

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 103195 / June 4, 2025

ADMINISTRATIVE PROCEEDING
File No. 3-21951

In the Matter of

TODD STUART BREITLING,

Respondent.

ORDER PURSUANT TO SECTION 15(b)
OF THE SECURITIES EXCHANGE ACT
OF 1934, MAKING FINDINGS, AND
IMPOSING REMEDIAL SANCTIONS

I.

The Securities and Exchange Commission (“Commission”), on May 29, 2024, instituted the above-captioned public administrative proceedings pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Todd Stuart Breitling (“Breitling” or “Respondent”).

II.

In connection with these proceedings, Respondent has submitted an Offer of Settlement (the “Offer”), which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in paragraph III.2 below, which are admitted, Respondent consents to the entry of this Order Pursuant to Section 15(b) of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

III.

On the basis of this Order and Respondent’s Offer, the Commission finds that:

1. Breitling was a sales person for PRT Consulting, LLC d/b/a Petroleum Resources of Texas (“Petroleum Resources”), a Texas limited liability company based in Richardson, Texas, through which Breitling offered and sold interests in oil and gas wells. Between 2008 and 2013, Breitling was not a registered representative associated with broker-dealers registered with the Commission. Breitling, 61 years old, is a resident of Dallas, Texas.

2. On February 20, 2024, a judgment was entered by default against Breitling, permanently enjoining him from future violations of Section 15(a) of the Exchange Act, as set forth in the judgment entered in the civil action entitled *Securities and Exchange Commission v. Plummer, et al.*, Civil Action Number 3:21-CV-2331-B, in the United States District Court for the Northern District of Texas, Dallas Division.

3. The Commission's complaint alleged that during the relevant period, Breitling worked as a salesperson for PRT, offering and selling securities in the form of interests in oil and gas well projects to investors throughout the United States, and receiving transaction-based compensation in the form of commissions. The complaint further alleged that Breitling was not registered as a broker or associated with a registered broker-dealer during the relevant period.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent Breitling's Offer.

Accordingly, it is hereby ORDERED pursuant to Section 15(b)(6) of the Exchange Act that Respondent Breitling be, and hereby is barred from association with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization; and

Pursuant to Section 15(b)(6) of the Exchange Act Respondent Breitling be, and hereby is barred from participating in any offering of a penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a broker, dealer or issuer for purposes of the issuance or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

Any application for reentry by the Respondent will be made to the appropriate self-regulatory organization, or if there is none, to the Commission by contacting the Division of Enforcement's Office of Chief Counsel at ENF-Reentry@sec.gov, and will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, compliance with the Commission's order and payment of any or all of the following: (a) any disgorgement or civil penalties ordered by a Court against the Respondent in any action brought by the Commission; (b) any disgorgement amounts ordered against the Respondent for which the Commission waived payment; (c) any arbitration award related to the conduct that served as the basis for the Commission order; (d) any

self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (e) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

By the Commission.

Vanessa A. Countryman
Secretary