

**ADMINISTRATIVE PROCEEDING**

**BEFORE THE**

**SECURITIES COMMISSIONER OF SOUTH CAROLINA**

**IN THE MATTER OF:**

**Sandra Reardon,**

\_\_\_\_\_ **Respondent.** \_\_\_\_\_

)  
)  
) **CONSENT ORDER**  
) **Case No. 05008**  
)

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, S.C. Code Ann. § 35-1-10 *et. seq.* (the "Act"), initiated an investigation into the securities-related activities of Caruba International, LLC, Tradewind Holding Company AVV, Tradewinds Investments, Inc. and all persons representing or acting on behalf of these entities in their securities-related activities (collectively, the "Promoters", individually a "Promoter");

WHEREAS, the Division identified the Respondent above, Sandra Reardon ("Respondent" or "Reardon"), as a person involved in the securities-related activities of the Promoters and someone who was a Promoter herself;

WHEREAS, in connection with its investigation, the Division further determined Reardon had engaged in acts or practices constituting violations of the Act and filed a motion with the Securities Commissioner to issue an Order to Cease and Desist, Revoke Exemptions, and Show Cause against Reardon;

WHEREAS, on April 29, 2005, the Securities Commissioner issued an Order to Cease and Desist, Revoke Exemptions and Show Cause against Respondent;

WHEREAS, Respondent wishes to obtain a disposition of this matter by Consent Order rather than by a formal hearing before the Securities Commissioner (the "Commissioner");

Now THEREFORE, as evidenced by her signature on this Order, Respondent hereby accepts the jurisdiction and sanction portions of this Order and CONSENTS to entry of this Order requiring Respondent to Cease and Desist offering or selling securities and pay an administrative fine based upon the following findings of fact and conclusions of law which are accepted by the Respondent for purposes of entering this Order but which are neither admitted or denied for any other purpose:

I. Jurisdiction

1. The Commissioner has jurisdiction over the matters herein pursuant to Sections 35-1-60, 35-1-180, 35-1-410 and 35-1-810 of the Act.

II. Statement of Facts

2. In or around the years 2003 and 2004, the Respondent participated in the offer and sale of an opportunity constituting a security to investors in South Carolina.

3. The opportunity was not registered when it was offered for sale in South Carolina.

4. Respondent is not now and has never been registered to offer or sell securities in the State of South Carolina.

III. Conclusions of Law

5. Prior to the offer or sale of any security in the State of South Carolina, both the person offering the security and the security itself must be properly registered, exempt, or federally covered for the sale not to violate Sections 35-1-410 and 35-1-810 of the Act.

6. This Order is appropriate, in the public interest or for the protection of investors and consistent with the purposes fairly intended by the policy and provisions of the Act.

#### IV. Sanctions and Remedies

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

I. Effectively immediately, Reardon and any person under her direction or control involved in the offer or sale of the Caruba Partner Fund Investment will:

(A) Cease and desist from offering and selling unregistered securities in or from South Carolina; and

(B) Cease and desist from acting as unregistered agents in or from South Carolina.

II. Effective immediately, any exemption available to Respondent pursuant to item (8) or (10) of Section 35-1-310 or in Section 35-1-320 is revoked; and

III. Within thirty days of the date of this Order, Respondent shall pay an administrative fine in the amount of five thousand (\$5,000.00) dollars. Further, by executing this Order, Respondent understands and agrees that if the fine is not paid within thirty days of the date of this Order, the Division has the right and power to proceed against the Respondent, solely on the basis of this Order, to collect the fine.

#### V. Conclusion

Upon execution by the Securities Commissioner, this Order resolves Administrative Proceeding 05008 as it relates to the Respondent. This Order should not be interpreted to waive any (i) criminal cause of action, (ii) private cause of action that may have accrued to investors as a result of Respondent's participation in the security offering described herein, or (iii) other causes of action which may result from activities of the Respondent not detailed above or which may hereafter arise.

By her signature on this document, Respondent Reardon hereby makes the following representations:

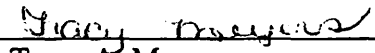
- a. She is competent to make the representations herein and to execute this document;
- b. She is aware of her right to a hearing in regard to Case Number 05008 and waives this right;
- c. She admits that the Division has jurisdiction in this matter and consents to entry of this Consent Order and payment of the above stated administrative fine to resolve administrative proceeding 05008 as it relates to her;
- d. She agrees not to offer or sell securities in or from South Carolina at any time in the future; and
- e. No promise of any kind or nature whatsoever was made to induce her to enter into this Consent Order and that she has entered into this Consent Order voluntarily.

So ORDERED this 19 day of January, 2006

By:   
Henry McMaster  
Securities Commissioner

WE CONSENT:


Securities Division of the Office of the Attorney General

By:   
Tracy A. Meyers  
Assistant Attorney General  
Securities Division

Date: 1/12/06

By:   
Respondent Sandra Reardon

Date: 12/15/05

  
Defendant Attorney

1/11/06