

IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION

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SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

JAMES S. QUAY,  
a/k/a JIM QUAY,  
a/k/a STEPHEN QUAY,  
a/k/a STEPHEN JAMESON, and  
JEFFREY A. QUAY,

Defendants,

AND

GEORGIA CONSULTING GROUP, INC.,  
JFQ HOLDINGS, LLC,  
PERIMETER WEALTH EQUITY  
MANAGEMENT, LLC, and  
PERIMETER WEALTH ESTATE  
SERVICES, LLC,

Relief Defendants.

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Civil Action No.

**COMPLAINT FOR INJUNCTIVE AND OTHER RELIEF**

Plaintiff, Securities and Exchange Commission (“Commission”), files this  
Complaint and alleges as follows:

## SUMMARY

1. From 2006 through 2011, James Quay sold securities, promising investors lucrative returns such as 21% per year and regularly touting his legal expertise and academic background to investors. James Quay misled the investors, however, by failing to disclose in connection with the sales that he had a criminal conviction from 2005 for filing false tax returns and that he had served time in prison based on the conviction. Further, following James Quay's disbarment as an attorney in Georgia and Texas in 2007 and 2008, respectively, he failed to disclose to the investors to whom he sold securities that he had been disbarred.

2. Two of the three securities programs for which James Quay sold interests have been halted by enforcement actions of the Commission alleging that they were fraudulent schemes. These include: (a) Robert P. Copeland's scheme, which was halted by a civil action of the Commission in April of 2009 on the grounds that it was a Ponzi scheme and that Copeland lied to investors, among other reasons; and (b) Kenneth W. Burnt's covered-call trading program, which was halted by a civil action of the Commission in December of 2010 on the grounds that that Burnt lied to investors, omitted material facts from them, and

misappropriated investor funds. James Quay aided and abetted Robert P. Copeland and Kenneth W. Burnt in the commission of these schemes.

3. In addition, between June 14, 2010 and January 31, 2012, James Quay and his brother, Jeffrey Quay, fraudulently misappropriated at least \$180,000 from two elderly women who invested through James Quay in a limited partnership investment scheme, and they spent the investment funds on personal living expenses in violation of James Quay's promise to use the investment proceeds for "working capital." Jeffrey Quay, knowing that James Quay would have difficulty opening an account to hold the investment proceeds of the two women because of James Quay's criminal conviction, facilitated James Quay's scheme by opening an account at Scottrade and by making frequent withdrawals from the account at James Quay's direction for the purpose of dissipating the investors' funds on the two brothers' living expenses.

4. Georgia Consulting Group, Inc.; JFQ Holdings, LLC; Perimeter Wealth Equity Management, LLC; and Perimeter Wealth Estate Services, LLC are entities affiliated with James Quay or his family. Each of these entities was unjustly enriched in that they collectively received approximately \$600,000 of the investor proceeds fraudulently obtained by James Quay.

### **VIOLATIONS**

5. James Quay has engaged, and unless restrained and enjoined by this Court, will continue to engage in acts and practices that constitute violations of Sections 5(a), (5c), and 17(a)(1), (2) and (3) of the Securities Act of 1933 (“Securities Act”) [15 U.S.C. §§ 77e(a), 77e(c), and 77q(a)(1), (2), and (3)], and Sections 10(b) and 15(a) of the Securities Exchange Act of 1934 (“Exchange Act”) [15 U.S.C. § 78j(b) and 78o(a)] and Rule 10b-5(a), (b) and (c) thereunder [17 C.F.R. § 240.10b-5(a), (b) and (c)].

6. Jeffrey Quay has aided and abetted, and unless restrained and enjoined by this Court, will continue to aid and abet violations of Section 17(a) of the Securities Act [15 U.S.C. § 77q(a)] and Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and Rule 10b-5(a), (b) and (c) thereunder [17 C.F.R. § 240.10b-5(a), (b) and (c)].

7. Relief Defendants Georgia Consulting Group, Inc.; JFQ Holdings, LLC; Perimeter Wealth Equity Management, LLC; and Perimeter Wealth Estate Services, LLC have been unjustly enriched as a result of the Defendants’ conduct.

