

**COMMONWEALTH OF KENTUCKY  
PUBLIC PROTECTION CABINET  
DEPARTMENT OF FINANCIAL INSTITUTIONS  
DIVISION OF SECURITIES  
AGENCY CASE NO. 2008-AH-256**

COMMONWEALTH OF KENTUCKY, EX. RE. THE  
COMMISSIONER OF THE  
DEPARTMENT OF FINANCIAL INSTITUTIONS

PETITIONER

V.

BRIAN W. LIVINGSTON; and  
BWL CONSULTING

RESPONDENTS

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**SUMMARY ORDER TO CEASE AND DESIST AND SHOW CAUSE ORDER**

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The Commonwealth of Kentucky, by and through the Commissioner of the Office of Financial Institutions, hereby enters this Order directing Respondents, Brian W. Livingston and BWL Consulting, to immediately Cease And Desist from violating the provisions of the Kentucky Securities Act and to Show Cause why a final order should not be issued against them. The basis for this Order is as follows:

**Findings of Fact**

1. The Department of Financial Institutions (“DFI”) is the agency of Kentucky state government charged with enforcement of the provisions of KRS Chapter 292 (the Kentucky “Securities Act”) and the rules and regulations enacted thereunder. This Order is entered in the interest of the investing public.

2. Brian W. Livingston is a individual residing at 9006 Collingwood Road, Louisville, Kentucky 40299.
3. BWL Consulting is a professional limited liability company (“PLLC”) which is owned and operated by Respondent, Brian W. Livingston (“Livingston”)
4. On or about September 19, 2008, the Department of Financial Institutions, Division of Securities (the “Division”) received a complaint wherein it was alleged that Respondents were acting as unregistered investment advisors in the state of Kentucky.
5. Following receipt of this complaint, the Division commenced an investigation into the activities of the Respondent, pursuant to its authority under KRS 292.460.
6. Upon a review of its records, the Division discovered that neither Respondent had ever registered with the Division as either an investment adviser or an investment adviser representative as required by KRS 292.330.
7. On Thursday, September 25, 2008, representatives of the Division interviewed Respondent Livingston at his home in Louisville. During the course of the interview, Livingston admitted that he had been and was currently engaging in the investment advisory business and that he had never registered either himself or his company with the Division.

#### Conclusions of Law

8. Pursuant to KRS 292.330(1), it is unlawful for any investment adviser that is required to be registered under the Securities Act to employ an investment

adviser representative unless the investment adviser representative is registered under the Securities Act.

9. Pursuant to KRS 292.330(1), it is unlawful for any person to transact business in Kentucky as an investment adviser unless that person is so registered under the Securities Act or is a registered broker-dealer or is an approved investment fund manager pursuant to KRS 154.20-256.
10. Respondents have unlawfully offered and provided services as an unregistered investment adviser and unregistered investment adviser representative in this state in violation of the provisions of Section 292.330 of the Securities Act.
11. In view of the fact that the Respondents have been and may continue to attempt to be unlawfully engaging in the investment advisory business and may be soliciting additional clients, the Commissioner finds that delay in the issuance of a final cease and desist order will cause harm to the public.

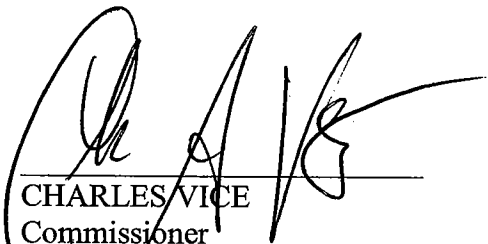
#### **Order**

12. On the basis of the foregoing Findings of Fact and Conclusions of Law, the Commissioner hereby ORDERS that the Respondents immediately cease and desist from engaging in investment advisory business and from offering their services as an investment adviser or investment adviser representative and from soliciting clients for the rendering of such services.
13. IT IS FURTHER ORDERED that the Respondents shall show cause why a final order should not be issued against them.
14. The Respondents SHALL request a hearing in this matter, in writing, if they desire one, within twenty ("20") days of the entry date of this Order. If the

Respondents timely request a hearing in this matter, they shall be afforded a hearing in accordance with KRS Chapter 13B.

15. If the Respondents fail to timely request, in writing, a hearing in this matter, their right to a hearing shall be waived. Furthermore, if the Respondents fail to file a response to this Order or attend a duly scheduled hearing in this matter after having received notice thereof, the allegations contained in this Order shall be deemed true without further proof. The Respondents shall then be deemed in default and the proceedings may be determined against them upon consideration of this Order. Upon default, a final order shall be entered which may include the imposition of a fine, costs and all other appropriate relief, such as disgorgement or restitution to clients.

Entered this 29 day of September, 2008.

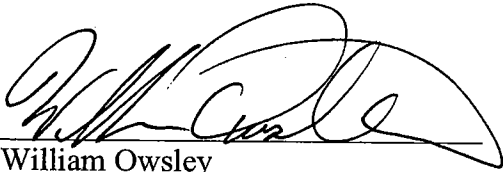


CHARLES VICE  
Commissioner  
Department of Financial Institutions  
1025 Capital Center Drive  
Suite 200  
Frankfort, KY 40601  
(502) 573-3390

**CERTIFICATE OF SERVICE**

I hereby certify that a true and accurate copy of the foregoing was served by certified mail, return receipt requested to the following on this the 30th day of September, 2008:

Brian W. Livingston  
BWL Consulting  
9006 Collingwood Road  
Louisville, Kentucky 40299



William Owsley  
Office of General Counsel  
Department of Financial Institutions