

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 81684 / September 22, 2017

ADMINISTRATIVE PROCEEDING
File No. 3-18198

In the Matter of

**ABIO FINANCIAL GROUP,
INC.**

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 Abio Financial Group, Inc. (“AFG” 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 it and the subject matter of these proceedings and the findings contained in paragraph 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. AFG is a Texas corporation headquartered in Dallas, Texas and is controlled by John Abio, a/k/a Tre Brandenburg. Neither AFG nor Abio is registered as or affiliated with a registered broker-dealer.

2. On 9-7-2017, a judgment was entered by consent against Respondent permanently enjoining it from future violations of Sections 5(a) and 5(c) of the Securities Act of 1933 ("Securities Act") and Section 15(a) of the Exchange Act in the civil action entitled Securities and Exchange Commission v. John Abio, et al., Civil Action Number 3:17-CV-00411-K, in the United States District Court for the Northern District of Texas.

3. The Commission's complaint in that matter alleged that beginning at least as early as 2011, Providence Financial Investments, Inc. ("PFI") and Providence Fixed Income Fund, LLC ("PFIF") raised more than \$64 million from more than 400 investors in the United States through the sale of unregistered promissory notes. The complaint further alleged that PFI and PFIF marketed the notes to investors as offering annual returns generally ranging from 12% to 13% and represented to investors that their investment proceeds would be used to fund the "factoring" of accounts receivable in Brazil. The complaint further alleges that, contrary to those representations, PFI and PFIF produced records to the staff indicating that they spent no more than 68% of investors' money – perhaps even less – to finance factoring transactions in Brazil. Neither company has been able to account for how the remaining investor proceeds were spent.

4. The complaint also alleged that from at least 2011 through 2015, Respondent offered and sold unregistered promissory notes issued by PFI and PFIF to investors without being registered as a broker-dealer or associated with a registered broker-dealer.

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 AFG 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

Pursuant to Section 15(b)(6) of the Exchange Act Respondent AFG be, and hereby is 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 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.

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

Brent J. Fields
Secretary