

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

ADMINISTRATIVE PROCEEDINGS RULINGS
Release No. 1948//October 24, 2014

ADMINISTRATIVE PROCEEDING
File No. 3-15842

In the Matter of

TOTAL WEALTH MANAGEMENT, INC.,
JACOB KEITH COOPER,
NATHAN MCNAMEE, AND
DOUGLAS DAVID SHOEMAKER

ORDER FOLLOWING
SETTLEMENT FAILURE

On April 15, 2014, the Securities and Exchange Commission issued an Order Instituting Administrative and Cease-and-Desist Proceedings (OIP) against Respondents Total Wealth Management, Inc., Jacob Keith Cooper, Nathan McNamee, and Douglas David Shoemaker (collectively, Respondents), alleging violations of: Section 17(a) of the Securities Act of 1933; Section 10(b) of the Securities Exchange Act of 1934 (Exchange Act) and Exchange Act Rule 10b-5; and Sections 206(1), 206(2), 206(4), and 207 of the Investment Advisers Act of 1940 (Advisers Act) and Advisers Act Rules 206(4)-2 and 206(4)-8. Respondents jointly filed a single Answer on May 12, 2014.

I held a prehearing conference on May 15, 2014, and ordered a procedural schedule for a hearing beginning on September 22, 2014. *Total Wealth Management*, Admin. Proc. Rulings Release No. 1442, 2014 SEC LEXIS 1697 (May 19, 2014). On August 7, 2014, I granted a motion and stayed the proceeding based on representations that there had been an agreement on principle in all major items. *Total Wealth Management*, Admin. Proc. Rulings Release No. 1678, 2014 SEC LEXIS 2857. On October 23, 2014, the Division of Enforcement (Division) notified me that it had withdrawn the Offer of Settlement from Commission consideration based on new information it had received, and that it was requesting that Respondents provide it with additional information. The notice from the Division caused the stay to lapse. *See* 17 C.F.R. § 201.161(c)(2)(ii).

I ORDER a telephonic prehearing conference on November 18, 2014, at 2:00 p.m. EST. The prehearing conference will not occur if the parties notify me that they have been able to arrive at a new settlement agreement that the Division will recommend to the Commission.

Brenda P. Murray
Chief Administrative Law Judge