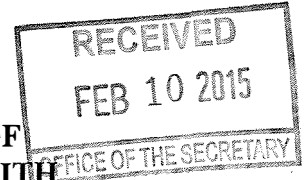


**UNITED STATES OF AMERICA**  
**before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**ORIGINAL**

ADMINISTRATIVE PROCEEDING  
File No. 3-15842



**In the Matter of**

**TOTAL WEALTH MANAGEMENT,  
INC., JACOB KEITH COOPER,  
NATHAN MCNAMEE, AND  
DOUGLAS DAVID SHOEMAKER**

**UPDATE REGARDING STATUS OF  
SETTLEMENT PROCEEDINGS WITH  
RESPONDENTS NATHAN MCNAMEE  
AND DOUGLAS DAVID SHOEMAKER**

**Respondents.**

In accordance with the Order issued on February 5, 2015 in this proceeding, the Division of Enforcement (“Division”) provides the following update regarding the status of settlement proceedings with respondents Nathan McNamee (“McNamee”) and Douglas David Shoemaker (“Shoemaker”). Counsel for the Division, and respondents McNamee and Shoemaker, have reached an agreement in principle to a settlement on all major terms. The Division anticipates submitting the settlement offer and the accompanying recommendation to the Commission on or before February 20, 2015. The Division will notify the hearing officer and all parties promptly if that date is not met. The Division has also prepared a Joint Motion to Stay Hearing Pursuant to Rule 161(c)(2) (“Joint Motion”), which requests that the hearing officer stay the proceeding as to McNamee and Shoemaker, but not as to respondents Jacob Keith Cooper and Total Wealth Management, Inc., pending Commission consideration of the settlement offer. The Division will file the Joint Motion as soon as it is executed by respondents McNamee and Shoemaker.

Dated: February 9, 2015

Respectfully submitted,

By:  \_\_\_\_\_

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