### **JURISDICTION AND VENUE**

8. The Commission brings this action pursuant to Sections 20 and 22 of the Securities Act [15 U.S.C. §§ 77t and 77v] and Sections 21(d) and 21(e) of the

Exchange Act [15 U.S.C. §§ 78u(d) and 78u(e)], to enjoin Defendants from engaging in the transactions, acts, practices, and courses of business alleged in this complaint, and transactions, acts, practices, and courses of business of similar purport and object, for civil penalties and for other equitable relief.

9. This Court has jurisdiction over this action pursuant to Sections 20 and 22 of the Securities Act [15 U.S.C. §§ 77t and 77v] and Sections 21(d), 21(e), and 27 of the Exchange Act [15 U.S.C. §§ 78u(d), 78u(e) and 78aa].

10. Defendants, directly and indirectly, made use of the mails, the means and instruments of transportation and communication in interstate commerce and the means and instrumentalities of interstate commerce in connection with the transactions, acts, practices, and courses of business alleged in this complaint.

11. Certain of the transactions, acts, practices, and courses of business constituting violations of the Securities Act and the Exchange Act occurred in the Northern District of Georgia. James Quay and Jeffrey Quay reside in Atlanta, Georgia, and James Quay has solicited investments from multiple individuals who reside in the Northern District of Georgia.

12. Defendants, unless restrained and enjoined by this Court, will continue to engage in the transactions, acts, practices, and courses of business

alleged in this complaint, and in transactions, acts, practices, and courses of business of similar purport and object.

### **DEFENDANTS**

13. **James S. Quay** (a/k/a Jim Quay a/k/a Stephen Quay a/k/a Stephen Jameson), age 50, is a resident of Atlanta, Georgia. Between 1999 and 2004, James Quay was a registered representative with certain broker-dealers and investment advisers registered with the Commission. On April 26, 2005, in United States of America v. James S. Quay, Crim. No. 4:404CR00148-001 (S.D. Texas), James Quay was convicted in United States District Court of one count of filing a false income tax return. As a result of his conviction, James Quay was disbarred as an attorney by the Supreme Court of Georgia and the Supreme Court of Texas on January 22, 2007 and June 11, 2008, respectively.

14. **Jeffrey A. Quay** (“Jeffrey Quay”), age 44, is a resident of Atlanta, Georgia. He is the brother of James Quay.

### **RELIEF DEFENDANTS**

15. **Georgia Consulting Group, Inc.** (“Georgia Consulting Group”), was a Georgia corporation from 2003 through August 2011. Julie Quay, James Quay’s wife, served as the CEO and CFO of Georgia Consulting Group. In 2008 and 2009, Georgia Consulting Group received payments of fraudulently obtained

investor funds totaling \$99,377.49 from Robert P. Copeland. The \$99,377.49 represented commissions for James Quay paid to Georgia Consulting Group at James Quay's direction.

16. **JFQ Holdings, LLC** ("JFQ Holdings") is a Georgia limited liability company established by Julie and James Quay. In 2009 and 2010, JFQ Holdings received a total of \$55,000 of fraudulently obtained investor funds in connection with a covered-call equities trading program operated by Kenneth W. Burnt and Perimeter Wealth Financial Services, Inc. The \$55,000 represented payments to James Quay for recruiting investors for Kenneth W. Burnt and Perimeter Wealth Financial Services, Inc. The funds were paid to JFQ Holdings at James Quay's direction.

17. **Perimeter Wealth Equity Management, LLC** ("Perimeter Wealth Equity"), is a Georgia limited liability company established in August 2009 by Jeffrey Quay. Jeffrey Quay is the sole officer and registered agent of Perimeter Wealth Equity. Perimeter Wealth Equity received at least \$500,000 in fraudulently obtained investor funds.

