

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

**SECURITIES EXCHANGE ACT OF 1934**  
**RELEASE NO. 66157 / January 13, 2012**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-14614**

**In the Matter of:**

**1st GLOBAL STOCK  
TRANSFER LLC and  
HELEN BAGLEY,**

**Respondents.**

**ORDER MAKING FINDINGS AND  
IMPOSING REMEDIAL SANCTIONS  
PURSUANT TO SECTIONS 17A(c)(3) AND  
17A(c)(4) OF THE SECURITIES EXCHANGE  
ACT OF 1934**

**I.**

On November 4, 2011, the Securities and Exchange Commission (“Commission”) instituted public administrative proceedings pursuant to Sections 17A(c)(3) and 17A(c)(4) of the Securities Exchange Act of 1934 (“Exchange Act”) against 1<sup>st</sup> Global Stock Transfer LLC (“1<sup>st</sup> Global”) and Helen Bagley (“Bagley”) (collectively “Respondents”).

**II.**

Respondents, pursuant to Rule 240(a) of the Commission’s Rules of Practice, 17 C.F.R. § 201.240(a), have now submitted Offers of Settlement (“Offers”) in connection with these public administrative proceedings, 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 them and the subject matter of these proceedings, and the findings contained in Section III.3 below, which are admitted, Respondents consent to the entry of this Order Making Findings and Imposing Remedial Sanctions Pursuant to Sections 17A(c)(3) and 17A(c)(4) of the Securities Exchange Act of 1934 (“Order”) as set forth below.

**III.**

On the basis of this Order and Respondents' Offers, the Commission finds that:

**A. RESPONDENTS**

1. 1<sup>st</sup> Global is a Nevada Corporation registered with the Commission as a transfer agent beginning in October 2001. At all relevant times, 1<sup>st</sup> Global operated as a transfer agent for transactions in the stock of CMKM Diamonds, Inc., a Nevada corporation that concocted and carried out a complex scheme to illegally issue and sell billions of shares of CMKM stock in several unregistered distributions between December 2002 and September 2004.

2. Bagley is the principal of 1<sup>st</sup> Global, and owned and operated 1<sup>st</sup> Global at all relevant times.

**B. ENTRY OF THE INJUNCTION**

3. On August 1, 2011, after the Commission's motion for summary judgment against Respondents was granted, a final judgment was entered against 1<sup>st</sup> Global and Bagley, permanently enjoining them from violating Section 5 of the Securities Act of 1933, 15 U.S.C. § 77e, and additionally permanently barring Bagley from participating in an offering of penny stock, in the civil action entitled *SEC v. CMKM Diamonds, Inc. et al.*, Case No. 2:08-cv-00437-LRH-RJJ, in the United States District Court for the District of Nevada.

4. In granting the Commission summary judgment, the Court concluded, among other things, that the following facts were uncontroverted:

(a) Bagley was the individual who removed the restrictive legends from CMKM's stock certificates for at least 270 billion shares of CMKM stock;

(b) 1<sup>st</sup> Global and Bagley were both necessary participants and substantial factors in the sale of unrestricted CMKM stock in violation of Section 5 of the Securities Act because: (i) but for their participation in removing the restrictive legends, there would not have been a sale of unregistered securities because the CMKM stock would still have had the restrictive legend on each certificate; and (ii) their participation was not *de minimis* as they issued billions of shares of CMKM stock without the restrictive legend and then transferred those unrestricted certificates to broker-dealer NevWest Securities Corporation for the purpose of sale to the general public.

**IV.**

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondents' Offers.

Accordingly, it is hereby ORDERED pursuant to Section 17A(c)(3) of the Exchange Act that the registration of Respondent 1<sup>st</sup> Global as a transfer agent be, and hereby is, revoked.

It is further ORDERED pursuant to Section 17A(c)(4) of the Exchange Act that Respondent Bagley 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.

Any reapplication for association by Bagley 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.

By the Commission.

Elizabeth M. Murphy  
Secretary