

BEFORE THE
DIVISION OF SECURITIES
DEPARTMENT OF FINANCIAL INSTITUTIONS
STATE OF WISCONSIN

In the Matter of
SIERRA ENERGY PARTNERS,
JAMES W. BRAKE, and AMIL IMANI,

PETITION FOR ORDER

Respondents.

File No. S-02038(EX)

The staff of the Enforcement Unit, Bureau of Registration & Enforcement, of the Division of Securities, Department of Financial Institutions, State of Wisconsin has conducted an investigation in this matter pursuant to sec. 551.56, Wis. Stats. and as a result thereof alleges as follows:

1. Sierra Energy Partners ("Sierra") is a foreign business entity with a last known business address of 3595 RR 620 South #202, Austin, TX 78734.
2. James W. Brake ("Brake") is an individual who at all times material hereto has been President of Sierra, with a last known business address at that of Sierra.
3. Amil Imani ("Imani") is an individual who at all times material hereto has been Vice President of Sierra, with a last known business address at that of Sierra.
4. During the period of February, 2002, Imani and Brake, on behalf of Sierra and themselves, offered to at least one person and sold to at least one person in Wisconsin who had no pre-existing relationship with any of the Respondents, working interests in an oil and gas well.
5. Upon information and belief, investors can play a passive role in the company with no duties and responsibilities.
6. The working interests offered by the respondents are investment contracts as defined by section DFI-Sec. 1.02(6)(a), Wis. Adm. Code, and are therefore securities as defined by sec. 551.02(13), Wis. Stats.
7. The Sierra investment contracts have never been registered for offer and sale in Wisconsin pursuant to Ch. 551, Wis. Stats.
8. All Respondents have violated sec. 551.21(1), Wis. Stats., by offering and selling unregistered securities in Wisconsin.
9. During the telephone offering solicitation to a person in Wisconsin, Brake stated that Sierra receives 15% as a fee from the issuer for marketing the deal to investors and that he considers that low compared to what other marketing firms get.
10. In connection with the offers and sales of the securities described above, Sierra transacted business in Wisconsin as a "broker-dealer," as that term is defined by sec. 551.02(3), Wis. Stats.