18. **Perimeter Wealth Estate Services, LLC** ("Perimeter Wealth Estate"), is a Georgia limited liability company formed in September 2009 by

James Quay. Perimeter Wealth Estate received at least \$147,000 of fraudulently obtained investor funds, including at least \$100,000 from two elderly women who invested with James Quay in a limited partnership investment scheme, and \$47,000 in commissions from the sale of interests in the covered-call equities trading program operated by Kenneth W. Burnt and Perimeter Wealth Financial Services, Inc.

**DEFENDANTS' FRAUDULENT AND  
UNREGISTERED OFFERING OF SECURITIES**

19. From late 2006 through 2011, James Quay received commissions from the sale of securities on behalf of two investment schemes that were ultimately halted by the Commission through the filing of civil actions. In connection with these sales, James Quay touted his legal expertise to investors but failed to disclose his criminal conviction for filing false tax returns, his incarceration, and—with regard to those investors to whom he sold securities following his disbarments—that he had been disbarred from the practice of law in Georgia and Texas.



**Sale of Securities from the Copeland Scheme**

20. From late 2006 through January 2009, James Quay received approximately \$1,114,391 in sales commissions from selling interests in an investment program operated by Robert P. Copeland (“Copeland”). James Quay was Copeland’s top salesman.

21. Copeland’s investment program, which raised more than \$35 million, was halted as a result of a civil action filed by the Commission in April of 2009 in United States District Court. Securities and Exchange Commission v. Robert P. Copeland, Civil Action No. 1:09-CV-0943 (N.D. Ga.). In the civil action, the Commission alleged that Copeland lied to investors, omitted material facts from investors, misappropriated investor funds, and operated a Ponzi scheme.

22. To recruit investors to Copeland’s investment program, James Quay sent invitations by mail to retirees to attend free dinners. At the dinners, James Quay distributed biographical information about himself, including information touting his educational and professional background. James Quay failed to disclose to the prospective investors—either in the biographical information or by other means—his criminal conviction and incarceration for filing false income tax returns. In addition, following James Quay’s disbarments in Georgia and Texas,

James Quay failed to disclose his disbarments to the investors whom he recruited for the Copeland scheme.

23. James Quay frequently met with prospective investors in Copeland's investment program in his office, where—even after his disbarments—he prominently displayed his legal diploma, his certificates of bar membership, and his other professional licenses and certifications.

**Sale of Securities from the Burnt/Perimeter Wealth Scheme**

24. In 2009, after the Commission obtained a court order halting Copeland's scheme, James Quay became involved in recruiting investors for a covered-call equities trading program operated by Kenneth W. Burnt and Burnt's company, Perimeter Wealth Financial Services, Inc. (the "covered-call trading program").

25. The covered-call trading program purportedly functioned by employing an options strategy whereby investors would hold a long position in a security and sell call options on that same security in an attempt to generate increased income from the security.

26. From approximately September 2009 through July 2010, James Quay and Burnt raised approximately \$4.5 million from 24 investors for the covered call

trading program. James Quay recruited the majority of the investors for the program and received sales commissions of approximately \$109,201.

27. To recruit investors for the covered-call trading program, James Quay held seminars attended mostly by senior citizens. Following the seminars, James Quay frequently held personal follow-up consultations in his office with the attendees.

28. In connection with his sale of interests in the covered call trading program, James Quay touted his legal expertise and academic background to investors, but failed to disclose to them his criminal conviction and incarceration for filing false income tax returns and his disbarments from the practice of law in Georgia and Texas.

29. Burnt's covered-call trading program was halted as a result of a civil action filed by the Commission in December of 2010 in United States District Court. Securities and Exchange Commission v. Kenneth W. Burnt, Perimeter Wealth Financial Services, Inc. and KSB Financial, Inc., Civil Action No. 1:10-CV-4121 (N.D. Ga.). In the civil action, the Commission alleged that Burnt lied to investors, omitted material facts from investors, and misappropriated investor funds.

**Trinity Charitable Solutions**

30. In or around June of 2010, James Quay convinced two elderly women (referred to herein as “Nancy P.” and Judy O.”), whom he had previously recruited for Burnt’s covered-call equities trading program, to withdraw their funds from the program and to invest them directly with James Quay.

