

**STATE OF VERMONT
DEPARTMENT OF FINANCIAL REGULATION**

IN RE: Tucker Financial Services, Inc.;)	
Daniel Burgess, individually and in)	DOCKET NO. 13-049-S
his capacity as Chief Executive Officer)	
of Tucker Financial Services, Inc.)	

STIPULATION AND CONSENT ORDER

This Stipulation and Consent Order is entered into this 28th day of September 2015 by and among Tucker Financial Services, Inc., Daniel Burgess (collectively, "Respondents") and the State of Vermont Department of Financial Regulation ("Department").

WHEREAS, the Commissioner of the Department ("Commissioner") is responsible for administering and enforcing the Vermont Uniform Securities Act ("Securities Act"), Title 9, Chapter 150 of the Vermont Statutes Annotated, pursuant to which the Department has conducted an investigation of certain transactions and related matters involving Respondents during the years 2011 and 2012; and

WHEREAS, as a result of the Department's investigation, the Department has concluded that Respondents violated the Securities Act as a result of offering to sell and selling securities in Vermont, and failing to register as a broker or an agent under the Securities Act; and

WHEREAS, the Department has accordingly sought, and Respondents without the necessity of further formal proceedings, have agreed to take corrective and remedial measures as more specifically described herein; and

WHEREAS, Respondents elect to permanently waive any right to a hearing and appeal under the Vermont Administrative Procedure Act, Title 3, Chapter 25 of the Vermont Statutes

Annotated; the rules, regulations, and orders of the Commissioner; and any right they may have to judicial review by any court with respect to this Consent Order.

NOW THEREFORE, the parties so stipulate, and the Commissioner makes findings and conclusions as follows:

FINDINGS OF FACT

1. Respondent Tucker Financial Services, Inc. (“Tucker”) is an active Minnesota corporation with a principal place of business on record with the Minnesota Secretary of State, located at 333 Washington Ave # 300, Minneapolis, MN 55401.
2. Respondent Daniel Burgess (“Burgess”) is a Vermont resident with an address of record at 63 Sterling Woods Road, Stowe, VT.
3. Respondent Burgess is Chief Executive Officer and sole shareholder of Tucker Financial Services, Inc. with an address of record with the Minnesota Secretary of State at 333 Washington Ave # 300, Minneapolis, MN 55401.
4. Neither Respondent is currently, nor has ever been, registered as a broker-dealer or registered as an agent.
5. Respondent Tucker made numerous admissions in a civil proceeding in the Third Judicial District Court in Salt Lake County, Utah. Those admissions include:
 - a. Entering into an agreement to sell shares of stock on behalf of another person;
 - b. Selling shares of stock on behalf of another person;
6. Respondent Burgess executed the agreement referenced in 5(a) above on behalf of Respondent Tucker.
7. Respondent Burgess executed the sales of the shares of stock on behalf of Respondent Tucker in Vermont.

8. Respondents have engaged in unregistered activity as agents and/or broker-dealers by engaging in the sale of securities in Vermont.

CONCLUSIONS OF LAW

9. Respondent Tucker is in violation of 9 V.S.A. § 5401, which provides that it is unlawful for a person to transact business in this state as a broker-dealer unless the person is registered with the Securities Division as a broker-dealer or is exempt from registration.

10. Respondent Burgess is in violation of 9 V.S.A. § 5402, which provides that it is unlawful for an individual to transact business in this state as an agent unless the individual is registered with the Securities Division as an agent or is exempt from registration.

CONSENT ORDER

NOW, THEREFORE, based on Respondents' stipulation, and on the basis of the Findings of Fact and Conclusions of Law, the Commissioner issues the following Order, to be fully complied with following receipt by the Commissioner of the duly executed Consent to Entry of Administrative Order:

11. Neither Respondent shall transact business in this state as a broker-dealer unless such Respondent is registered with the Securities Division as a broker-dealer or is exempt from registration.

12. Neither Respondent shall transact business in this state as an investment adviser unless such Respondent is registered with the Securities Division as an investment adviser or is exempt from registration.

13. Respondent Burgess shall not transact business in this state as an investment adviser representative unless he is registered with the Securities Division or is exempt from registration.

14. Respondent Burgess shall not transact business in this state as an agent unless he is registered with the Securities Division as an agent or is exempt from registration.

15. Respondents shall pay restitution to Sharon Wranosky in the amount of \$495,909.67 [eighty (80) percent of stock sales] less any payments made.

16. Respondents shall pay to Sharon Wranosky \$123,977.42 [twenty (20) percent of stock sales], representing a disgorgement of the fee collected by Respondent for selling the stock.

17. Respondents shall pay the restitution and disgorgement amounts within eighteen (18) months of the effective date of this Stipulation and Consent Agreement.

