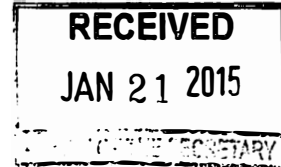


**HARD COPY**

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

**Administrative Proceeding  
File No. 3-16130**



**In the Matter of**

**SEAN C. COOPER,**

**Respondent.**

**Administrative Law Judge  
Jason S. Patil**

**DIVISION OF ENFORCEMENT'S DESIGNATION  
OF CASE-IN-CHIEF HEARING EXHIBITS**

Sheila E. O'Callaghan  
John S. Yun  
Eric M. Brooks  
DIVISION OF ENFORCEMENT  
SECURITIES AND EXCHANGE COMMISSION  
44 Montgomery Street, Suite 2800  
San Francisco, CA 94104  
Phone: (415) 705-2459  
Fax: (415) 705-2501

**DIVISION OF ENFORCEMENT'S CASE-IN-CHIEF EXHIBIT LIST**

In accordance with the Scheduling Order dated November 3, 2014 the Division of Enforcement ("Division") hereby designates the materials in the attached list as its hearing exhibits for the Division's case-in-chief against respondent Sean C. Cooper. This designation does not include exhibits being used solely for any rebuttal case by the Division, for the purpose of providing expert testimony, or for the purpose of impeachment. The Division also reserves the right to offer and/or cross-designate material from Respondent's list of hearing exhibits.

Dated: January 20, 2015

Respectfully submitted,



Sheila E. O'Callaghan  
John S. Yun  
Eric M. Brooks  
Attorneys for  
DIVISION OF ENFORCEMENT

**In the Matter of Sean C. Cooper -- Admin. Proceeding File No. 3-16130**

**Division of Enforcement's Proposed Hearing Exhibits**

<b>Exhibit</b>	<b>Date</b>	<b>Description</b>	<b>Bates Number</b>
1	1/2/2008	WestEnd Partners, L.P. PRIVATE OFFERING OF LIMITED PARTNER INTERESTS (Minimum Investment: \$500,000) [Investigative Testimony Exhibit 12]	
2	5/1/2006	AMENDED AGREEMENT OF LIMITED PARTNERSHIP by and among WestEnd Capital Management, LLC and WestEnd Partners, L.P. (form)	
3	9/15/2009	First Amended and Restated Operating Agreement by and among Gustave R. Ozag, Sean Cooper, and George Bolton Holdings, LLC	WCM-SEC 003153-85
4	2/3/2009	2009 Form ADV, Part One	
5	1/25/2010	2010 Form ADV, Part One	
6	1/24/2011	2011 Form ADV, Part One	
7	3/31/2011	WestEnd Capital Management LLC Part 2A of Form ADV: Firm Brochure [Investigative Testimony Exhibit 39]	
8	4/1/2011	2011 Form ADV, Other-Than-Annual Amendment	
9	3/16/2012	WestEnd Capital Management LLC Part 2A of Form ADV: Firm Brochure [Investigative Testimony Exhibit 38]	
10	4/11/2006	Certificate of Receipt of Policies and Procedures Manual	WCM-SEC 0075
11	1/1/2007	West End Capital Management, LLC STATEMENT OF POLICIES AND PROCEDURES January 2007 [Investigative Testimony Exhibit 15]	
12	1/1/2011	West End Capital Management, LLC STATEMENT OF POLICIES AND PROCEDURES January 2011 [Investigative Testimony Exhibit 11]	
13	6/13/2007	Engagement Letter between BGT Consulting LLC and WestEnd Capital Management, LLC [Investigative Testimony Exhibit 18]	
14	6/12/2012	Engagement Letter between Blank, Govlich and Tsikman, CPA, LLP and WestEnd Capital Management, LLC [Investigative Testimony Exhibit 23]	
15	4/29/2010	Email from P. Tsikman to E. Lombardi attaching West End Financial Statements - 03-31-2010	
16	4/11/2011	Email from P. Tsikman to S. Cooper attaching Westend Partners LP - Financial Statements 03-31-2011	
17	6/21/2011	Email from P. Tsikman to D. Altschul and R. Wiesenberg re West End - 2010 Audit with attachments [Investigative Testimony Exhibit 26]	M-WEP-003930-40 + native
18	7/13/2011	Email from P. Tsikman to S. Cooper and E. Lombardi re West End 06-30-2011 Question with attachments [Investigative Testimony Exhibit 14]	
19	7/14/2011	Email from E. Lombardi to S. Cooper re West End 06-30-2011 Question with attached 2011 Cash Flow.xlsx [Investigative Testimony Exhibit 13]	
20	10/6/2011	Email from P. Tsikman to S. Cooper and E. Lombardi attaching Westend Partners LP - Financial Statements 09-30-2011	
21	4/15/2012	Email from D. Altschul to C. Hardy, P. Tsikman and D. Efos re WestEnd Draft F/S [Investigative Testimony Exhibit 28]	M-WEP-003000-01
22	4/17/2012	Email from C. Hardy to S. Cooper re FW: Westend Draft F/S-please review with attachments [Investigative Testimony Exhibit 4]	
23	4/17/2012	Email from D. Altschul to C. Hardy re WestEnd Draft F/S [Investigative Testimony Exhibit 29]	M-WEP-002976-77
24	4/20/2012	Email from P. Tsikman to S. Cooper re FW: West End 1Q2012 Financial Statements with attachments [Investigative Testimony Exhibit 3]	
25	8/23/2012	Email from S. Cooper to C. Ng re Information needed to prepare the LLC return of WCM, due on September 15, 2012 [Investigative Testimony Exhibit 41]	
26	9/11/2012	Email from S. Cooper to C. Ng re Urgent! LLC return of WCM, due on September 15, 2012 [Investigative Testimony Exhibit 42]	
27	4/20/2012	Email from P. Tsikman to C. Hardy and S. Cooper attaching Westend Partners LP - Financial Statements 03-31-2012	
28	10/30/2012	Email from M. Gapanovitch to C. Hardy re West End with attached management fees.xlsx [Investigative Testimony Exhibit 21]	SEC-TSIKMAN-E-0005063 + native
29	10/30/2012	Email from M. Gapanovitch to C. Hardy re West End with attached management fees 2010.xlsx [Investigative Testimony Exhibit 20]	SEC-TSIKMAN-E-0005059-60 + native
30	2/27/2013	Email from P. Tsikman to R. Wiesenberg, D. Altschul and G. Papesch re Westend audit with attachments [Investigative Testimony Exhibit 19]	SEC-TSIKMAN-E-0004611-12 + natives
31	2/28/2013	Letter from West End Capital Management to Dear Investor re Notice of New Administrator for WestEnd Partners, L.P. (the "Fund") and Management Fee Disclosure [Investigative Testimony Exhibit 10]	
32	4/30/2012	Email from R. Wiesenberg to C. Hardy re Westend file support with attached WestEnd Other Expenses Dec 31 '11.xlsx [Investigative Testimony Exhibit 31]	M-WEP-002933-34 + native