31. James Quay told the two clients, that he and his brother, Jeffrey Quay, were going to operate a covered-call program similar to the one offered by Burnt.

32. James Quay convinced Nancy P. and Judy O. to sign limited partnership purchase agreements giving them a purported ownership interest in a purported limited partnership known as Trinity Charitable Solutions.

33. In fact, James Quay never established Trinity Charitable Solutions as a limited partnership, and his purported conferral of limited partnership interests in Trinity Charitable Solutions upon Nancy P. and Judy O. was a sham.

34. On June 14, 2010, Jeffrey Quay opened a Scottrade account in the name of Perimeter Wealth Equity Management, LLC (“PWEM”), and on June 17, 2010, James Quay deposited \$560,000 into the account received from Nancy P. and Judy O.

35. James Quay and Jeffrey Quay used at least \$180,000.00 of the money for personal living expenses, including expensive restaurants, mortgage payments, and a membership at a massage spa.

**James Quay's Use of Ill-Gotten Gains**

36. In connection with the Copeland scheme, James Quay directed Copeland to pay \$99,377.49 in fees he had earned to Georgia Consulting Group.

37. In connection with the Trinity Charitable Solutions scheme, James Quay directed the deposit of funds obtained from Nancy P. and Judy O. into a Scottrade account in the name of Perimeter Wealth Equity, which was controlled by Jeffrey Quay. Most of \$180,000 known to have been misappropriated from this account was deposited into an account of Perimeter Wealth Estate, controlled by James Quay.

38. James Quay directed the payment of \$47,000 of his commissions for the covered-call scheme operated by Burnt and Perimeter Wealth Financial Services, Inc. to Perimeter Wealth Equity, and \$55,000 to JFQ Holdings.

39. By the foregoing transfers, Georgia Consulting Group, Perimeter Wealth Estate, Perimeter Wealth Equity, and JFQ Holdings were unjustly enriched.

**COUNT I—UNREGISTERED OFFERING OF SECURITIES**

**(James Quay)**

**Violations of Sections 5(a) and 5(c) of the Securities Act  
[15 U.S.C. § 77e(a) and 77e(c)]**

40. Paragraphs 1 through 39 are hereby realleged and are incorporated herein by reference.

41. No registration statement has been filed or is in effect with the Commission pursuant to the Securities Act and no exemption from registration exists with respect to the Copeland and Perimeter Wealth Financial Services, Inc. transactions described herein.

42. From in or around October 2007 through at least June 2010, defendant James Quay:

a. made use of the means or instruments of transportation or communication in interstate commerce or of the mails to sell securities, through the use or medium of a prospectus or otherwise;

b. carried securities or caused such securities to be carried through the mails or in interstate commerce, by any means or instruments of transportation, for the purpose of sale or for delivery after sale; and

c. made use of the means or instruments of transportation or communication in interstate commerce or of the mails to offer to sell or offer to buy

securities, through the use or medium of any prospectus or otherwise, without a registration statement having been filed with the Commission as to such securities.

43. By reason of the foregoing, defendant James Quay, directly and indirectly, has violated Sections 5(a) and 5(c) of the Securities Act [15 U.S.C. §§ 77e(a) and 77e(c)].

**COUNT II—FRAUD**

**(James Quay)**

**Violations of Section 17(a)(1) of the Securities Act  
[15 U.S.C. § 77q(a)(1)]**

44. Paragraphs 1 through 39 are hereby realleged and are incorporated herein by reference.

45. From at least October 2007 through at least January 2012, defendant James Quay, in the offer and sale of the securities described herein, by the use of means and instruments of transportation and communication in interstate commerce and by use of the mails, directly and indirectly, employed devices, schemes and artifices to defraud purchasers of such securities, all as more particularly described above.

46. Defendant James Quay acted knowingly, intentionally, and/or severely reckless in engaging in the aforementioned devices, schemes and artifices to defraud.

47. While engaging in the course of conduct described above, James Quay acted with scienter, that is, with an intent to deceive, manipulate or defraud or with a severe reckless disregard for the truth.