18. Respondents shall pay an administrative penalty to the Department in the amount of \$25,000 within six (6) months of the execution of this Stipulation and Consent Agreement.

19. If Respondents fail or neglect to comply with any of the terms, conditions or undertakings set forth in this Stipulation and Consent Order, the Department may, upon written notice to Respondents, institute any legal or administrative proceedings it deems appropriate to enforce same and to seek such other appropriate sanctions.

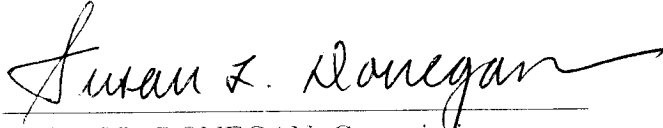
20. Upon payment of the administrative penalty, restitution and reimbursement of fees (as described in paragraphs 15, 16 and 18) by Respondents in accordance with the terms of this Consent Order, this Stipulation and Consent Order will be deemed to have documented the resolution of all matters arising from the Department's above-referenced investigation and will not be a basis for action against Respondents by the Department arising out of these same events in regards to the business of securities except in determining any action or penalty that may be imposed by the Department for any future violations of law by Respondents.

21. All Respondents are jointly and severally liable for all obligations under this Consent Order.

This ORDER shall become effective immediately upon the date set forth below.

BY ORDER OF THE COMMISSIONER

Entered at Montpelier, Vermont, this 28th day of September, 2015.

A handwritten signature in cursive script that reads "Susan L. Donegan". The signature is written in black ink and is positioned above a horizontal line.

SUSAN L. DONEGAN, Commissioner
Vermont Department of Financial Regulation

**CONSENT BY TUCKER FINANCIAL SERVICES, INC. AND DANIEL BURGESS TO
THE ENTRY OF AN ORDER BY THE COMMISSIONER IMPOSING TERMS,
CONDITIONS AND UNDERTAKINGS UNDER THE VERMONT UNIFORM
SECURITIES ACT**

1. TUCKER FINANCIAL SERVICES, INC. and DANIEL BURGESS (“Respondents”), hereby admit the jurisdiction of the Commissioner over the subject matter of this proceeding, and solely with respect to this matter, knowingly and voluntarily waive any and all rights to a hearing before the Commissioner or her designee and all other procedures otherwise available under the Vermont Uniform Securities Act (“Securities Act”), Title 9, Chapter 150 of the Vermont Statutes Annotated, and any successor act, or the rules, regulations, and orders of the Commissioner. Respondents also waive compliance with the provisions of 3 V.S.A., Chapter 25 regarding contested cases. Respondents acknowledge that this Consent Order constitutes a valid order duly rendered by the Commissioner.

2. Respondents voluntarily and knowingly waive any rights they may have to judicial review by any court by way of suit, appeal, or extraordinary remedy resulting from the issuance of the Consent Order.

3. Respondents acknowledge and agree that the Consent Order is entered into freely and voluntarily and that no promise was made, nor was any coercion used, to induce the Respondents to enter into the Consent Order.

4. Respondents acknowledge their understanding of all terms, conditions, and obligations contained in the Consent Order and further acknowledge that should they fail to comply with any and all provisions of the Consent Order, the Commissioner may impose additional sanctions and seek other appropriate relief subject to the Respondents’ right to a hearing pursuant to the Securities Act and any successor act.

Dated this 28 day of September, 2015.

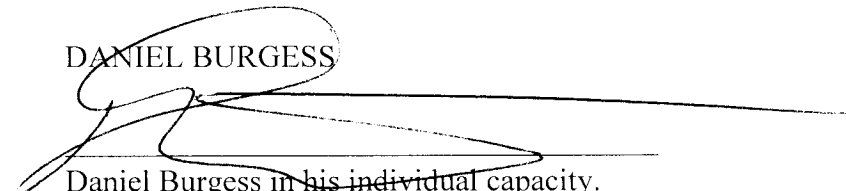
~~TUCKER FINANCIAL SERVICES, INC.~~

By: 

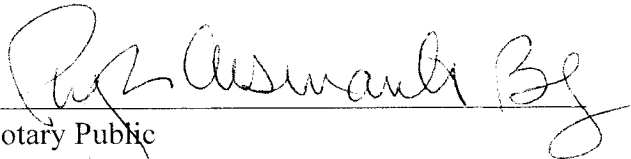
(Print Name: Daniel Burgess)

Title: owner

DANIEL BURGESS


Daniel Burgess in his individual capacity.

BEFORE ME this 28th day of September, 2015, personally appeared Daniel Burgess who acknowledged that he, as being authorized so to do, executed the foregoing for the purposes therein contained, and that such act of execution is a free act and deed on behalf of both Tucker Financial Services, Inc. and Daniel Burgess.



Notary Public

My Commission Expires: 2-10-19