

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 75270 / June 23, 2015

ADMINISTRATIVE PROCEEDING
File No. 3-16392

In the Matter of

BRADLEY A. HOLCOM,

Respondent.

**ORDER MAKING FINDINGS AND
IMPOSING REMEDIAL SANCTIONS
PURSUANT TO SECTION 15(b) OF THE
SECURITIES EXCHANGE ACT OF 1934**

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest to accept the Offer of Settlement submitted by Bradley A. Holcom (“Respondent”) pursuant to Rule 240(a) of the Rules of Practice of the Commission, 17 C.F.R. § 201.240(a), for the purpose of settlement of these proceedings initiated against Respondent on February 19, 2015, pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”).

II.

Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or in which the Commission is a party, and prior to a hearing pursuant to the Commission’s Rules of Practice, 17 C.F.R. § 201.100 *et seq.*, Respondent consents to the entry of an Order Making Findings and Imposing Remedial Sanctions Pursuant to Section 15(b) of the Exchange Act (“Order”), as set forth below.

III.

On the basis of this Order and Respondent’s Offer, the Commission finds that:

1. Respondent was a licensed Real Estate and Mortgage Broker and engaged in the business of developing commercial and residential real estate in California, Arizona and elsewhere. In order to finance his real estate development business, from at least January 2004 and continuing into 2008, Respondent sold securities through an investment program called the “Trust Deed Investment Program,” or TDIP.

2. Respondent marketed the securities through advertisements, sales brochures offered to the public at his offices, which were located in both California and Arizona, and through face-to-face meetings and telephone conversations with potential investors.

3. Respondent, through the TDIP, defrauded investors and obtained money and property by means of materially false and misleading statements in connection with the TDIP and Respondent sold unregistered securities without being registered in accordance with Section 15(b) of the Exchange Act.

4. On May 8, 2014, Respondent pleaded guilty to one count of wire fraud in violation of Title 18 United States Code, Section 1343, in *United States v. Holcom*, Crim. Case No. 13-CR-1723 in the United States District Court for the Southern District of California. On November 12, 2014, a judgment in the criminal case was entered against Respondent. Respondent was sentenced to a prison term of 121 months followed by three years of supervised release and ordered to make restitution in the amount of \$26,233,661.00.

5. On February 6, 2015, a final judgment was entered against Respondent in the civil action entitled *Securities and Exchange Commission v. Bradley A. Holcom*, Civil Action No. 12-CV-1623, in the United States District Court for the Southern District of California, 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.

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, that Respondent 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.

Brent J. Fields
Secretary