

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 78559 / August 11, 2016

INVESTMENT ADVISERS ACT OF 1940
Release No. 4481 / August 11, 2016

ADMINISTRATIVE PROCEEDING
File No. 3-17380

In the Matter of

STEPHEN WILSHINSKY,

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,
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”) and Section 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against Stephen J. Wilshinsky (“Respondent” or “Wilshinsky”).

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 paragraphs 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 and Section 203(f) of the Investment Advisers Act of 1940, 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. Between in or about April 2008 and June 2011, Wilshinsky defrauded investors in Lenco Mobile Inc. ("Lenco"), an issuer with common stock registered pursuant to Section 12(g) of the Exchange Act that was subject to Exchange Act reporting obligations pursuant to Section 13(a). Among other things, Wilshinsky, while a registered representative associated with two broker-dealers registered with the Commission, received undisclosed commissions in exchange for buying Lenco stock in his customers' accounts. Wilshinsky, 60 years old, resides in Woodland Hills, California.

Respondent participated in an offering of Lenco stock, which was a penny stock.

2. On October 13, 2015, a final judgment was entered by consent against Respondent, permanently enjoining him from future violations of Section 17(a)(2) and (3) of the Securities Act of 1933, and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder in the civil action entitled Securities and Exchange Commission v. Jason Cope et al., Civil Action Number 14 Civ. 7575, in the United States District Court for the Southern District of New York.

3. The Commission's Amended Complaint alleged that Respondent defrauded investors by, inter alia, accepting undisclosed commissions from Izak Zirk de Maison (f/k/a Izak Zirk Engelbrecht) ("Engelbrecht") to buy in his customers' accounts Lenco stock that Engelbrecht was selling in the open market.

4. On March 27, 2015, Respondent pled guilty to one count of conspiracy to commit securities fraud, 18 U.S.C. § 1348, 15 U.S.C. §§ 78j(b) and 78ff, and wire fraud, 18 U.S.C. § 1343, in violation of 18 U.S.C. § 1349 before the United States District Court for the Northern District of Ohio, in United States v. Stephen J. Wilshinsky, Crim. Information No. 1:15-cr-75.

5. The count of the criminal information to which Respondent pled guilty alleged, inter alia, that Respondent conspired (i) to defraud persons in connection with the securities of an issuer and to obtain money and property by means of false and fraudulent pretenses in connection with the purchase and sale of securities; (ii) to use manipulative and deceptive devices by making untrue statements of material fact and omitting to state material facts necessary to make the statements made not misleading in connection with the purchase and sale of securities; and (iii) to devise a scheme to defraud investors by transmitting and causing the transmission by means of wire communications in interstate commerce writings, signs, signals, and pictures.

IV.

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

Accordingly, it is hereby ORDERED pursuant to Section 15(b)(6) of the Exchange Act, and Section 203(f) of the Advisers Act, that Respondent Wilshinsky be, and hereby is barred from association with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization; and

Pursuant to Section 15(b)(6) of the Exchange Act Respondent Wilshinsky 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