

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 86331 / July 9, 2019

ADMINISTRATIVE PROCEEDING
File No. 3-19241

In the Matter of

PAUL DOUGLAS VANDIVIER,

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 Paul Douglas Vandivier (“Vandivier” 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 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. At all relevant times, Vandivier, 59, a resident of West Palm Beach, Florida, did not hold any securities licenses and was never registered as or associated with a registered broker-dealer.

2. On June 28, 2019, a Judgment of Permanent Injunction and Other Relief was entered by consent against Vandivier, permanently enjoining him from future violations of Section 5 of the Securities Act of 1933 and Section 15(a)(1) of the Exchange Act, in the civil action entitled Securities and Exchange Commission v. Paul Vandivier et al., Civil Action Number 18-cv-61870-MGC, in the United States District Court for the Southern District of Florida.

3. The Commission's complaint alleged that, among other things, between approximately February 2013 through mid-2015, Vandivier managed a sales team that solicited investors for Aegis Oil, LLC ("Aegis") and 7S Oil & Gas, LLC ("7S"), through his now defunct company, Aegis Marketing, Inc. ("Aegis Marketing"), and offered and sold securities in connection with the respective offerings. Vandivier hired and managed all of the sales people who worked for him, and trained sales agents on how to sell the investment opportunities. Vandivier located potential investors by purchasing "oil leads" and by calling prospects from his own client list. Vandivier helped agents close on sales calls by speaking with investors directly about the Aegis and 7S investment opportunities. Vandivier would also, upon request, take clients to see the oil fields in Texas. Through Aegis Marketing, Vandivier solicited and raised money from numerous investors for Aegis and at least one investor for 7S. In total, Vandivier was paid commissions of approximately \$891,000 from both Aegis and 7S.

IV.

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

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

Vanessa Countryman
Secretary