**In the Matter of Sean C. Cooper – Admin. Proceeding File No. 3-16130**

**Division of Enforcement's Proposed Hearing Exhibits**

<b>Exhibit</b>	<b>Date</b>	<b>Description</b>	<b>Bates Number</b>
33	6/11/2012	Email from C. Hardy to M. Nebel re WestEnd Hong Kong trip expenses with attachments [Investigative Testimony Exhibit 32]	M-WEP-002883-88
34		Westend Capital Management Summary [Investigative Testimony Exhibit 17]	
35		WestEnd Capital Management Memo from V. Fiore to Deficiencies File re Chief Compliance Officer Discrepancies D91	
36		Saxis Group Wire Out Requests for Credit to West End Capital Management in February - May 2011 [Investigative Testimony Exhibit 36]	
37	12/31/2011	Westend Capital Management LLC General Ledger As of December 31, 2011	
38	12/31/2011	Westend Capital Management LLC Balance Sheet As of December 31, 2011	
39	12/31/2011	Westend Capital Management LLC Statement of Cash Flows January through December 2011	
40	12/31/2011	Westend Capital Management LLC Profit & Loss January through December 2011	
41	12/31/2011	Westend Capital Management LLC Journal January through December 2011	
42	12/31/2011	Westend Capital Management LLC Trial Balance As of December 31, 2011	
43	4/24/2012	Westend Capital Management LLC General Ledger As of April 24, 2012	
44	4/24/2012	Westend Capital Management LLC Journal January 1 through April 24, 2012	
45	4/24/2012	Westend Capital Management LLC Profit & Loss January 1 through April 24, 2012	
46	4/24/2012	Westend Capital Management LLC Balance Sheet As of April 24, 2012	
47	4/24/2012	Westend Capital Management LLC Trial Balance As of April 24, 2012	
48	4/24/2012	Westend Capital Management LLC Statement of Cash Flows January 1 through April 24, 2012	
49		Bank statements for the Cooper Family Trust dtd 09/07/06 from 01/01/10 through 12/31/10 (Account 911-0014-0896)	SEC-FRB-P-0000510-710
50		Bank statements for the Cooper Family Trust dtd 09/07/06 from 01/01/11 through 12/31/11 (Account 911-0014-0896) [Investigative Testimony Exhibit 37]	SEC-FRB-P-0000711-914
51		Bank statements for the Cooper Family Trust dtd 09/07/06 from 01/01/12 through 8/31/12 (Account 911-0014-0896)	SEC-FRB-P-0000915-1027
52	1/25/2010	Westend Capital Management Bank Statement (January 2010) (Account 911-0003-8264)	
53	2/25/2010	Westend Capital Management Bank Statement (February 2010) (Account 911-0003-8264)	
54	3/25/2010	Westend Capital Management Bank Statement (March 2010) (Account 911-0003-8264)	
55	4/26/2010	Westend Capital Management Bank Statement (April 2010) (Account 911-0003-8264)	
56	5/25/2010	Westend Capital Management Bank Statement (May 2010) (Account 911-0003-8264)	
57	6/25/2010	Westend Capital Management Bank Statement (June 2010) (Account 911-0003-8264)	
58	7/25/2010	Westend Capital Management Bank Statement (July 2010) (Account 911-0003-8264)	
59	8/25/2010	Westend Capital Management Bank Statement (August 2010) (Account 911-0003-8264)	
60	9/26/2010	Westend Capital Management Bank Statement (September 2010) (Account 911-0003-8264)	
61	10/25/2010	Westend Capital Management Bank Statement (October 2010) (Account 911-0003-8264)	
62	11/26/2010	Westend Capital Management Bank Statement (November 2010) (Account 911-0003-8264)	
63	12/26/2010	Westend Capital Management Bank Statement (December 2010) (Account 911-0003-8264)	
64	1/25/2011	Westend Capital Management Bank Statement (January 2011) (Account 911-0003-8264)	
65	2/25/2011	Westend Capital Management Bank Statement (February 2011) (Account 911-0003-8264)	