48. By reason of the foregoing, James Quay, directly and indirectly, has violated and, unless enjoined, will continue to violate Section 17(a)(1) of the Securities Act [15 U.S.C. § 77q(a)(1)].

**COUNT III—FRAUD**

**(James Quay)**

**Violations of Sections 17(a)(2) and 17(a)(3)  
of the Securities Act [15 U.S.C. §§ 77q(a)(2) and 77q(a)(3)]**

49. Paragraphs 1 through 39 are hereby realleged and are incorporated herein by reference.

50. From in or around October 2007 through at least January 2012, defendant James Quay, in the offer and sale of the securities described herein, by use of means and instruments of transportation and communication in interstate commerce and by use of the mails, directly and indirectly:

a. obtained money and property by means of untrue statements of material fact and omissions to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; and



b. engaged in transactions, practices and courses of business which would and did operate as a fraud and deceit upon the purchasers of such securities, all as more particularly described above.

51. By reason of the foregoing, defendant James Quay, directly and indirectly, has violated and, unless enjoined, will continue to violate Sections 17(a)(2) and 17(a)(3) of the Securities Act [15 U.S.C. §§ 77q(a)(2) and 77q(a)(3)].

**COUNT IV—FRAUD**

**(James Quay)**

**Violations of Section 10(b) of the Exchange Act  
[15 U.S.C. § 78j(b)]and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5]**

52. Paragraphs 1 through 39 are hereby realleged and are incorporated herein by reference.

53. From in or around October 2007 through at least January 2012, defendant James Quay, in connection with the purchase and sale of securities described herein, by the use of the means and instrumentalities of interstate commerce and by use of the mails, directly and indirectly:

- a. employed devices, schemes, and artifices to defraud;
- b. made untrue statements of material facts and omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; and

c. engaged in acts, practices, and courses of business which would and did operate as a fraud and deceit upon the purchasers of such securities, all as more particularly described above.

54. Defendant James Quay knowingly, intentionally, and/or recklessly engaged in the aforementioned devices, schemes and artifices to defraud, made untrue statements of material facts and omitted to state material facts, and engaged in fraudulent acts, practices and courses of business. In engaging in such conduct, James Quay acted with scienter, that is, with an intent to deceive, manipulate or defraud or with a severe reckless disregard for the truth.

55. By reason of the foregoing, defendant James Quay, directly and indirectly, has violated and, unless enjoined, will continue to violate Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5].

**COUNT V — AIDING AND ABETTING**

**(James Quay)**

**Aiding and Abetting Violations of Section 17(a) of the Securities Act and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder  
[15 U.S.C. § 77 q(a), 15 U.S.C. § 78j(b) and 17 C.F.R. § 240.10b-5]**

56. Paragraphs 1 through 39 are hereby restated and incorporated by reference.

57. From in or around October 2007 to at least January 2009, defendant James Quay aided and abetted Copeland in violations of Section 17(a) of the Securities Act [15 U.S.C. § 77q(a)] and Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5] by knowingly or recklessly providing substantial assistance in furtherance of the fraudulent investment scheme.

58. James Quay knew or was severely reckless in not knowing that Copeland made material misrepresentations to investors regarding the use of their funds, among other misstatements. He substantially assisted the primary violations by referring numerous investors to the schemes, providing the investors with information and materials relating to the schemes, and assisting in the closing of transactions with the investors.

**COUNT VI — AIDING AND ABETTING**

**(James Quay)**

**Aiding and Abetting Violations of Section 17(a) of the Securities Act and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder  
[15 U.S.C. § 77 q(a), 15 U.S.C. § 78j(b) and 17 C.F.R. § 240.10b-5]**

59. Paragraphs 1 through 39 are hereby restated and incorporated by reference.

60. From in or around September 2009 through July 2010, James Quay aided and abetted Burnt and Perimeter Wealth Financial Services, Inc. in violations

of Section 17(a) of the Securities Act [15 U.S.C. § 77q(a)] and Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5] by knowingly or recklessly providing substantial assistance in furtherance of the fraudulent investment scheme.

