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BEFORE THE ARIZONA CORPORATION C

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COMMISSIONERS

JEFF HATCH-MILLER, Chairman  
WILLIAM A. MUNDELL  
MIKE GLEASON  
KRISTIN K. MAYES  
GARY PIERCE

Arizona Corporation Commission  
**DOCKETED**

FEB -1 2007

DOCKETED BY	nr
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In the matter of

WILLIAM MELVIN HAWKINS  
CRD#831356

META FUNDING, LLC, an Arizona  
limited liability company

Respondents.

DOCKET NO. S-20470A-06-0531

DECISION NO. 69291

**ORDER TO CEASE AND DESIST, ORDER  
OF RESTITUTION, ORDER OF  
REVOCATION, ORDER FOR  
ADMINISTRATIVE PENALTIES AND  
CONSENT TO SAME**

Respondents William Melvin Hawkins ("HAWKINS") and META Funding, LLC ("META") (collectively "Respondents") elect to permanently waive any right to a hearing and appeal under Articles 11 and 12 of the Securities Act of Arizona, A.R.S. § 44-1801 *et seq.* ("Securities Act") with respect to this Order to Cease and Desist, Order of Restitution, Order of Revocation, Order for Administrative Penalties and Consent to Same ("Order"). Respondents admit the jurisdiction of the Arizona Corporation Commission ("Commission"); neither admit nor deny the Findings of Fact and Conclusions of Law contained in this Order; and consent to the entry of this Order by the Commission.

This consent has been entered into by Respondents for the sole purpose of settling violations addressed by the Order. Respondents consent to entry of the Order without admitting or denying any of the Findings of Fact and Conclusions of Law contained in the Order, without trial or final adjudication of any issue of fact or law pertaining to this Order and provided that no Findings of Fact or Conclusions of Law contained in the Order shall be attributed to, effective against or binding upon Respondents for any purpose other than in this case.

I.

**FINDINGS OF FACT**

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3 1. HAWKINS, CRD#831356, who resides in Scottsdale, Arizona, was at all pertinent  
4 times a registered securities salesman in Arizona, from May 28, 2003 to August 31, 2005.

5 2. META is and was at all pertinent times an Arizona limited liability company,  
6 located in Phoenix, Arizona, since August 22, 2003, owned and operated by HAWKINS.

7 3. On or about August 22, 2003, HAWKINS filed Articles of Organization with the  
8 Commission to form META as a limited liability company.

9 4. In or around September 2003, META entered into an agreement with Mathon  
10 Management Company, L.L.C. ("Mathon") to be a lender and for Mathon to act as META's agent  
11 for the purpose of investing funds in bridge loans to small and medium-sized companies.

12 5. From in or around September 2003 through June 2004, Respondents offered and  
13 sold investment agreements to approximately 22 investors, within and from Arizona ("META  
14 investment agreements"). The META investment agreements provided that META would pool the  
15 investors' money to invest in a fund of bridge loans, and META would share the profits from those  
16 investments with the investors ("META investors").

17 6. META's investments agreements were securities in the form of investment contracts  
18 ("META investment contracts"). META investors from various states invested approximately  
19 \$1,825,759.00 in META, in addition to approximately \$370,000.00 invested by HAWKINS.

20 7. Respondents informed the META investors that the lending process was managed  
21 by another company, but that the identity of the other company would not be disclosed to them.  
22 HAWKINS had complete discretion over the investment of the META investors' funds.

23 8. HAWKINS provided instructions for META investors to wire their funds to  
24 META's bank account.

25 9. META investors, including HAWKINS, have to date failed to receive annualized  
26 returns from their investments.





1 installment payment in the amount of \$100,000.00 shall be due upon the occurrence of any of the  
2 following dates or events, whichever occurs first: (A) within 10 days of the close of escrow  
3 related to the house located at 5665 E. Cheney Dr., Paradise Valley, Arizona, titled in the name of  
4 Eagle Nest Investments, L.L.C. (the "Eagle Nest Property"); or (B) 75% of whatever amount  
5 HAWKINS receives up to \$100,000.00 within 10 days of HAWKINS' receipt of any funds from a  
6 trade involving the Eagle Nest Property, and the balance totaling \$100,000.00 on or before January  
7 15, 2008; or (C) \$100,000.00 on or before January 15, 2008. If a balance remains, Respondents  
8 will pay twenty percent (20%) of the outstanding principal balance each quarter, beginning  
9 January 15, 2009, until the META investors have received one hundred percent (100%) of their  
10 invested principal. Any amount in default after each payment is due under this Order shall accrue  
11 interest at the rate of 10% per annum from the date such payment is due until paid in full.  
12 Payments shall be made to the Mathon Conservator.

