

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

ADMINISTRATIVE PROCEEDINGS RULINGS  
Release No. 2043/November 21, 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  
PREHEARING CONFERENCE

On April 15, 2014, the Securities and Exchange Commission issued an Order Instituting Administrative and Cease-and-Desist Proceedings against Respondents Total Wealth Management, Inc., Jacob Keith Cooper, Nathan McNamee, and Douglas David Shoemaker (collectively, Respondents). 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, Inc.*, 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 On October 23, 2014, the Division of Enforcement (Division) notified me that it had withdrawn the Offer of Settlement from Commission consideration based on new information it had received, and that it was requesting that Respondents provide it with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.

A telephonic prehearing conference was held on November 18, 2014. The parties explained that the Offer of Settlement had been withdrawn due to concerns of potential misuse of investor funds to pay for Respondents' settlement. The Division is reviewing additional documents provided by Respondents regarding the source of Respondents' settlement funds.

To allow for Division's review to be completed, I ORDER a telephonic prehearing conference on January 6, 2015, at 2:00 p.m. EST.

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Brenda P. Murray  
Chief Administrative Law Judge