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3 STATE OF OREGON  
4 DEPARTMENT OF CONSUMER AND BUSINESS SERVICES  
5 DIVISION OF FINANCE AND CORPORATE SECURITIES

6 Case No. S-15-0130

7 In the Matter of:

8 Halcyon Cabot Partners, LTD,  
9 Respondent.

10 FINAL ORDER TO CEASE AND  
11 DESIST, REVOKING BROKER-  
12 DEALER LICENSE, AND DENYING  
13 USE OF EXEMPTIONS, ENTERED BY  
14 DEFAULT

15 On December 1, 2015, the Director of the Department of Consumer and Business  
16 Services for the State of Oregon (hereinafter the “*Director*”), acting under the authority  
17 of the Oregon Securities Law, Oregon Revised Statutes (“*ORS*”) 59.005 to 59.451,  
18 59.991 and 59.995, and Oregon Administrative Rules (“*OAR*”) chapter 441, issued  
19 Administrative Order No. S-15-0130, ORDER TO CEASE AND DESIST, PROPOSED  
20 ORDER REVOKING BROKER-DEALER LICENSE AND DENYING USE OF  
21 EXEMPTIONS, AND NOTICE OF RIGHT TO AN ADMINISTRATIVE HEARING  
22 (the “*Notice Order*”) against Respondent Halcyon Cabot Partners, LTD (“*Respondent*”).

23 On December 2, 2015, the Notice Order was sent to Respondent by certified  
24 United States Mail, postage prepaid, to the address designated by Respondent as its  
25 principal office and mailing address, at 767 Third Ave., 17<sup>th</sup> Floor, New York, NY  
26 10017. On December 2, 2015, the Notice Order was also set to Respondent by first class  
mail to the same address.

In accordance with OAR 137-003-0075, the Notice Order designated the file of  
the Division, including all materials submitted by Respondent, as the record for the  
purpose of making a prima facie case in the event that the Director entered a final order  
against Respondent by default.

Division of Finance and Corporate Securities  
Labor and Industries Building  
350 Winter Street NE, Suite 410  
Salem, OR 97301-3881  
Telephone: (503) 378-4387





1 Respondent did not timely or properly request a hearing.

2 Now, therefore, after consideration of the record, the Director issues the following  
3 Findings of Fact, Conclusions of Law, and Final Order.

4 I. FINDINGS OF FACT

5 The Director FINDS that:

6 1. Respondent Halcyon Cabot Partners, LTD (“**Respondent**”) is a broker-dealer  
7 licensed by the State of Oregon on July 21, 2010. The Central Registration Depository  
8 (“**CRD**”) number for Respondent is #32664.

9 2. Respondent’s principal office is located at 767 Third Ave., 17<sup>th</sup> Floor, New  
10 York, NY 10017.

11 3. The Financial Industry Regulatory Authority (“**FINRA**”) is a self-regulatory  
12 organization registered under the Securities Exchange Act of 1934.

13 4. Beginning in October 2007, Respondent was approved as a member of  
14 FINRA as a broker-dealer firm.

15 5. On or about October 6, 2015, FINRA entered an Order against Respondent,  
16 wherein FINRA expelled Respondent from membership in FINRA on the basis that  
17 Respondent had willfully violated section 10(B) of the Securities Exchange Act of 1934,  
18 Rule 10B-5 and Rule 10B-5(A) and (C) (the “**FINRA Order**”). Respondent denied the  
19 allegations set forth in the FINRA Order, but consented to entry of the FINRA Order.

20 II. CONCLUSIONS OF LAW

21 The Director CONCLUDES that:

22 6. Under ORS 59.205(12)(b), the Director may by order deny, suspend or  
23 revoke, or impose conditions or restrictions on, a license of a broker-dealer if the Director  
24 finds that the licensee is the subject of an order, issued within the last five years, that  
25 suspends or expels the licensee from membership in or association with a self-regulatory  
26 organization registered under the Securities Exchange Act of 1934, as amended.



1 7. Respondent is the subject of the FINRA Order, issued on or around October 6,  
2 2015, which expels Respondent from membership in FINRA, a self-regulatory  
3 organization registered under the Securities Exchange Act of 1934, as amended.

4 8. The FINRA Order provides the Director a basis to suspend, revoke, or impose  
5 conditions or restrictions on Respondent’s broker-dealer license in Oregon under ORS  
6 59.205(12)(b).

7 III. ORDERS

8 The Director issues the following ORDERS:

9 Order to Cease and Desist

10 9. As authorized by ORS 59.245, the Director hereby ORDERS that Respondent,  
11 and all entities owned or controlled by Respondent, its successors and assignees, CEASE  
12 AND DESIST from violating any provision of the Oregon Securities Law, including  
13 ORS Chapter 59 and OAR Chapter 441.

14 Order Revoking Broker-Dealer License and

15 Denying Use of Exemptions

16 10. As authorized by ORS 59.205(12)(b), the Director hereby REVOKES  
17 Respondent’s broker-dealer license in Oregon, on the basis that Respondent is the subject  
18 of the FINRA Order.

19 11. As authorized by ORS 59.045, the Director hereby DENIES Respondent, and  
20 all entities owned or controlled by Respondent, its successors and assignees, the use of  
21 the securities and transactions exemptions that would otherwise be available under ORS  
22 59.025, 59.035, or ORS 59.049.

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1 12. This Order is a “Final Order” under ORS 183.310(6)(b). Subject to that provision,  
2 the entry of this Order does not limit other remedies, sanctions, or actions which may be  
3 available to the Director under Oregon law.

4 SO ORDERED this 23<sup>rd</sup> day of December, 2015.

5 PATRICK M. ALLEN, Director  
6 Department of Consumer and Business Services

7 /s/ David Tatman  
8 David C. Tatman, Administrator  
9 Division of Finance and Corporate Securities

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13 NOTICE OF RIGHT TO APPEAL

14 A person aggrieved by an Order of the Director of the Department of Consumer and  
15 Business Services which has been the subject of a timely application for a hearing before the  
16 director shall be entitled to judicial review of the order under ORS Chapter 183. Pursuant to ORS  
17 59.295(2), a person who does not timely file a request for a hearing on an order is not entitled to  
18 judicial review.

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