In the Matter of Sean C. Cooper -- Admin. Proceeding File No. 3-16130

Division of Enforcement's Proposed Hearing Exhibits

<u>Exhibit</u>	<u>Date</u>	<u>Description</u>	<u>Bates Number</u>
66	3/25/2011	Westend Capital Management Bank Statement (March 2011) (Account 911-0003-8264)	
67	4/25/2011	Westend Capital Management Bank Statement (April 2011) (Account 911-0003-8264)	
68	5/25/2011	Westend Capital Management Bank Statement (May 2011) (Account 911-0003-8264)	
69	6/26/2011	Westend Capital Management Bank Statement (June 2011) (Account 911-0003-8264)	
70	7/25/2011	Westend Capital Management Bank Statement (July 2011) (Account 911-0003-8264)	
71	8/25/2011	Westend Capital Management Bank Statement (August 2011) (Account 911-0003-8264)	
72	9/26/2011	Westend Capital Management Bank Statement (September 2011) (Account 911-0003-8264)	
73	10/25/2011	Westend Capital Management Bank Statement (October 2011) (Account 911-0003-8264)	
74	11/25/2011	Westend Capital Management Bank Statement (November 2011) (Account 911-0003-8264)	
75	12/26/2011	Westend Capital Management Bank Statement (December 2011) (Account 911-0003-8264)	
76	1/25/2012	Westend Capital Management Bank Statement (January 2012) (Account 911-0003-8264)	
77	2/26/2012	Westend Capital Management Bank Statement (February 2012) (Account 911-0003-8264)	
78	3/25/2012	Westend Capital Management Bank Statement (March 2012) (Account 911-0003-8264)	
79	4/25/2012	Westend Capital Management Bank Statement (April 2012) (Account 911-0003-8264)	
80	12/31/2009	WESTEND CAPITAL MANAGEMENT LLC 2009 Schedule K-1s	WCM-SEC 003192-97
81	12/31/2010	WESTEND CAPITAL MANAGEMENT LLC 2010 Schedule K-1s	WCM-SEC 003198-203
82	12/31/2011	WESTEND CAPITAL MANAGEMENT LLC 2011 Schedule K-1s	WCM-SEC 003204-09
83		2009 McGladrey Workpapers re Partnership Allocation	M-WEP-000015
84		2010 McGladrey Workpapers re Partnership Allocation	M-WEP-000079
85		2011 McGladrey Workpapers re Partnership Allocation	M-WEP-000100
86		2012 McGladrey Workpapers re Partnership Allocation	M-WEP-000118
87		Partnership Allocation for 2009	SEC-TSIKMAN-E-0000183
88		Partnership Allocation for 2010	SEC-TSIKMAN-E-0003194
89		Partnership Allocation for 2011	SEC-TSIKMAN-E-0003554
90		Partnership Allocation for 2012	SEC-TSIKMAN-E-0004673
91		Management Fee Workpaper for 2009	SEC-TSIKMAN-E-0000010
92		Management Fee Workpaper for 2010	SEC-TSIKMAN-E-0002762
93		Management Fee Workpaper for 2011	SEC-TSIKMAN-E-0003262
94		Management Fee Workpaper for 2012	SEC-TSIKMAN-E-0004633
95	12/31/2009	WestEnd Partners, L.P. Balance Sheet as of December 31, 2009	SEC-TSIKMAN-E-0000723
96	3/31/2010	WestEnd Partners, L.P. Balance Sheet as of March 31, 2010	SEC-TSIKMAN-E-0002542
97	6/30/2010	WestEnd Partners, L.P. Balance Sheet as of June 30, 2010	SEC-TSIKMAN-E-0002724
98	9/30/2010	WestEnd Partners, L.P. Balance Sheet as of September 30, 2010	SEC-TSIKMAN-E-0002955
99	12/31/2010	WestEnd Partners, L.P. Balance Sheet as of December 31, 2010	SEC-TSIKMAN-E-0003196
100	3/31/2011	WestEnd Partners, L.P. Balance Sheet as of March 31, 2011	SEC-TSIKMAN-E-0001754
101	6/30/2011	WestEnd Partners, L.P. Balance Sheet as of June 30, 2011	SEC-TSIKMAN-E-0001952
102	9/30/2011	WestEnd Partners, L.P. Balance Sheet as of September 30, 2011	SEC-TSIKMAN-E-0003442
103	12/31/2011	WestEnd Partners, L.P. Balance Sheet as of December 31, 2011	SEC-TSIKMAN-E-0003593
104	3/31/2012	WestEnd Partners, L.P. Balance Sheet as of March 31, 2012	SEC-TSIKMAN-E-0000811
105	12/31/2010	WestEnd Partners, L.P. Financial Report as of December 31, 2010 [Investigative Testimony Exhibit 7]	
