

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 83394 / June 7, 2018**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-18534**

**In the Matter of**

**JASON A. HALEK,**

**Respondent.**

**ORDER INSTITUTING ADMINISTRATIVE  
PROCEEDINGS PURSUANT TO SECTION  
15(b) OF THE EXCHANGE ACT OF 1934  
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 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Jason A. Halek (“Respondent” or “Halek”).

**II.**

After an investigation, the Division of Enforcement alleges that:

**A.     RESPONDENT**

1.       Between September 2009 and June 2010, Halek, while acting as an unregistered broker, fraudulently offered and sold unregistered securities in the form of working interests in oil and gas projects that were owned and operated by Halek’s company, Halek Energy, LLC (“Halek Energy”). Halek is not and has never been registered with the Commission or FINRA. Halek, age 44, resides in Southlake, Texas.

## B. ENTRY OF THE CIVIL INJUNCTION

2. On April 20, 2017, a final judgment was entered by consent against Halek, permanently enjoining him from future violations of Sections 5(a), 5(c), and 17(a) of the Securities Act of 1933 (“Securities Act”) and Sections 10(b) and 15(a)(1) of the Exchange Act and Rule 10b-5 thereunder in the civil action entitled Securities and Exchange Commission v. Jason A. Halek, et al., Civil Action No. 3:14-CV-1106, in the United States District Court for the Northern District of Texas, Dallas Division. The final judgment also permanently enjoins Halek from directly or indirectly offering or selling unregistered securities issued by Halek or entities he owns or controls.

3. The Commission’s complaint alleged that, between September 2009 and June 2010, Halek fraudulently offered and sold unregistered securities in the form of working interests in oil and gas projects that were owned and operated by Halek Energy. Halek sold the securities through a straw-man scheme he created after he became aware the Commission was investigating his involvement in an earlier scheme to make fraudulent oil-and-gas securities offerings. The Commission’s complaint alleged that as a result of that earlier scheme, Halek was ultimately enjoined from violating various antifraud provisions of the federal securities laws and ordered to pay disgorgement, prejudgment interest, and penalties totaling over \$26 million. When Halek learned the Commission was investigating the earlier scheme, Halek orchestrated a new fraudulent scheme to sell and promote Halek Energy offerings through third-party salespersons called “industry partners” in an apparent attempt to evade the Commission’s scrutiny. The Commission’s complaint alleged that these industry partners sold more than \$5.5 million of unregistered securities to more than 100 investors nationwide in the form of working interests in six Jack County, Texas oil and gas projects owned and operated by Halek Energy. The industry partners were paid a 20-percent sales commission for each working interest sold, and received approximately \$1.1 million dollars in sales commissions. Halek recruited the industry partners, paid or caused them to be paid commissions, supervised their activities, and directed the offers and/or sale of the interests. Halek and the salespersons each acted as a broker while not registered as a broker-dealer with the Commission, or associated with a registered broker-dealer. The Commission’s complaint further alleged that the offering documents used to solicit investors contained materially false and misleading information. For example, the offering documents did not disclose the industry partners’ sales agreements and payment arrangements with Halek Energy, falsely portrayed the industry partners as owning 100% of the working interests in the projects, referred to Halek Energy, if at all, as merely the operator and not the owner of the leases and issuer of the securities, and grossly overstated Halek’s purported successes and charitable contributions.

## 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;

B. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 15(b) of the Exchange Act;

C. Whether, pursuant to Section 15(b) of the Exchange Act, it is appropriate and in the public interest to suspend or bar Respondent from participating in any offering of 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.

#### 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