

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

**INVESTMENT ADVISERS ACT OF 1940**  
**Release No. 4594 / December 27, 2016**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-17751**

**In the Matter of**

**ROY DEKEL,**

**Respondent.**

**ORDER INSTITUTING ADMINISTRATIVE  
PROCEEDINGS PURSUANT TO SECTION  
203(f) OF THE INVESTMENT ADVISERS  
ACT OF 1940 AND NOTICE OF HEARING**

**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 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against Roy Dekel (“Respondent” or “Dekel”).

**II.**

After an investigation, the Division of Enforcement alleges that:

**A.     RESPONDENT**

1.       From 2011 through 2015, Dekel owned 45% of Diverse Financial Corporation (“Diverse Financial”); served as Diverse Financial’s chairman and chief executive officer; and managed Diverse Financial’s wholly-owned subsidiary, DF Capital Partners, LLC (“DFCP”). From August 2013 through December 2014, Dekel was also registered as an investment adviser with Diverse Financial Investment Advisory Group (“DFIAG”), aka Diverse Financial Advisors, LLC (CRD# 168965), a wholly-owned subsidiary of Diverse Financial. DFIAG was a California-registered investment adviser; its registration was revoked on or about

February 6, 2015. Dekel is not registered with the Commission, but he has a CRD number through DFIAG. Dekel, age 37, resides in Mission Viejo, California.

**B. ENTRY OF THE INJUNCTION**

2. On December 8, 2016, a final judgment was entered by consent against Dekel, permanently enjoining him from future violations of Section 17(a) of the Securities Act of 1933 (“Securities Act”) and Sections 10(b) and 20(a) of the Exchange Act and Rule 10b-5 thereunder, in the civil action entitled Securities and Exchange Commission v. Diverse Financial Corp., et al., Civil Action Number 8:15-cv-01746, in the United States District Court for the Central District of California.

3. The Commission’s complaint alleged that, from at least 2011 through 2014, Dekel and Diverse Financial, through notes issued by DFPCP, misappropriated investor funds, made material misrepresentations about the uses of investor funds, and made misrepresentations about the security of investors’ funds, before DFPCP declared bankruptcy. The complaint further alleged that Dekel was a control person of DFPCP. The district court granted the Commission’s motion for summary judgment as to Dekel’s liability for each of its claims against him.

**III.**

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate in the public interest that public administrative proceedings be instituted to determine:

A. Whether the allegations set forth in Section II hereof are true and, in connection therewith, to afford Respondent an opportunity to establish any defenses to such allegations; and

B. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 203(f) of the Advisers Act.

**IV.**

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission’s Rules of Practice, 17 C.F.R. § 201.110.

IT IS FURTHER ORDERED that Respondent shall file an Answer to the allegations contained in this Order within twenty (20) days after service of this Order, as provided by Rule 220 of the Commission’s Rules of Practice, 17 C.F.R. § 201.220.

If Respondent fails to file the directed answer, or fails to appear at a hearing after being duly notified, the Respondent may be deemed in default and the proceedings may be determined against him upon consideration of this Order, the allegations of which may be deemed to be true as

provided by Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice, 17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f) and 201.310.

This Order shall be served forthwith upon Respondent as provided for in the Commission's Rules of Practice.

IT IS FURTHER ORDERED that, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice, 17 C.F.R. § 201.360(a)(2), the Administrative Law Judge shall issue an initial decision no later than 75 days from the occurrence of one of the following events: (A) The completion of post-hearing briefing in a proceeding where the hearing has been completed; (B) Where the hearing officer has determined that no hearing is necessary, upon completion of briefing on a motion pursuant to Rule 250 of the Commission's Rules of Practice, 17 C.F.R. § 201.250; or (C) The determination by the hearing officer that a party is deemed to be in default under Rule 155 of the Commission's Rules of Practice, 17 C.F.R. § 201.155 and no hearing is necessary.

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

For the Commission, by its Secretary, pursuant to delegated authority.

Brent J. Fields  
Secretary