

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 69065 / March 7, 2013

ADMINISTRATIVE PROCEEDING
File No. 3-15232

In the Matter of

Billy Wayne McClintock,

Respondent.

**ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO 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 Billy Wayne McClintock (“McClintock” 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.2 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:

1. McClintock, age 70, is a Florida resident. McClintock has never been registered with the Commission in any capacity or associated with a broker or dealer registered with the Commission.

2. On December 6, 2012, an Order of Permanent Injunction was entered by consent against McClintock, permanently enjoining him from future violations of Sections 5(a), 5(c), and 17(a) of the Securities Act of 1933 ("Securities Act"), Section 10(b) of the Exchange Act and Rule 10b-5 thereunder and Section 15(a) of the Exchange Act, in the civil action entitled Securities and Exchange Commission v. Billy Wayne McClintock, et al., Civil Action Number 1:12-CV-4028, in the United States District Court for the Northern District of Georgia.

3. The Commission's complaint alleges that, since at least 2004 McClintock has been conducting a Prime Bank-type investment fraud. The scheme involves the offer and sale of over \$15 million of securities in an unregistered offering to more than 220 investors and prospective investors in Georgia and at least 20 other states. The securities are in the form of investments in a purportedly highly clandestine Trust based in Europe that purportedly has the power to create money through fractional banking and bank debentures. Investors allegedly loan money to the Trust for automatically renewable terms of one year and one day, in exchange for 38% annual interest. Investors must follow the Trust's strict rules to participate in the investment. Among other things, investors must keep the Trust a secret and, if they request a return of their principal, they are banned from further participation in the Trust. The complaint alleges that McClintock conducted an unregistered offering of securities and acted as an unregistered broker-dealer. Respondent received transaction based compensation for effecting transactions on behalf of investors in connection with the purported loans to the Trust. The complaint further alleges that McClintock knowingly or recklessly made material misrepresentations and omissions of fact to investors and prospective investors concerning, among other things, the expected returns, the use of investor funds, and investment risks, and engaged in conduct which operated as a fraud and deceit on investors.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent McClintock's Offer.

Accordingly, it is hereby ORDERED pursuant to Section 15(b)(6) of the Exchange Act that Respondent McClintock 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

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, 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