, PO Box 1276, Jefferson City, Missouri 65102.

- C. Pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2008), Respondent Richard F. Reynolds shall pay a civil penalty in the amount of one thousand dollars (\$1,000) to the State of Missouri for violation of Section 409.4-402(a), RSMo. (Cum. Supp. 2008). This amount shall be made payable to the State of Missouri and paid within thirty (30) days of the date of this Order. The Secretary of State shall forward these funds to the state treasury for the benefit of county and township school funds as provided in Article IX, Section 7 of the Constitution of Missouri. Respondent Reynolds shall deliver this payment to the Securities Division, 600 W. Main Street, PO Box 1276, Jefferson City, Missouri 65102.
- D. Pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2008), Respondent ShareValue, Inc., shall pay a civil penalty in the amount of one thousand dollars (\$1,000) to the State of Missouri for violation of Section 409.4-402(d), RSMo. (Cum. Supp. 2008). This amount shall be made payable to the State of Missouri and paid within thirty (30) days of the date of this Order. The Secretary of State shall forward these funds to the state treasury for the benefit of county and township school funds as provided in Article IX, Section 7 of the Constitution of Missouri. Respondent ShareValue, Inc., shall deliver this payment to the Securities Division, 600 W. Main Street, PO Box 1276, Jefferson City, Missouri 65102.
- E. Pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2008), each of Respondent ShareValue, Inc., and Richard F. Reynolds shall pay a separate civil penalty in the amount of two thousand five hundred dollars (\$2,500) to the State of Missouri for violation of Section 409.5-501, RSMo. (Cum. Supp. 2008). This amount shall be made payable to the State of Missouri and paid within thirty (30) days of the date of this Order. The Secretary of State shall forward these funds to the state treasury for the benefit of county and township school funds as provided in Article IX, Section 7 of the Constitution of Missouri. Respondents shall deliver this payment to the Securities Division, 600 W. Main Street, PO Box 1276, Jefferson City, Missouri 65102.
- F. Pursuant to Section 409.6-604(e), RSMo. (Cum. Supp. 2008), Respondents ShareValue, Inc., and Richard F. Reynolds shall pay, within thirty (30) days from the date of this Order, the additional sum of four thousand five hundred dollars (\$4,500) as reimbursement for costs of the investigation and administration of this matter. Respondents ShareValue, Inc., and Richard F. Reynolds shall be jointly and severally liable for this amount. This amount shall be made payable to the Missouri Secretary of State's Investor Education and Protection Fund. Respondents shall deliver this payment to the Securities Division, 600 West Main Street, PO Box 1276, Jefferson City, Missouri 65102.
- G. This Order is in the public interest and is consistent with the purposes intended by the Missouri Securities Act of 2003.
- H. Respondents shall pay their own costs and attorneys' fees, if any, with respect to this matter.

**SO ORDERED:**

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY,  
MISSOURI THIS 28<sup>TH</sup> DAY OF MAY, 2009.

ROBIN CARNAHAN  
SECRETARY OF STATE

(Signed/Sealed)  
MATTHEW D. KITZI  
COMMISSIONER OF SECURITIES

**CERTIFICATE OF SERVICE**

I hereby certify that on this 28<sup>TH</sup> day of May, 2009, copies of the foregoing Order and Notice in the above styled case was **mailed by certified U.S. Mail, postage prepaid, to:**

ShareValue, Inc.  
2415 W. Main Street  
Bozeman, Montana 59718-3808

Richard F. Reynolds at:  
18925 S. Ash Street  
Belton, Missouri 64012-8900

and

P.O. Box 3622  
Bozeman, Montana 59772-3622

and

1627 West Main Street  
Suite 301  
Bozeman, Montana 59715-4011

**And hand delivered to:**  
Mary S. Hosmer  
Assistant Commissioner  
Securities Division

John Hale  
Specialist