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UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF NEW YORK

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SECURITIES AND EXCHANGE COMMISSION,	:
	:
Plaintiff,	:
	:
- against -	: <u> </u> Civ. <u> </u>
	:
EDWARD TACKABERRY	:
	: <u>COMPLAINT</u>
Defendant.	:
	:
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Plaintiff Securities and Exchange Commission ("Commission"), for its Complaint against Defendant Edward Tackaberry ("Tackaberry," or "Defendant"), alleges as follows:

SUMMARY

1. From in or around 2007 through in or around 2009, Tackaberry acted as an unregistered broker-dealer, and/or associated with an individual acting as an unregistered broker-dealer, in connection with the solicitation of investors in certain New York Limited Liability Companies (the "LLCs"), operating out of offices located in Pittsford, New York. Tackaberry's role in the securities offering consisted of discussing investment

transactions with prospective investors, negotiating the terms of the investments on behalf of the LLCs, and, if an agreement was reached, documenting those transactions.

2. At the time he solicited investments in the LLCs' securities, Tackaberry was subject to a September 27, 2007 order issued by the Commission (the "Commission Order"), barring him from associating with any broker or dealer.

3. By soliciting investments and otherwise participating in the offering of securities issued by the LLCs, Tackaberry violated Section 15(a) of the Securities Exchange Act of 1934 ("Exchange Act"), which requires that persons acting as a broker or dealer register with the Commission as a broker-dealer or associate with a registered broker-dealer. By and through the same conduct, Tackaberry also violated the Commission Order barring him from associating with any broker or dealer, and therefore violated Section 15(b)(6)(B)(i) of the Exchange Act, which prohibits, among other things, persons from associating with a broker or dealer if they are subject to a Commission order barring them from such association.

VIOLATIONS

4. By virtue of the foregoing conduct and as alleged further herein, Defendant Tackaberry, singly or in concert, directly or indirectly, violated Sections 15(a) and 15(b)(6)(B)(i) of the Exchange Act [15 U.S.C. §§ 78o(a), 78o(b)(6)(B)(i)].

5. Unless Defendant is permanently restrained and enjoined, he will again engage in the acts, practices, transactions, and courses of business set forth in this Complaint, and in acts, practices, transactions, and courses of business of similar type and object.

JURISDICTION AND VENUE

6. The Commission brings this action pursuant to the authority conferred by Section 21(d)(1) of the Exchange Act [15 U.S.C. § 78u(d)(1)]. The Commission seeks a final judgment permanently restraining and enjoining Defendant from violating Sections 15(a) and 15(b)(6)(B)(i) of the Exchange Act [15 U.S.C. §§ 78o(a), 78o(b)(6)(B)(i)].

7. This Court has jurisdiction over this action pursuant to Sections 21(e) and 27 of the Exchange Act [15 U.S.C. §§ 78u(e) and 78aa]. Defendant, either directly or indirectly, has made use of the means or instrumentalities of interstate commerce, of the mails, the facilities of national securities exchanges, and/or the means or instruments of transportation or communication in interstate commerce in connection with the acts, practices, transactions, and courses of business alleged herein.

8. Venue lies in the Western District of New York pursuant to 28 U.S.C. § 1391. Defendant resides, and at all relevant times resided, in this District. Furthermore, a substantial part of the events comprising Defendant's unlawful activities giving rise to the Commission's claims occurred in this District: Defendant solicited investors residing in this District, held meetings in this District, and committed many of the unlawful activities alleged herein while working out of a business office located in this District during the relevant period.

THE DEFENDANT

9. Edward Tackaberry, age 60, is a resident of Fairport, New York. From 1981 through 2006, Tackaberry was a registered representative of various broker-dealers. Tackaberry began working as a product salesman for a predecessor to the LLCs in 2006. Thereafter, Tackaberry played a substantial role in soliciting investors to invest in

promissory notes (the “LLC Promissory Notes”) issued by the LLCs. In September 2007, Tackaberry was barred from association with any broker or dealer based on a federal district court finding, in a case brought by the Commission, that he committed securities fraud in a scheme that did not involve the LLCs. (SEC v. Pittsford Capital Income Partners, L.L.C., 06 Civ. 6353 T(P) (W.D.N.Y. Aug. 30, 2007).)

OTHER RELEVANT ENTITIES

10. The LLCs consist of, *inter alia*, Charge-On-Demand LLC (“Charge-On-Demand”), Innovations Group Enterprises LLC (“IGE”), and Stucco LLC (“Stucco”), all of which were registered with the New York Secretary of State in or around 2008. Each of the LLCs, which were managed by the same small management team, issued the LLC Promissory Notes to a number of investors and pursued several supposedly entrepreneurial business ideas.

11. David Mura (“Mura”), age 62, is a resident of Pittsford, New York. Mura holds multiple securities licenses and was a registered representative and branch office manager of J.P. Turner & Company, LLC (“J.P. Turner”), from approximately 2002 through 2011. He led the small team that managed the LLCs, had final say with respect to most or all important decisions regarding the LLCs, and was actively involved in soliciting investors. Mura also oversaw Tackaberry’s solicitation of investors and participation in the offering of the LLC Promissory Notes. J.P. Turner terminated Mura in April 2011 because he failed to disclose, and obtain the required approval regarding, his outside business activities, including activities involving the LLCs. Mura is currently a registered representative of Aegis Capital Corp., a registered broker-dealer.

