

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

In the Matter of

GREGORY L. OLDHAM and
GLENN R. HARRIS,

Respondents.

PETITION FOR ORDER
OF SUSPENSION OF A
SECURITIES AGENT LICENSE

File No. S-07032 (LX)

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

1. Gregory L. Oldham ("Oldham") (CRD# 3247565) was licensed in Wisconsin as a securities agent for Advanced Planning Securities Inc. ("APS") (CRD# 14382) from August 26, 2004 to December 31, 2008, with his last known principal place of business located at 3033 West Layton Avenue, Suite 201, Greenfield, WI 53221. Oldham applied for registration in Wisconsin as a securities agent for Waterford Investor Services, Inc. ("Waterford") (CRD# 46227) on December 26, 2008.
2. Prior to August 26, 2004, Oldham was licensed in Wisconsin as a securities agent for USAllianz Securities Inc. ("USA") (CRD# 40875) from April 28, 2000 to August 27, 2004.
3. Oldham satisfied the qualification examination requirement in § DFI-Sec. 4.01(3), Wis. Adm. Code, by passing the following examinations: the Series 6 examination on July 15, 1999, which qualified him to sell investment company products and variable annuities only; the Series 66 examination on July 15, 1999, which tested his knowledge of state securities laws; the Series 7 examination on March 15, 2007, which qualified him to sell most types of securities.
4. Oldham's business partner Glenn R. Harris ("Harris") (CRD# 4538997) was licensed in Wisconsin as a securities agent for APS from January 9, 2004 to December 31, 2008, with his last known principal place of business located at 3033 West Layton Avenue, Suite 201, Greenfield, WI 53221. Harris applied for registration in Wisconsin as a securities agent for Waterford on January 2, 2009.
5. Prior to January 9, 2004, Harris was licensed in Wisconsin as a securities agent for Hornor, Townsend & Kent, Inc. (CRD# 4031) from July 18, 2002 to February 20, 2004.
6. Harris satisfied the qualification examination requirement in § DFI-Sec. 4.01(3), Wis. Adm. Code, by passing the following examinations: the Series 6 examination on July 15, 2002, which qualified him to sell investment company products and variable annuities only; the Series 63 examination on July 17, 2002, which tested his knowledge of state securities laws; the Series 7 examination on May 25, 2004, which qualified him to sell most types of securities.
7. On November 14, 2007, Oldham filed an application for licensing as an investment adviser representative for Advanced Planning Capital Corp. (CRD# 143678), which application remains in pending status until the resolution of the current proceeding.

8. On December 11, 2007, Harris filed an application for licensing as an investment adviser representative for Advanced Planning Capital Corp. (CRD# 143678), which application remains in pending status until the resolution of the current proceeding.
9. Endeavor Real Estate Fund I LLC ("Fund I") and Endeavor Real Estate Fund II LLC ("Fund II") were private placement securities offerings, which offered to pay investors "dividends" on investments of two to five years. As private placements offered by and through APS, Fund I and Fund II could only be sold by securities agents having Series 7 examination qualifications and licensed with APS.
10. On May 11, 2004, Harris, while only qualified to sell investment company securities and variable annuities, offered to at least one person in Wisconsin investments in Fund I in violation of the qualification requirements of §§ DFI-Sec. 4.01(3) and (7), Wis. Adm. Code.
11. On July 12, 2004, Oldham, as an agent for USA only qualified to sell investment company securities and variable annuities approved by USA, offered to at least one person in Wisconsin investments in Fund I in violation of the qualification requirements of §§ DFI-Sec. 4.01(3) and (7), Wis. Adm. Code, and offered and sold these securities off the books and records of his broker-dealer USA, in violation of §§ DFI-Sec. 4.06(2)(c) and (i), Wis. Admin. Code, which prohibit an agent from acting in violation of FINRA Rules, including Rule 3040.
12. Harris participated in the transactions described in ¶11 by representing to APS that Harris personally offered and sold the investments in Fund I to Oldham's customers, allowing an unlicensed agent (Oldham) to participate in the offer and sale in violation of the licensing requirement of § 551.31(1), Wis. Stats.
13. During October and November 2004, Oldham, while an agent for APS only qualified to sell investment company securities and variable annuities, offered to at least one person in Wisconsin investments in Fund II in violation of the qualification requirements of §§ DFI-Sec. 4.01(3) and (7), Wis. Adm. Code.
14. According to statements made to Division staff by several investors, those investors dealt exclusively with Oldham concerning their initial investments in either Fund I or Fund II, and they had no discussions with Harris prior to their initial purchase of an interest in either Fund.
15. The violations of Chapter 551 set forth in ¶¶ 10-14 above constitute a basis for action against Oldham's and Harris's securities agent licenses in Wisconsin pursuant to § 551.34(1), Wis. Stats.
16. By offering investments in Fund II to investors using proceeds received from annuities issued by London Pacific Life & Annuity Company, both Oldham and Harris made unsuitable recommendations to at least one Wisconsin investor in violation of § DFI-Sec. 4.06(2)(i), Wis. Adm. Code, which prohibits an agent from acting in violation of § DFI-Sec. 4.06(1)(c), Wis. Adm. Code.

NOW THEREFORE, pursuant to §§ 551.34(1) and 551.63, Wis. Stats., the Staff of the Licensing and Compliance Bureau and the Bureau of Enforcement of the Division of Securities petitions the Administrator for the issuance of an Order of Suspension of the securities agent licenses of Gregory L. Oldham and Glenn R. Harris for a period of 60 days retroactive from December 31, 2008, the date they were last licensed with APS, and the imposition of conditions on that license following the end of the suspension period as set forth above.

Dated this 2nd day of March, 2009



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