13 IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2036, that Respondents, jointly and  
14 severally, shall pay administrative penalties in the amount of \$25,000.00, to be reduced to  
15 \$15,000.00 if all restitution payments are timely made pursuant to this Order. The administrative  
16 penalties are subordinate to any restitution obligations ordered herein and shall become  
17 immediately due and payable within 30 days after the final restitution payment under this Order or  
18 upon Respondents' default with respect of Respondents' restitution obligations. Any amount  
19 outstanding shall accrue interest at the rate of 10% per annum from the date of this Order until paid  
20 in full.

21 IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-1962, that HAWKINS' securities  
22 salesman registration is revoked.

23 For the purposes of this Order, a bankruptcy filing by Respondents shall be an act of  
24 default. If Respondents do not comply with this Order, any outstanding balance may be deemed in  
25 default and shall be immediately due and payable.

26 IT IS FURTHER ORDERED, that if either Respondent fails to comply with this Order, the

1 Commission may bring further legal proceedings against that Respondent, including application to  
2 the superior court for an order of contempt.

3 IT IS FURTHER ORDERED that this Order shall become effective immediately.

4 BY ORDER OF THE ARIZONA CORPORATION COMMISSION

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7 CHAIRMAN

  
COMMISSIONER

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COMMISSIONER

  
COMMISSIONER

  
COMMISSIONER

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11 IN WITNESS WHEREOF, I, BRIAN C. McNEIL,  
12 Executive Director of the Arizona Corporation  
13 Commission, have hereunto set my hand and caused the  
14 official seal of the Commission to be affixed at the  
15 Capitol, in the City of Phoenix, this 1st day of  
16 February, 2007.

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BRIAN C. McNEIL  
Executive Director

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DISSENT

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DISSENT

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23 This document is available in alternative formats by contacting Linda Hogan, Executive Assistant  
24 to the Executive Director, voice phone number 602-542-3931, E-mail [lhogan@azcc.gov](mailto:lhogan@azcc.gov).

25 (ptj)

**CONSENT TO ENTRY OF ORDER**

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2           1.       Respondents META Funding, LLC (“META”) and William Melvin Hawkins  
3 (“HAWKINS”) (collectively “Respondents”) admit the jurisdiction of the Commission over the  
4 subject matter of this proceeding. Respondents acknowledge that they have been fully advised of  
5 their right to a hearing to present evidence and call witnesses and Respondents knowingly and  
6 voluntarily waive any and all rights to a hearing before the Commission and all other rights  
7 otherwise available under Article 11 of the Securities Act and Title 14 of the Arizona  
8 Administrative Code. Respondents acknowledge that this Order to Cease and Desist, Order of  
9 Restitution, Order of Revocation, Order for Administrative Penalties and Consent to Same  
10 (“Order”) constitutes a valid final order of the Commission.

11           2.       Respondents knowingly and voluntarily waive any right under Article 12 of the  
12 Securities Act to judicial review by any court by way of suit, appeal, or extraordinary relief  
13 resulting from the entry of this Order.

14           3.       Respondents acknowledge and agree that this Order is entered into freely and  
15 voluntarily and that no promise was made or coercion used to induce such entry.

16           4.       Respondents acknowledge that they have been represented by attorney Paul J.  
17 Roshka in this matter, they have reviewed this Order with their attorney and understand all terms it  
18 contains.

19           5.       Respondents neither admit nor deny the Findings of Fact and Conclusions of Law  
20 contained in this Order. This consent has been entered into by Respondents for the sole purpose of  
21 settling violations addressed by the Order. Respondents consent to entry of the Order without  
22 admitting or denying any of the Findings of Fact and Conclusions of Law contained in the Order,  
23 without trial or final adjudication of any issue of fact or law pertaining to this Order and provided  
24 that no Findings of Fact or Conclusions of Law contained in the Order shall be attributed to,  
25 effective against or binding upon Respondents for any purpose other than in this case.