FACTUAL BACKGROUND

12. On July 14, 2006, the Commission filed a civil injunctive action against, among others, Tackaberry, *see* SEC v. Pittsford Capital Income Partners, L.L.C., 06 Civ. 6353 T(P) (W.D.N.Y. Aug. 30, 2007), alleging, among other things, that he violated Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, and Section 17(a) of the Securities Act of 1933 (“Securities Act”).

13. On August 30, 2007, following the entry of an Order granting the Commission’s motion for summary judgment against Tackaberry, a final judgment was entered in the United States District Court for the Western District of New York against Tackaberry which, in addition to other relief, permanently enjoined him from future violations of Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, and Section 17(a) of the Securities Act. Tackaberry appealed from such final judgment. The United States Court of Appeals for the Second Circuit dismissed Tackaberry’s appeal with prejudice on December 31, 2008.

14. On September 27, 2007, the Commission instituted administrative proceedings against Tackaberry in In the Matter of Mark Palazzo and Edward Tackaberry, Admin. Proc. File No. 3-12844, Exchange Act Release No. 56550A (September 27, 2007), and based in part on an offer of settlement submitted by Tackaberry, issued the Commission Order barring him from associating with any broker or dealer.

15. From approximately 2007 through 2009, Tackaberry acted as, and/or associated with, an individual acting as an unregistered broker-dealer in connection with the solicitation of investors in the LLCs. More specifically, at Mura’s direction, Tackaberry played an active role in investor solicitation on behalf of the LLCs.

Prospective investors were told that Tackaberry would be their “first contact” to discuss the investments. Tackaberry then met in person and/or spoke on the phone with these individuals and described the investments and how they would be documented. If the prospective investors were interested, then Tackaberry arranged meetings with the investors, Mura and others. Mura led these meetings and, with Tackaberry’s assistance, discussed the LLCs, their operations, what an investment would involve and how it would be documented, and encouraged the potential investors to invest. At Mura’s direction, Tackaberry also negotiated the terms of investment with some of the investors, and documented investment transactions in several instances. During this period, Tackaberry was not registered as a broker-dealer with the Commission, and was not associated with a person who was registered as a broker-dealer in connection with the LLC Promissory Notes offering.

16. Several investors with whom Tackaberry interacted in the manner alleged in paragraph 15, above, ultimately invested in the LLC Promissory Notes.

17. The Commission has not consented to Tackaberry’s association with a broker or dealer since September 27, 2007, when it barred Tackaberry from associating with any broker or dealer.

FIRST CLAIM FOR RELIEF
Violations of Section 15(a) of the Exchange Act
(Acting as an Unregistered Broker-Dealer)

18. The Commission realleges and incorporates by reference herein each and every allegation contained in paragraphs 1 through 17 above.

19. From approximately 2007 through 2009, Defendant made use of the mails or other means or instrumentalities of interstate commerce to effect transactions in, or to induce or attempt to induce the purchase or sale of, securities issued by the LLCs while he was not

registered with the Commission as a broker-dealer or associated with a duly registered broker-dealer.

20. By reason of the foregoing, Defendant violated and, unless restrained and enjoined, will continue to violate, Section 15(a)(1) of the Exchange Act [15 U.S.C. § 78o(a)(1)].

SECOND CLAIM FOR RELIEF

**Violations of Section 15(b)(6)(B)(i) of the Exchange Act
(Violating Commission Order Barring Association with a Broker or Dealer)**

21. The Commission realleges and incorporates by reference herein each and every allegation contained in paragraphs 1 through 17 above.

22. Without the consent of the Commission, Defendant effected one or more transactions in, or induced or attempted to induce the purchase or sale of, the LLC Promissory Notes while an order of the Commission was in effect barring him from being associated with any broker or dealer.

23. By reason of the foregoing, Defendant violated and, unless restrained and enjoined, will continue to violate, Section 15(b)(6)(B)(i) of the Exchange Act [15 U.S.C. § 78o(b)(6)(B)(i)].

PRAYER FOR RELIEF

WHEREFORE, the Commission respectfully requests that this Court:

1. Enter a Final Judgment:
 - a. finding that the Defendant violated the federal securities laws and rules promulgated thereunder as alleged herein;
 - b. permanently restraining and enjoining the Defendant, his agents, servants, employees and attorneys and all persons in active concert or participation with them who receive actual notice of the injunction by personal service or otherwise, and

each of them, from committing future violations of Section 15(a) and 15(b)(6)(B)(i) of the Exchange Act [15 U.S.C. §§ 78o(a), 78o(b)(6)(B)(i)]; and

c. Grant such other and further relief as the Court deems appropriate.

Dated: September 27 2012
New York, New York

SECURITIES AND EXCHANGE COMMISSION

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