106	12/31/2011	WestEnd Partners, L.P. Financial Report as of December 31, 2011 [Investigative Testimony Exhibit 8]	
107	6/29/2012	WestEnd Partners, L.P. Report to the General Partner [Investigative Testimony Exhibit 30]	M-WEP-000312-26
108	12/31/2010	WestEnd Partners, L.P. General Ledger as of December 31, 2010 [Investigative Testimony Exhibit 43]	
109	12/31/2011	WestEnd Partners, L.P. General Ledger as of December 31, 2011 [Investigative Testimony Exhibit 22]	

**In the Matter of Sean C. Cooper -- Admin. Proceeding File No. 3-16130**

**Division of Enforcement's Proposed Hearing Exhibits**

<b>Exhibit</b>	<b>Date</b>	<b>Description</b>	<b>Bates Number</b>
110	1/29/2010	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Merlin Securities)	
111	2/26/2010	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Merlin Securities)	
112	3/31/2010	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Merlin Securities)	
113	4/30/2010	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Merlin Securities)	
114	5/31/2010	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Merlin Securities)	
115	6/30/2010	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
116	7/30/2010	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
117	8/31/2010	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
118	9/30/2010	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
119	10/29/2010	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
120	11/30/2010	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
121	12/31/2010	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
122	1/31/2011	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
123	2/28/2011	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
124	3/31/2011	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
125	4/29/2011	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
126	5/31/2011	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
127	6/30/2011	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
128	7/29/2011	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
129	8/31/2011	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
130	9/30/2011	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
131	10/31/2011	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
132	11/30/2011	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
133	12/30/2011	WESTEND PARTNERS LP Professional Clearing & Execution Account Monthly Statement (Saxis Group)	
134		2010 Outgoing Wire transfers from Westend Capital Management LLC	
135		2011 Outgoing Wire transfers from Westend Partners LP	
136	5/00/2007	Saxis Group New Account Agreement for Individuals, Entities, Multi-Parties and Custodianships (May 2007)	
137	9/23/2011	Email from M. Mayerhofer to S. Cooper re Risk Call-West End- <b>**IMPORTANT**</b>	SEC-WPS-E-0000178-81
138	9/26/2011	Email from M. Mayerhofer to A. Pandolfo and S. Cooper re Risk Call-West End- <b>**IMPORTANT**</b>	SEC-WPS-E-0002860-64
139	9/26/2011	Email from M. Mayerhofer to S. Cooper re PM being removed from your account	SEC-WPS-E-0001963-84
140	9/27/2011	Email from M. Mayerhofer to S. Cooper re Risk Call update and comments for remainder of week (IMPORTANT)	SEC-WPS-E-0001945-46
141	9/29/2011	Email from S. Cooper to M. Mayerhofer re Portfolio Margin-Westend-reducing positions	SEC-WPS-E-0000229-31
142	9/29/2011	Email from M. Mayerhofer to S. Cooper re Portfolio Margin-Westend-reducing positions-- IMPORTANT--2: 15PM update	SEC-WPS-E-0002037-58

