

York. Respondent Pond is currently registered with the NASD and has been since 1993.

2. Respondent Pond is not currently, and has at no time in the past been licensed in Rhode Island with the Securities Division (“Division”) as a broker-dealer pursuant to § 7-11-101 et seq. of RIUSA.
3. In or about August of 2006, the Division received information indicating that Respondent Pond was transacting business with Rhode Island residents and requested documentation regarding its activity. The documentation submitted by Pond in response to the Division’s request disclosed unlicensed activity during the periods from 1997 to 2000 and from 2004 to 2006, conducted with three Rhode Island residents, which generated commissions totaling \$13,160.
4. Respondent Pond conducted business in the state, without effective licensing or entitlement to an exemption from the licensing requirements. This conduct constitutes a violation of § 7-11-201 of RIUSA.
5. Pond has cooperated fully during the Division’s inquiry into this matter.

III.

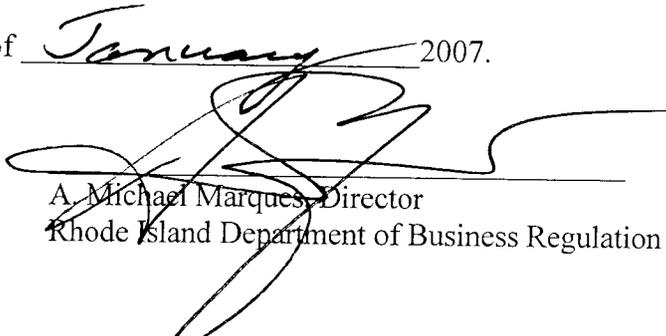
Based on the foregoing, the Director finds that the following is in the public interest, appropriate for the protection of investors, and consistent with the purposes fairly intended by the policy and provisions of RIUSA.

Accordingly, it is hereby Ordered:

1. Respondent Pond shall immediately cease and desist from any further violations of § 7-11-201 of RIUSA and the rules promulgated thereunder;

2. Respondent Pond shall pay a civil penalty in the amount of fourteen thousand nine hundred sixty dollars (\$14,960) including \$1,800 in back fees to the Division;
3. Respondent Pond shall promptly submit an application for licensure for Pond and its sales representatives in accordance with § 7-11-205 of RIUSA and the rules promulgated thereunder; and
4. If the Respondent fails to abide by any of the requirements of this Consent Order, the Department may initiate further administrative proceedings and impose penalties against the Respondent including such additional administrative penalties as deemed appropriate by the Department. Respondent shall be provided with notice and opportunity for hearing, should the Department deem to take further action.

Dated as of the 2nd day of January 2007.


A. Michael Marques, Director
Rhode Island Department of Business Regulation

Order No. 07-003

THIS CONSENT ORDER CONSTITUTES A FINAL ORDER OF THE DEPARTMENT OF BUSINESS REGULATION PURSUANT TO RHODE ISLAND GENERAL LAWS TITLE 42, CHAPTER 35. AS SUCH, THIS ORDER MAY BE APPEALED TO THE SUPERIOR COURT SITTING IN AND FOR THE COUNTY OF PROVIDENCE WITHIN THIRTY (30) DAYS OF THE DATE OF THIS DECISION. SUCH APPEAL, IF TAKEN, MAY BE COMPLETED BY FILING A PETITION FOR REVIEW IN SAID COURT. HOWEVER, RESPONDENT UNDERSTANDS THAT BY WAIVING THEIR RIGHTS TO A COMPLETE HEARING AND AGREEING TO THIS CONSENT ORDER, THE ABOVE RIGHTS ARE WAIVED AND IF ANY TERMS OF THIS CONSENT ORDER ARE VIOLATED, RESPONDENT'S LICENSES ARE SUBJECT TO REVOCATION.

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
DEPARTMENT OF BUSINESS REGULATION
DIVISION OF SECURITIES
233 RICHMOND STREET, SUITE 232
PROVIDENCE, RI 02903-4232

IN THE MATTER OF

POND EQUITIES CORP.

RESPONDENT.

OFFER
OF
SETTLEMENT

The above-named Respondent submits this Offer of Settlement ("Offer") consenting to entry of a Consent Order making certain findings and imposing remedial sanctions ("Order"), in the form attached hereto and marked as Exhibit A, to the Director of the Rhode Island Department of Business Regulation ("Director") with respect to the matters set forth in the Order.

Respondent submits this Offer for the purposes of settlement only with the express understanding that this does not constitute an admission of guilt or wrongdoing.

Respondent hereby waives all rights to a hearing, further administrative proceedings and/or judicial review with respect to entry of the Order.

Respondent understands that a failure to comply with the terms of the Order is a violation of law and will cause the Director to take appropriate regulatory action.

Respondent represents that the undersigned is duly authorized to enter into this Offer of Settlement on behalf of Respondent.

Respectfully submitted this 27 day of December, 2006.

By: 

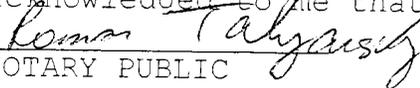
By:

Its: SALES MANAGER

Its:

County of KINGS
State of NEW YORK

On this 27 day of December, 2006 appeared before me STEPHEN GREENBERG, who executed the foregoing Offer of Settlement and who duly acknowledged to me that they were authorized to do so.


NOTARY PUBLIC

ROMAN TALYANSKY
NOTARY PUBLIC, STATE OF NEW YORK
NO. 01TA8091008
CERTIFICATE FIELD IN KINGS COUNTY
COMMISSION EXPIRES APRIL 21, 2007