

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 98374 / September 13, 2023

INVESTMENT ADVISERS ACT OF 1940
Release No. 6419 / September 13, 2023

ADMINISTRATIVE PROCEEDING
File No. 3-21660

In the Matter of

RAND HECKLER,

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 Rand Heckler (“Heckler” 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 Section III, paragraphs 2 and 3 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. Heckler, age 67, resident of Glen Cove, New York, worked as a registered representative for various broker-dealers located in New York and Florida from 1995 until April 2019. On June 14, 2019, Heckler was barred by FINRA from associating with any FINRA member firm for failing to respond to a FINRA request for documents and information. Additionally, in October 2009, Heckler incorporated Heckler, Inc. and served as its Chief Executive Officer. Heckler claimed to operate a hedge fund through Heckler, Inc. and used bank accounts in the name of Heckler, Inc. to receive, and then misappropriate for his personal use, investor funds.

2. On April 21, 2023, Heckler pled to violations of N.Y. Penal Law § 155.40 (1) (grand larceny in the second degree) and N.Y. Penal Law § 190.65(1)(b) (scheme to defraud in the first degree) in *The People of the State of New York v. Heckler*, Indictment No. 70106-2022 (N.Y. Sup. Ct., Nassau Co.). Heckler has not yet been sentenced in that matter.

3. On September 30, 2020, the Commission filed a complaint against Heckler in *SEC v. Heckler, et al.*, 20-cv-04654 (GRB-JMW), in the Federal District Court of the District of the Eastern District of New York. On August 21, 2023, the court entered an order permanently enjoining Heckler, by consent, from future violations of Section 17(a) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. § 77q(a)]; Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5]; and Sections 206(1), (2), and (4) of the Advisers Act [15 U.S.C. §§ 80b-6(1), (2), and (4)] and Rule 206(4)-8 promulgated thereunder [17 C.F.R. § 275.206(4)-8].

4. The Commission's complaint alleged that between at least October 2015 and January 2020, Heckler engaged in a scheme whereby he made material misstatements and omissions while soliciting at least \$755,000 in funds from an investor to purchase securities in a sham hedge fund that he purportedly managed. Heckler misappropriated most of these funds for personal expenses. Heckler, in a Ponzi-like fashion, also defrauded another investor by soliciting \$100,000 for a "dividend investment" while actually having the funds used to pay the earlier investor in the sham hedge fund for a redemption request.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent'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 Heckler 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 Heckler 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, compliance with the Commission's Order and payment of any or all of the following: (a) any disgorgement or civil penalties ordered by a Court against the Respondent in any action brought by the Commission; (b) any disgorgement amounts ordered against the Respondent for which the Commission waived payment; (c) any arbitration award related to the conduct that served as the basis for the Commission Order; (d) 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 (e) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission Order.

By the Commission.

Vanessa A. Countryman
Secretary