

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 61709 / March 15, 2010**

**INVESTMENT ADVISERS ACT OF 1940**  
**Release No. 3000 / March 15, 2010**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-13816**

**In the Matter of**

**DON C. WEIR,**

**Respondent.**

**ORDER INSTITUTING**  
**ADMINISTRATIVE PROCEEDINGS**  
**PURSUANT TO SECTION 15(b) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**  
**AND SECTION 203(f) OF THE**  
**INVESTMENT ADVISERS ACT OF 1940**  
**AND NOTICE OF HEARING**

**I.**

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) and Section 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against Don C. Weir (“Weir” or “Respondent”).

**II.**

After an investigation, the Division of Enforcement alleges that:

**A.     RESPONDENT**

1.       Weir, 56, resides in Wentzville, Missouri. Between June 1988 and September 2008, Weir was associated with Huntleigh Capital Management, Inc., an investment adviser registered with the Commission. Between December 2000 and September 2008, Weir was also associated with HFI Securities, Inc., a broker-dealer registered with the Commission.

B. RESPONDENT'S CRIMINAL CONVICTION

2. On February 20, 2009, in U.S. v. Don C. Weir, Case No. 4:09CR00149RWS (United States District Court for the Eastern District of Missouri, Eastern Division), Weir pled guilty to Counts I and II of a two-count Information charging the felony of Mail Fraud (18 USC 1341 and 2) and Criminal Forfeiture. He was sentenced on September 30, 2009 to six and one-half years imprisonment and three years supervised release, and ordered to pay \$12.1 million in restitution.

3. The counts of the criminal Information to which Weir pled guilty alleged, inter alia, that Weir purchased approximately \$13.7 million in gold coins, paper currency and other precious metals for 44 of his brokerage customers, pursuant to his own recommendation. Weir kept the metals in his office, in the basement of his house, and at a coin and precious metals dealer. The Information further alleged that between 2000 and 2008, Weir sold approximately \$10.4 million of the metals without the customers' authorization, and used the money for personal and business expenses, and to pay purported profits to certain investors. The Information also alleged that Weir provided a customer with a fraudulent HFI Securities, Inc. statement which was designed to conceal the misappropriation, and which inflated the market values of the items not yet sold.

**III.**

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate in the public interest that public administrative proceedings be instituted to determine:

A. Whether the allegations set forth in Section II. are true and, in connection therewith, to afford Respondent an opportunity to establish any defenses to such allegations; and

B. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 15(b)(6) of the Exchange Act and Section 203(f) of the Advisers Act.

**IV.**

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III. hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice, 17 C.F.R. § 201.110.

IT IS FURTHER ORDERED that the Respondent shall file an Answer to the allegations contained in this Order within twenty (20) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice, 17 C.F.R. § 201.220.

If the Respondent fails to file the directed answer, or fails to appear at a hearing after being duly notified, the Respondent may be deemed in default and the proceedings may be determined

against him upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice, 17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f) and 201.310.

This Order shall be served forthwith upon the Respondent personally or by certified mail.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 210 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice.

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

By the Commission.

Elizabeth M. Murphy  
Secretary