

**ADMINISTRATIVE PROCEEDING**  
**BEFORE THE**  
**SECURITIES COMMISSIONER OF SOUTH CAROLINA**

<b>IN THE MATTER OF:</b>	)	
	)	
<b>James Rodney McGee, II,</b>	)	<b>CONSENT ORDER</b>
	)	
	)	<b>File No. 11061</b>
	)	
<u>Respondent.</u>	)	

WHEREAS, the Securities Division of the Office of the Attorney General of the State of South Carolina (the "Division"), pursuant to authority granted in the South Carolina Uniform Securities Act of 2005 (the "Act"), S.C. Code Ann. §§ 35-1-101 to 35-1-703 (Supp. 2012), received information regarding alleged activities of James Rodney McGee, II ("McGee" or "Respondent") which, if true, could constitute violations of the Act; and

WHEREAS, the information led the Division to open and conduct an investigation of Respondent pursuant to S.C. Code Ann. § 35-1-602; and

WHEREAS, in connection with the investigation, the Division determined that evidence exists to support findings that certain acts of Respondent constituted violations of the Act, and the Division issued a Notice of Intent to Censure and Seek Civil Penalty ("Notice of Intent") against Respondent for these alleged violations; and

WHEREAS, Respondent wishes to resolve the Notice of Intent against him by Consent Order rather than by a formal hearing before the Securities Commissioner (the "Commissioner"); and

WHEREAS, Respondent agrees to the investor protections and remedies set forth below, without admitting or denying the allegations of the Notice of Intent filed by the Division in this matter;

NOW, THEREFORE, IT IS HEREBY ORDERED, and Respondent McGee expressly consents and agrees that:

- A. He shall observe high standards of commercial honor and just and equitable principles of trade in the conduct of his business governed by the Act and the rules and regulations adopted thereunder; and
- B. Upon the Commissioner's execution of this Order, Respondent shall pay five thousand dollars (\$5,000.00) to the Division as a civil penalty.

Upon execution by the Commissioner, this Consent Order resolves Administrative Proceeding 11061.

IT IS SO ORDERED this 13 day of November, 2013.

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

WE CONSENT:

Securities Division of the Office of the Attorney General

By: Shirley Meyer  
for Andrew J. MacLeod  
Assistant Attorney General§  
Securities Division

Date: November 10, 2013

James Rodney McGee, II, Respondent

By: James Rodney McGee, II

Date: November 2, 2013