

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: ALEXI M. BETHEL

FILE NO. 0800280

CONSENT ORDER OF WITHDRAWAL

TO THE RESPONDENT: Alexi M. Bethel
(CRD#: 4188275)
840 16th Street
Apartment 15
Miami Beach, Florida 33139

c/o Brookstone Securities, Inc.
520 South Florida Avenue
Lakeland, Florida 33801

WHEREAS, Respondent on the 13th day of August, 2008 executed a certain Stipulation to Enter Consent Order of Withdrawal (the "Stipulation"), which hereby is incorporated by reference herein.

WHEREAS, by means of the Stipulation, Respondent has admitted to the jurisdiction of the Secretary of State and service of the Notice of Hearing of the Secretary of State, Securities Department, dated July 17, 2008 in this proceeding (the "Notice") and Respondent has consented to the entry of this Consent Order of Withdrawal ("Consent Order").

WHEREAS, by means of the Stipulation, the Respondent acknowledged, without admitting or denying the truth thereof, that the following allegations contained in the Notice of Hearing shall be adopted as the Secretary of State's Findings of Fact:

1. That on May 13, 2008, Brookstone Securities, Inc., a registered dealer, filed a Form U 4 application for registration of the Respondent as a salesperson in the State of Illinois pursuant to Section 8 of the Act.
2. That on July 7, 2006 the State of Washington Department of Financial Institutions Securities Division (State of Washington) entered an Order

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instituting administrative and Denial of Registration, File No. S-05-081 - 06-FO01 which sanctioned the Respondent as follows:

- a. That Alexi Bethel cease and desist from offering and /or selling securities in any manner in violation of RCW 21.20.140, the section of the Securities Act of Washington requiring registration.
 - b. That Alexi Bethel cease and desist from violation of RCW 21.20.010, the anti-fraud section of the Securities Act.
 - c. That Alexi Bethel cease and desist from violation of RCW 21.20.035, the unlawful purchases or sales for customer's account section of the Securities Act.
 - d. That Alexi Bethel cease and desist from violation of RCW 21.20.702, the suitability of recommendations section of the Securities Act.
 - e. That any future application by Alexi Bethel for registration as a broker-dealer, securities salesperson, investment advisor and/or investment advisor be denied.
 - f. That Alexi Bethel shall be subject to a fine in the amount of \$5,000.
3. That the State of Washington's Conclusions of Law found in pertinent part:
- a. The offer and/or sale of stock, as described above constitutes the offer and/or sale of a security as defined in RCW 21.20.005 (10) and (12).
 - b. The offer or sale of Cardinal Capital Net Inc. stock by Alexi Bethel, as an agent of Cardinal Capital Management, is in violation of RCW 21.20.140 because no registration or notification of claim of exemption for such offer or sale is on file with the Securities Administrator of the State of Washington.
 - c. Alexi Bethel, as described above, has violated RCW 21.20.035, by knowingly effecting transactions in the account of Investor that were excessive in size and frequency in view of the financial resources and character of the account, and that were effected by reason of Investor's trust and confidence in Alexi Bethel. Such practice is grounds for denial of his future broker-dealer, securities salesperson, investment advisor and/or investment advisor representative application pursuant to RCW 21.20.110(1) (b) and

for imposition of fines pursuant to RCW 21.20.110(1)

