

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 61816 / March 31, 2010

ADMINISTRATIVE PROCEEDING
File No. 3-13839

In the Matter of	:	ORDER INSTITUTING ADMINISTRATIVE
	:	PROCEEDINGS PURSUANT TO
James H. Park,	:	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 James H. Park (“Park” 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, and without admitting or denying the findings herein, except as to the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in Section III.B. below, which are admitted, Respondent 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:

A. Park, 41, resides in Orlando, Florida. Park held several different positions at Wealth Pools International, Inc. and Recruit for Wealth, Inc. (collectively “Wealth Pools”), including telemarketer and manager, head of customer service, and director of international sales. Between October 2006 and July 2007, Park received more than \$128,000 of investor

funds from Wealth Pools. Park has never been registered in any capacity with the Commission and does not hold any securities license.

B. On March 15, 2010, a final judgment was entered by consent against Park enjoining him from violating Sections 5(a), 5(c) and 17(a)(1)-(3) of the Securities Act of 1933 and Sections 10(b) and 15(a) of the Exchange Act and Exchange Act Rule 10b-5 thereunder, in the civil action entitled Securities and Exchange Commission v. James H. Park, Case No. 6:09-CV-1137-Orl-19GJK, in the United States District Court for the Middle District of Florida.

C. The Commission's complaint in that action alleged that from at least March 2006 to December 2007, Park participated in a fraudulent, unregistered offering to more than 10,000 investors nationwide of securities in the form of "Associate" memberships in Wealth Pools. The complaint also alleges that Wealth Pools purported to be a multi-level marketing company selling an English and Spanish language tutorial DVD through a network of Associates around the world. Furthermore, the complaint alleges that in reality, Wealth Pools was nothing more than a fraudulent pyramid scheme destined to collapse. According to the complaint Park: (a) misled investors about Wealth Pools' business structure, the safety of the Wealth Pools investments, and the dilutive effect on the commissions of existing Associates by the constant addition of new ones; and (b) omitted disclosing to investors his significant role in a similar, prior pyramid scheme against which the Florida Attorney General filed a complaint.

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, Respondent James H. Park be, and hereby is, barred from association with any broker or dealer.

Any reapplication for association by 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 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.

Elizabeth M. Murphy
Secretary