**In the Matter of Sean C. Cooper -- Admin. Proceeding File No. 3-16130**

**Division of Enforcement's Proposed Hearing Exhibits**

<b>Exhibit</b>	<b>Date</b>	<b>Description</b>	<b>Bates Number</b>
143	9/30/2011	Email from M. Mayerhofer to S. Cooper re Westend-UPDATED MARGin numbers	SEC-WPS-E-0002901-16
144	10/6/2011	Email from M. Mayerhofer to S. Cooper re FED Margin Call- Requires liquidation--West End- <b>**IMPORTANT**</b> due 10/6,10/7 and 10/10	SEC-WPS-E-0000243-45 + attachment
145	10/6/2011	Email from A. Pandolfo to M. Mayerhofer and S. Cooper re FED Margin Call-Requires liquidation--West End- <b>**IMPORTANT**</b> due 10/6,10/7 and 10/10	SEC-WPS-E-0002887-90
146	10/7/2011	Email from M. Mayerhofer to S. Cooper re Margin Call - West End- <b>**IMPORT ANT**</b> 1 0/7 and 1 0/1 0	SEC-WPS-E-0002940-42
147	10/11/2011	Email from J. Weiss to M. Mayerhofer, S. Cooper and M. Harbison re Margin Call- West End- <b>**IMPORTANT**</b> 10/13	SEC-WPS-E-0002943-44
148	10/17/2011	Email from M. Mayerhofer to S. Cooper and M. Harbison re Margin Call- West End- Fed Call- <b>IMPORTANT</b>	SEC-WPS-E-0002088-89
149	10/17/2011	Email from M. Harbison to S. Cooper re Margin Call - West End- Fed Call- <b>IMPORTANT</b>	
150	10/24/2011	Email from M. Mayerhofer to S. Cooper and M. Harbison re Margin Call- West End- <b>**IMPORTANT**</b> 10/26	SEC-WPS-E-0002982-83
151	10/25/2011	Email from M. Mayerhofer to S. Cooper and M. Harbison re Margin Call- West End- <b>**IMPORTANT**</b> DUE TODAY	SEC-WPS-E-0002554-55
152	7/14/2011	Email from E. Lombardi to S. Cooper re West End 06-30-2011 Question [Cooper deposition exhibit 2]	WESTEND000137-39
153	12/31/2011	Westend Capital Management LLC Income expense allocation January through December 2011 [Cooper deposition exhibit 14]	
154	12/31/2011	American Express Business Platinum credit card transaction detail for S. Cooper, account ending 78003: January 1, 2011 to December 31, 2011 [Cooper deposition exhibit 17]	
155	7/25/2012	Email from C. Hardy to S. Cooper re SEC questions--need to answer today [Cooper deposition exhibit 20]	WESTEND000372-73
156	5/11/2012	Letter from S. Cooper to McGladrey & Pullen LLP certifying American Express charges [Cooper deposition exhibit 23]	WESTEND000150-52
157		Schedule of Partner's Capital Account: January 1 through December 31, 2011	
158	4/29/2010	Letter from P. Tsikman to Investor attaching Schedule of Partner's Capital Account for period ended 3/31/10	SEC-DWIGHT-P 0000006-07
159	7/16/2010	Letter from P. Tsikman to Investor attaching Schedule of Partner's Capital Account for period ended 6/30/10	SEC-DWIGHT-P 0000008-09
160	11/15/2010	Letter from P. Tsikman to Investor attaching Schedule of Partner's Capital Account for period ended 9/30/10	SEC-DWIGHT-P 0000010-11
161	5/6/2011	Letter from P. Tsikman to Investor attaching Schedule of Partner's Capital Account for period ended 3/31/11	SEC-DWIGHT-P 0000055-56
162	7/18/2011	Letter from P. Tsikman to Investor attaching Schedule of Partner's Capital Account for period ended 6/30/11	SEC-DWIGHT-P 0000057-58
163		Sean Cooper Deposition Designations (11/5/13)	
164		Sean Cooper Investigative Testimony Designations (11/14/13)	
165	1998	Wells Fargo Securities Form U-5 for Sean C. Cooper	

