

Division of Finance and Corporate Securities
Labor and Industries Building
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**STATE OF OREGON
DEPARTMENT OF CONSUMER AND BUSINESS SERVICES
DIVISION OF FINANCE AND CORPORATE SECURITIES
BEFORE THE DIRECTOR OF THE
DEPARTMENT OF CONSUMER AND BUSINESS SERVICES**

In the Matter of:

File No. S-10-0013

**DEREK R. LENINGTON and
LENINGTON FINANCIAL LLC
d/b/a LENINGTON FINANCIAL,**

**ORDER TO CEASE AND DESIST,
ORDER ASSESSING CIVIL PENALTY,
AND CONSENT TO ENTRY OF ORDER**

Respondents.

WHEREAS the Director of the Department of Consumer and Business Services (“the Director”) has conducted an investigation of certain business activities conducted by Derek R. Lenington and Lenington Financial LLC d/b/a Lenington Financial and the Director has determined that Derek R. Lenington and Lenington Financial LLC d/b/a Lenington Financial transacted investment adviser business in Oregon in violation of the Oregon Securities Law.

WHEREAS Derek R. Lenington and Lenington Financial LLC d/b/a Lenington Financial wish to resolve and settle this matter with the Director;

NOW THEREFORE, as evidenced by the authorized signature subscribed on this Order, Derek R. Lenington and Lenington Financial LLC d/b/a Lenington Financial hereby **CONSENT** to entry of this Order to Cease and Desist, Order Assessing Civil Penalty, and Consent to Entry of Order upon the Director’s Findings of Fact and Conclusions of Law as stated hereinafter.

FINDINGS OF FACT

The Director **FINDS** that:

1. Lenington Financial LLC is an Oregon limited liability company that registered with



1 the Oregon Secretary of State, Corporation Division, in April 2008. Lenington Financial is an
2 assumed business name of Lenington Financial LLC (collectively “Lenington Financial”).

3 2. Derek R. Lenington is the principal of Lenington Financial and the managing member
4 and registered agent of Lenington Financial LLC. The Central Registration Depository number
5 for Mr. Lenington is #4359932.

6 3. Lenington Financial is a state investment adviser firm with a principal place of
7 business at 107 SE Washington Street, Suite 455, Portland, Oregon 97214. The Investment
8 Adviser Registration Depository number for Lenington Financial is #133469.

9 4. Upon information and belief, California approved Lenington Financial’s investment
10 adviser license in June 2005.

11 5. The Oregon Division of Finance and Corporate Securities (“DFCS”) has no record of
12 investor complaints or prior adverse disclosure history concerning Lenington Financial.

13 6. At all times material to this Order, Lenington Financial was not licensed in Oregon as
14 a state investment adviser firm.

15 7. Upon information and belief, Mr. Lenington is a certified financial planner in good
16 standing. DFCS has no record of any investor complaints and no prior adverse disclosure history
17 concerning Mr. Lenington. Mr. Lenington’s employment history with investment-related
18 businesses dates back to at least 2001.

19 8. At all times material to this Order, Mr. Lenington was not licensed in Oregon as an
20 investment adviser representative.

21 9. In 2008, Mr. Lenington moved to Oregon and applied for the securities licenses
22 required in Oregon for him and for his firm. On or about October 1, 2008, Lenington Financial
23 applied for an Oregon investment adviser license, and Mr. Lenington applied for an Oregon
24 investment adviser representative license. The number of the DFCS licensing file is #IA-2990.



1 Lenington and Lenington Financial LLC d/b/a Lenington Financial (hereinafter, “the
2 Respondents”), and any successor business or corporation, to **CEASE AND DESIST** from:

3 A. Transacting business as a state investment adviser in the State of Oregon without a
4 license under the Oregon Securities Law, in violation of ORS 59.165(6);

5 B. Transacting business as an investment adviser representative in the State of Oregon
6 without a license under the Oregon Securities Law, in violation of ORS 59.165(4)(c); and

7 C. Violating any of the provisions of ORS Chapter 59 or Oregon Administrative Rules
8 Chapter 441.

9 2. Pursuant to the authority of ORS 59.995, the DIRECTOR hereby **ASSESES a**
10 **CIVIL PENALTY** in the amount of \$5,000 (five thousand dollars) against the Respondents,
11 jointly and severally, for violations of ORS 59.165(6) and ORS 59.165(4)(c). The Director will
12 **SUSPEND** \$2,500 (two thousand five hundred dollars) of the civil penalty so long as the
13 Respondents comply with all terms of this Order; **PROVIDED HOWEVER**, that the suspended
14 portion of the civil penalty will be immediately due and payable upon a determination by the
15 Director that any Respondent has violated any term of this Order, or any provision of the Oregon
16 Securities Law. The Respondents must pay \$2,500 (two thousand five hundred dollars) of the
17 civil penalty at the time of execution of this Order.

18 The entry of this Order in no way limits further remedies which may be available to the
19 Director under the Oregon Securities Law.

20 Dated this 23rd day of April, 2010, at Salem, Oregon.

21 CORY STREISINGER, Director
22 Department of Consumer and Business Services

23 /s/ David Tatman
24 David C. Tatman, Administrator
25 Division of Finance and Corporate Securities



1 behalf of Lenington Financial LLC d/b/a Lenington Financial (hereafter “Lenington Financial”);
2 that I have read the foregoing Order and that I know and fully understand the contents hereof;
3 that the factual allegations stated herein are true and correct; that Lenington Financial and I have
4 been advised of the right to a hearing and the right to be represented by counsel in this matter;
5 that Lenington Financial, voluntarily and without any force or duress, consents to the entry of
6 this Order, expressly waiving any right to a hearing in this matter; that Lenington Financial
7 understands that the Director reserves the right to take further actions to enforce this Order or to
8 take appropriate action upon discovery of other violations of the Oregon Securities Law; and that
9 Lenington Financial will fully comply with the terms and conditions stated herein.

10 Lenington Financial further assures the Director that neither Lenington Financial nor its
11 members, officers, directors, employees or agents will engage in the activities of a broker-dealer
12 or state investment adviser, or act as an investment adviser representative or securities
13 salesperson, unless such activities are in full compliance with Chapter 59 of the Oregon Revised
14 Statutes, and Chapter 441 of the Oregon Administrative Rules.

15 Lenington Financial understands that this Order is a public document.

16 Dated this 20th day of April, 2010.

17 By: /s/ Derek R Lenington
18 **Derek R. Lenington**
19 Managing Member, Lenington Financial LLC
Principal, Lenington Financial

20 **ACKNOWLEDGMENT**

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22 There appeared before me this 20th day of April, 2010, Derek R. Lenington, who was first
23 duly sworn on oath, and stated that he is the managing member and registered agent of
24 Lenington Financial LLC and the principal of Lenington Financial, and that he is authorized and
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2 empowered to sign this Consent to Entry of Order on behalf of Lenington Financial LLC d/b/a
3 Lenington Financial, and to bind Lenington Financial LLC d/b/a Lenington Financial to the
4 terms hereof.

5 /s/ Kusum Mehndiratta

6 Kusum Mehndiratta
7 (Printed Name of Notary Public)

8 Notary Public for the State of: Oregon

9 My commission expires: July 28, 2013
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