- d. Alexi Bethel, as described above, has violated RCW 21.20.702 by recommending the purchase and sale of securities to Investor without reasonable grounds to believe that the transactions were suitable. Such practice is grounds for denial of his future broker-dealer securities salesperson investment adviser and/or investment adviser representative application pursuant to RCW 21.20.110(1) (b) and for imposition fines pursuant to RCW 21.20.110(1).
 - e. Alexi Bethel, as described above, engaged in one or more dishonest and unethical practices in the securities business, as defined by WAC 460-22B-090(7) by recommending to a customer the purchase, sale, or exchange of any security without reasonable grounds to believe that such transaction is suitable for the customer. Such practice is grounds for denial of his future broker-salesperson, investment adviser and/or investment adviser representative application pursuant to RCW 21.20.110(g).
 - f. The offer or sale of Cardinal Capital Net, Inc. stock was made in violation of RCW 21.20.010 because, as set forth in the Findings of Fact, Respondent Alexi Bethel, either made untrue statements of material facts or omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading. Such practice is grounds for denial of Alexi Bethel's future broker-dealer, securities salesperson, investment adviser and/or investment adviser representative application pursuant to RCW 21.20.110(1) (b) and for imposition of fines pursuant to RCW 21.20.110(1).
4. That Section 8.E(1)(k) of the Act provides, inter alia, that the registration of a salesperson may be revoked if the Secretary of State finds that such salesperson has had an order entered against it after notice and opportunity for hearing by a securities agency of any state, any foreign government or agency thereof, the Securities and Exchange Commission, or the Federal Commodities Futures Trading Commission arising from any fraudulent or deceptive act or a practice in violation of any statute, rule, regulation administered or promulgated by the agency or commission.
 5. That State of Washington Department of Financial Institution Securities Division is a State agency as specified in Section 8.E(1)(k) of the Act.
 6. That the Respondent's registrations as a salesperson in the State of Illinois is subject to revocation pursuant to Section 8.E(1)(k) of the Act.

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WHEREAS, by means of the Stipulation Respondent has acknowledged, without admitting or denying the averments, that the following shall be adopted as the Secretary of State's Conclusion of Law:

The Respondent's registrations as a salesperson in the State of Illinois is subject to denial pursuant to Section 8.E(1)(k) of the Act.

WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that he shall cause to have his registration as a salesperson in the State of Illinois withdrawn within three (3) days from the entry of this Consent Order and will not re-apply for registration for a period of twenty-four (24) months from the entry of this Consent Order.

WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that he shall be levied costs incurred during the investigation of this matter in the amount of Five Hundred Dollars (\$500.00). Said amount is to be paid by certified or cashier's check, made payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund.

WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that he has submitted with the Stipulation a certified or cashier's check in the amount of Five Hundred Dollars (\$500.00) to cover costs incurred during the investigation of this matter. Said check has been made payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceedings.

NOW THEREFORE IT SHALL BE AND IS HEREBY ORDERED THAT:

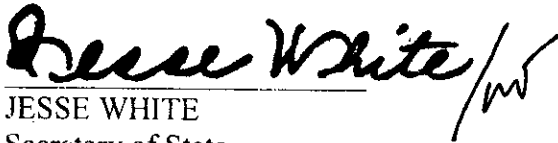
1. The Respondent shall cause to have his registration as a salesperson in the State of Illinois withdrawn within three (3) days from the entry of this Consent Order and will not re-apply for registration for a period of twenty-four (24) months from the entry of this Consent Order.
2. The Respondent is levied costs of investigation in this matter in the amount of One Thousand Five Hundred Dollars (\$500.00), payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund, and on August 18, 2008 has submitted Five Hundred Dollars (\$500.00) in payment thereof.

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3. The formal hearing scheduled on this matter is hereby dismissed without further proceedings.

ENTERED This 18th day of August, 2008

A handwritten signature in black ink that reads "Jesse White" followed by a stylized flourish or initials.

JESSE WHITE
Secretary of State
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of the Section 12.D of the Act. Any person or entity who fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of the Order, shall be guilty of a Class 4 Felony.

This is a final order subject to administrative review pursuant to the Administrative Review Law, {735 ILCS 5/3-101 et seq.} and the Rules and Regulations of the Illinois Securities Act, {14 Ill. Admin. Code Ch. I, Section 130.1123}. Any action for Judicial Review must be commenced within thirty-five (35) days from the date a copy of this Order is served upon the party seeking review.

Attorney for the Secretary of State:
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