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1           6.       By consenting to the entry of this Order, Respondents agree not to take any action  
2 or to make, or permit to be made, any public statement denying, directly or indirectly, any Finding  
3 of Fact or Conclusion of Law in this Order or creating the impression that this Order is without  
4 factual basis. Respondents will undertake steps necessary to assure that all of their agents and  
5 employees understand and comply with this agreement.

6           7.       While this Order settles this administrative matter between Respondents and the  
7 Commission, Respondents understand that this Order does not preclude the Commission from  
8 instituting other administrative proceedings based on violations that are not addressed by this  
9 Order.

10          8.       Respondents understand that this Order does not preclude any other agency or  
11 officer of the state of Arizona or its subdivisions from instituting administrative, civil or criminal  
12 proceedings that may be related to matters addressed by this Order.

13          9.       Respondents agree that they will not apply to the state of Arizona for registration as  
14 a securities dealer or salesman or for licensure as an investment adviser or investment adviser  
15 representative until full restitution and administrative penalties obligations are paid pursuant to this  
16 Order.

17          10.      Respondents agree that they will not exercise any control over any entity that offers  
18 or sells securities or provides investment advisory services within or from Arizona until full  
19 restitution and administrative penalties obligations are paid pursuant to this Order.

20          11.      Respondents agree that they will not sell any securities in or from Arizona without  
21 being properly registered in Arizona as a dealer or salesman, or exempt from such registration;  
22 they will not sell any securities in or from Arizona unless the securities are registered in Arizona or  
23 exempt from registration; and they will not transact business in Arizona as an investment adviser  
24 or an investment adviser representative unless properly licensed in Arizona or exempt from  
25 licensure.

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1           12.     HAWKINS agrees to defer the receipt of any portion of his invested principal from  
2 the Mathon Conservator until the remaining META investors have received their invested  
3 principal.

4           13.     Respondents agree that they will continue to cooperate with the Securities Division  
5 and the Conservator appointed by the Court in *Arizona Corporation Commission v. Mathon*  
6 *Management Company, L.L.C.* No. CV2005-005484, including, but not limited to, providing  
7 complete and accurate testimony at any hearing in this matter and cooperating with the state of  
8 Arizona in any related investigation or any other matters arising from the activities described in  
9 this Order.

10          14.     Respondents consent to the entry of this Order and agree to be fully bound by its  
11 terms and conditions.

12          15.     Respondents acknowledge and understand that if they fail to comply with the  
13 provisions of the order and this consent, the Commission may bring further legal proceedings  
14 against them, including application to the superior court for an order of contempt.

15          16.     Respondents understand that default shall render them liable to the Commission for  
16 its costs of collection and interest at the maximum legal rate.

17          17.     Respondents agree and understand that if they fail to make any payment as required  
18 in the Order, any outstanding balance shall be in default and shall be immediately due and payable  
19 without notice or demand. Respondents agree and understand that acceptance of any partial or late  
20 payment by the Commission is not a waiver of default by the Commission.

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1 18. Respondent HAWKINS represents that he is Managing Member of Respondent  
2 META and has been authorized by META to enter into this Order for and on behalf of it.

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6 WILLIAM MELVIN HAWKINS

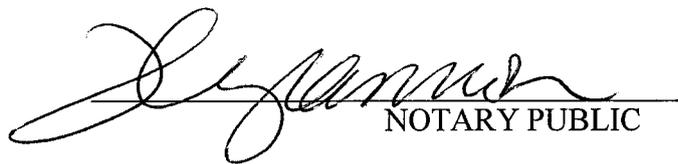
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8 META FUNDING, LLC

9  
10 By   
11 \_\_\_\_\_  
12 WILLIAM MELVIN HAWKINS

13 Its Managing Member  
14 \_\_\_\_\_

14 State of Arizona )  
15 County of Maricopa)

16 SUBSCRIBED AND SWORN TO BEFORE me this 12 day of JAN., 2008

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19 \_\_\_\_\_  
20 NOTARY PUBLIC

21 My Commission Expires:

22 10-21-09

