

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 76153 / October 14, 2015

ADMINISTRATIVE PROCEEDING
File No. 3-16901

In the Matter of

HUGO A. ARIAS,

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 Hugo A. Arias (“Hugo Arias” or “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, Respondent admits the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in Sections III.2. and III.4. below, and 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. Hugo Arias, age 44, is a resident of Bronx, New York. He worked as a broker for Agape World, Inc. (“Agape”) from at least January 2005 through January 2009, and he sold Agape securities as well as securities of Agape Merchant Advance LLC (“AMA”). Neither the Agape nor the AMA securities were registered with the Commission. Hugo Arias has never held any securities licenses and has never been registered with the Commission in any capacity.

2. On October 1, 2015, a judgment was entered by consent against Hugo Arias, permanently enjoining him from future violations of Sections 5(a), 5(c), and 17(a) of the Securities Act of 1933 (“Securities Act”), and Sections 10(b) and 15(a) of the Exchange Act and Rule 10b-5 thereunder, in the civil action entitled *SEC v. Bryan Arias*, Civil Action Number 12-CV-2937, in the United States District Court for the Eastern District of New York.

3. The Commission’s complaint alleged that, in connection with the sale of Agape and AMA securities, Hugo Arias repeatedly sold investments offered by Agape that promised investors outsize returns, typically 12-14% in as little as eight to ten weeks (or approximately 62-91% annually), from their participation in high interest bridge loans purportedly made by Agape to commercial borrowers. The complaint further alleged that Hugo Arias also sold investments offered by AMA, a later off-shoot of Agape, that promised investors a 4% monthly return from their participation in short term loans made by AMA to businesses that accept credit cards. The complaint also alleged that the Agape and AMA securities promised investors that only 1% of their principal was at risk. The complaint alleged that the Agape and AMA securities were fictitious with, at best a fraction of investor funds used as represented by Hugo Arias. Finally, the complaint alleged that Hugo Arias sold unregistered securities and that he was not registered with the Commission in any capacity or associated with a registered broker or dealer.

4. On March 19, 2014, Hugo Arias pled guilty to one count of securities fraud in violation of Title 15, United States Code, Section 78j(b) before the United States District Court for the Eastern District of New York, in *United States v. Hugo Arias*, Crim. Information No. 14-CR-141.

5. In connection with that plea, Respondent admitted, among other things, that: he was a broker at Agape and his job was to solicit potential investors; he hired sub-brokers to assist him; he and the other brokers told investors Agape would use their investment capital to fund specific bridge loans but they often solicited investments well in excess of what was needed to fund the specific loan; he did not inform investors that certain loans were in default; Agape used the excessive money that Respondent and the other brokers raised from subsequent investors to pay high returns to prior investors; Agape was a Ponzi scheme; and the investments offered by Agape and AMA were securities.

IV.

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

Accordingly, it is hereby ORDERED pursuant to Section 15(b)(6) of the Exchange Act that Respondent Hugo Arias be, and hereby is barred from association with any broker, dealer, investment adviser, municipal securities dealer, or transfer agent; and

Pursuant to Section 15(b)(6) of the Exchange Act, Respondent Hugo Arias be, and hereby is barred from participating in any offering of a penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a broker, dealer or issuer for purposes of the issuance or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

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.

Brent J. Fields
Secretary