

DOCKETED

JUL 21 1999

BEFORE THE ARIZONA CORPORATION COMMISSION

CARL J. KUNASEK
Chairman
JIM IRVIN
Commissioner
WILLIAM A. MUNDELL
Commissioner

DOCKETED BY *[Signature]*

In the matter of)
HUNTINGTON INVESTMENT COMPANY, an)
Ohio Corporation)
41 South High Street)
Columbus, Ohio 43287)
Respondent)

DOCKET NO. S-03345A-99-0000

DECISION NO. 61850

ORDER ASSESSING ADMINISTRATIVE
PENALTY AND CONSENT TO SAME

I.

HUNTINGTON INVESTMENT COMPANY elects to permanently waive its right to a hearing and appeal under Articles 11 and 12 of the Securities Act of Arizona (the "Act") with respect to this Order Assessing Administrative Penalty and Consent to Same ("Order"); admits the jurisdiction of the Arizona Corporation Commission ("Commission"); neither admits nor denies the Findings of Fact and Conclusions of Law contained in this Order; and consents to entry of this Order by the Commission.

II.

FINDINGS OF FACT

1. HUNTINGTON INVESTMENT COMPANY ("HUNTINGTON"), whose last known address is 41 South High Street, Columbus, Ohio 43287, was at all times relevant hereto conducting business in the State of Arizona.

2. On or about November 13, 1998, HUNTINGTON voluntarily provided to the Division information that it had customer accounts in Arizona without the firm being registered as a dealer in Arizona.

3. In a letter dated November 20, 1998, the Division requested information regarding sales of securities to Arizona residents by HUNTINGTON without the benefit of registration.

1 4. The Division received partial information regarding the prior sales activity in Arizona
2 on or about January 19, 1999. Such information included a list of the names and addresses of the
3 Arizona customers and a separate list of the securities purchased in order of the date of purchase.

4 5. HUNTINGTON filed an application (the "Application") to become registered as a
5 dealer in securities with the Securities Division of the Arizona Corporation Commission (the
6 "Division") on or about February 3, 1999. Included with the application for registration was an
7 affidavit signed by a principal of HUNTINGTON indicating that a review of the dealer's records had
8 been conducted and there were 223 transactions in Arizona prior to registration.

9 6. In letters dated February 16, 1999, March 29, 1999, and April 7, 1999, the Division
10 requested information to complete the application for dealer registration. Such letters also requested
11 HUNTINGTON to provide additional information regarding the 223 transactions disclosed in the
12 affidavit.

13 7. On March 16, 1999, March 26, 1999, April 1, 1999 and April 8, 1999, the Division
14 received the additional requested information clarifying the prior sales information.

15 8. Unregistered sales of securities were made to Arizona residents from January 1994 to
16 December 1998.

17 9. HUNTINGTON sold approximately \$472,261 worth of securities to twenty (20)
18 Arizona residents prior to registration as a dealer in Arizona.

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III.

CONCLUSIONS OF LAW

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3 1. The Commission has jurisdiction over this matter pursuant to Article XV of the Arizona
4 Constitution and pursuant to the Securities Act, A.R.S. § 44-1801 et seq.

5 2. HUNTINGTON offered and/or sold securities within or from the State of Arizona
6 within the meaning of the definitions contained in A.R.S. §§ 44-1801(13), 44-1801(19), and 44-
7 1801(23).

8 3. HUNTINGTON offered and/or sold securities within or from the State of Arizona while
9 not registered as a dealer in violation of the provisions of A.R.S. § 44-1842.

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IV.

ORDER

THEREFORE, on the basis of the Findings of Fact and Conclusions of Law contained in this Order, the Commission finds the following Order is appropriate, in the public interest, and necessary for the protection of investors:

1. IT IS ORDERED that, pursuant to A.R.S. § 44-2036, HUNTINGTON shall pay an administrative penalty in the amount of Ten thousand dollars (\$10,000.00) payable upon entry of this Order.

2. IT IS FURTHER ORDERED that this Order shall take effect immediately.

BY ORDER OF THE ARIZONA CORPORATION COMMISSION

Carl Hancock *William M. ...* *James M. ...*
CHAIRMAN COMMISSIONER COMMISSIONER

IN WITNESS WHEREOF, I, BRIAN C. McNEIL, Executive Secretary of the Arizona Corporation Commission, have hereunto set my hand and caused the official seal of the Commission to be affixed at the Capitol, in the City of Phoenix, this 21st day of July, 1999.

Brian C. McNeil
BRIAN C. McNEIL
Executive Secretary

DISSENT

(SABT)

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CONSENT TO ENTRY OF ORDER BY THE COMMISSION

AND WAIVER OF HEARING

HUNTINGTON INVESTMENT COMPANY ("HUNTINGTON") acknowledges that it has been fully advised of its right to a hearing to present evidence and call witnesses. HUNTINGTON waives all hearing procedures and right to appeal provided by the Securities Act of Arizona with respect to this Order Assessing Administrative Penalty and Consent to Same ("Order").

HUNTINGTON admits the jurisdiction of the Arizona Corporation Commission with respect to matters set forth in this Order and Consent.

HUNTINGTON neither admits nor denies the Findings of Fact and Conclusions of Law contained in this Order and Consent and consents to the entry of this Order and Consent.

HUNTINGTON states that its entry into this Consent to Entry of Order is a voluntary act and that no promise was made nor coercion used to induce HUNTINGTON to enter into it.

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HUNTINGTON understands that this Consent to Entry of Order does not preclude the Commission or any other agency, officer of this state or its subdivision, from instituting other civil or criminal proceedings now or in the future.

Robert James Comfort (name) represents that he/she is Senior Managing Director (title) of HUNTINGTON and has been authorized by HUNTINGTON to enter this Consent to Entry of Order for and on behalf of HUNTINGTON.

HUNTINGTON INVESTMENT COMPANY

By: [Signature]

Title: Senior Managing Director

SUBSCRIBED AND SWORN TO BEFORE me this 10 day of June, 1999.

[Signature]
NOTARY PUBLIC

My Commission Expires:

May 22, 2001



WENDY K. CATALFAMO
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES MAY 22, 2001