

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 61792 / March 26, 2010

ADMINISTRATIVE PROCEEDING
File No. 3-13837

In the Matter of

CHRISTIAN HAINSWORTH,

Respondent.

ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
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”) 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”) against Christian Hainsworth (“Respondent”).

II.

In anticipation of the institution of 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 Section III.2 below, which are admitted, Respondent consents to the entry of this Order Instituting Administrative Proceedings 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. Hainsworth founded and served as the chief executive officer of Winning Kids, Inc. (“Winning Kids”), a company that has never been registered with the Commission in any capacity and has not registered any offering of securities under the Securities Act of 1933 (“Securities Act”) or a class of securities under the Exchange Act. From at least March 2007 and through September 2008, Hainsworth hired telemarketers, who were not registered as brokers or dealers nor associated with a registered broker or dealer, to solicit investors to purchase Winning Kids’ shares. He also paid them transaction based compensation and supplied them with lead lists of prospective investors. Hainsworth was neither registered as a broker or dealer nor associated with a registered broker or dealer. Hainsworth, 47 years old, is a resident of Palm Beach Gardens, Florida.

2. On February 1, 2010, a final judgment was entered by consent against Hainsworth, permanently enjoining him from future violations of Sections 5(a), 5(c), and 17(a) of the Securities Act, Sections 10(b) and 15(a) of the Exchange Act, and Rule 10b-5 thereunder, in the civil action entitled Securities and Exchange Commission v. Christian Hainsworth, et al., Civil Action Number 9:10-CV-80186, in the United States District Court for the Southern District of Florida.

3. The Commission’s complaint alleged that, in connection with the sale of Winning Kids’ securities, Hainsworth misused investor funds, and misrepresented to investors the status of Winning Kids’ business operations, its profit projections and annual returns, and its sales agents’ commissions. The complaint also alleged that Hainsworth through Winning Kids engaged in the business of effecting transactions in securities for the accounts of others and for his own account without being associated with a broker or dealer registered with the Commission.

IV.

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

Accordingly, it is hereby ORDERED:

Pursuant to Section 15(b)(6) of the Exchange Act, that Respondent Hainsworth be, and hereby is barred from association with any broker or dealer;

Any reapplication for association by the Respondent 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, the satisfaction of any or all of the following: (a) any disgorgement ordered against the Respondent, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) 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 (d) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

For the Commission, by its Secretary, pursuant to delegated authority.

Elizabeth M. Murphy
Secretary