

WHEREAS, the Respondents neither admit nor deny any factual or legal allegations stated in the Cease and Desist Order not expressly incorporated in this Consent Order; and

WHEREAS, the Respondents admit that they offered and sold securities in the State of South Carolina while those securities were not registered, a federal covered security, or exempt from registration under Sections 35-1-201 through 35-1-203; and

WHEREAS, the Respondents admit that Respondent Peter Iodice transacted business in this state as an agent while not registered or exempt from registration; and

WHEREAS, Respondents admit that Respondent Compass Energy Holdings, Inc., employed or associated with an agent who transacted business in this state on behalf of Compass Energy Holdings, Inc., while not registered or exempt from registration; and

WHEREAS, Respondents admit that Respondent Compass Energy Holdings, Inc., while engaged in offering or selling securities in the State of South Carolina, directly or indirectly, employed or associated with an individual to engage in an activity related to securities transactions in the State of South Carolina while that individual was barred from employment or association with a broker-dealer, an issuer, an investment adviser, or a federal covered investment adviser by an order of the Securities Commissioner, with knowledge of the individual's bar; and

WHEREAS, the Commissioner finds the investor protections and remedies in this Consent Order both appropriate and in the public interest for the protection of the investors and the capital markets of the State of South Carolina;

NOW, THEREFORE, IT IS HEREBY ORDERED, and Respondents expressly consent and agree that:

- A. Respondents will cease and desist from violating the Act;

- B. Respondent Peter Iodice is permanently barred from participating in any aspect of the securities industry in or from the State of South Carolina; and
- C. Respondents, jointly and severally, shall pay an administrative fine in the amount of Forty Thousand Dollars (\$40,000) to the Division.

Upon execution by the Commissioner, this Order resolves Administrative Proceeding 12064 as it relates to the Respondents.

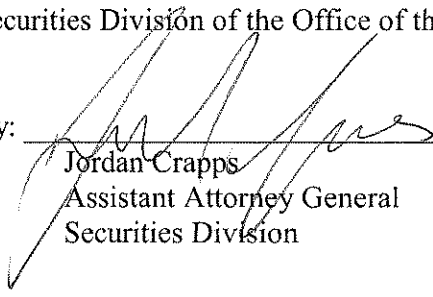
The parties to this Order agree the Order does not and should not be interpreted to waive any (i) criminal cause of action, (ii) private cause of action that may have accrued to any investor or investors, (iii) action of any kind in any type of bankruptcy proceeding(s), or (iv) other causes of action which may result from any activity of Respondents not detailed above or which may hereafter arise.

IT IS SO ORDERED this 26 day of September, 2013.

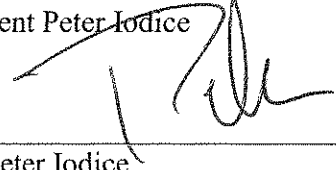
By: Alan Wilson
Alan Wilson
Securities Commissioner
State of South Carolina

WE CONSENT:

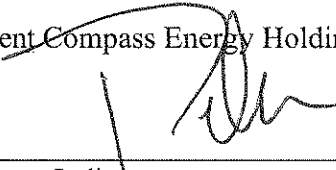
Securities Division of the Office of the Attorney General

By: 
Jordan Crapps
Assistant Attorney General
Securities Division

Date: 9/24/2013

Respondent Peter Iodice
By: 
Peter Iodice

Date: 9-12-13

Respondent Compass Energy Holdings, Inc.
By: 
Peter Iodice

Date: 9-12-13