61. James Quay knew or was severely reckless in not knowing that Burnt made material misrepresentations to investors regarding promised annual returns of between 8 and 12 percent and the existence of a funded reserved account. James Quay confirmed to investors both the returns and the funded reserve account, and he either knew these confirmations were false or was severely reckless in not knowing. Further, James Quay knew or was severely reckless in not knowing that Burnt was misappropriating investors' principal for himself, and was also paying James Quay commissions out of investors' principal. James Quay substantially assisted the primary violations by recruiting numerous investors to the scheme and acting as a primary spokesman for the scheme.

**COUNT VII — EFFECTING SECURITIES TRANSACTIONS FOR  
THE ACCOUNTS OF OTHERS WITHOUT BEING REGISTERED  
WITH THE COMMISSION AS A BROKER-DEALER**

**(James Quay)**

**Violations of Section 15(a) of the Exchange Act  
[15 U.S.C. § 78o(a)]**

62. Paragraphs 1 through 39 are hereby restated and incorporated by reference.

63. From in or around October 2007 to at least January 2012, defendant James Quay has been using the mails and the means and instrumentalities of interstate commerce, to effect transactions in, or induce or attempt to induce the purchase or sale of securities, without registering with the Commission as a broker, as more particularly described above.

64. By reason of the foregoing, defendant James Quay has violated Section 15(a) of the Exchange Act [15 U.S.C. § 78o(a)].

**COUNT VIII — AIDING AND ABETTING**

**(Jeffrey Quay)**

**Aiding and Abetting Violations of Section 17(a) of the Securities Act and Section 10(b) of the Exchange Act and sections (a), (b), and (c) of Rule 10b-5 thereunder [15 U.S.C. § 77 q(a), 15 U.S.C. § 78j(b) and 17 C.F.R. § 240.10b-5(a), (b), and (c)]**

65. Paragraphs 1 through 39 are hereby restated and incorporated by reference.

66. From in or around June 2010 to at least January 2012, defendant Jeffrey Quay aided and abetted James Quay in violations of Section 17(a) of the Securities Act [15 U.S.C. § 77 q(a)] and Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and sections (a), (b), and (c) of Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5(a), (b), and (c)] by knowingly or recklessly providing substantial assistance in furtherance of the fraudulent Trinity Charitable Solutions investment scheme.

67. Jeffrey Quay substantially assisted James Quay's primary violations by opening an account at Scottrade in the name of Perimeter Wealth Equity in which to deposit funds from Nancy P. and Judy O. knowing that it would have been difficult for James Quay to do so because of his criminal conviction. Jeffrey Quay further substantially assisted James Quay's primary violations by frequently withdrawing investor funds from the Perimeter Wealth Equity Scottrade account at James Quay's direction to pay his and James Quay's personal expenses while knowingly or recklessly not knowing that investor funds were being improperly dissipated on James Quay's and Jeffrey Quay's personal expenses.

**PRAYER FOR RELIEF**

WHEREFORE, Plaintiff Commission respectfully prays for:

**I.**

Findings of Fact and Conclusions of Law pursuant to Rule 52 of the Federal Rules of Civil Procedure, finding that the defendants James Quay and Jeffrey Quay named herein committed the violations alleged herein.

**II.**

Permanent injunctions enjoining defendant James Quay, his officers, agents, servants, employees, and attorneys, and those persons in active concert or participation with them who receive actual notice of the order of injunction, by personal service or otherwise, and each of them, from violating, directly or indirectly, Sections 5 (a), 5(c), and 17(a) of the Securities Act [15 U.S.C. §§ 77e(a) and (c) and 77q(a)], Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and Rule 10b-5 [17 C.F.R. § 240.10b-5] promulgated thereunder.

**III.**

Permanent injunctions enjoining defendant Jeffrey Quay, his officers, agents, servants, employees, and attorneys, and those persons in active concert or participation with them who receive actual notice of the order of injunction, by personal service or otherwise, and each of them, from violating, directly or indirectly,

Sections 17(a) of the Securities Act [15 U.S.C. § 77q(a)] and Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and Rule 10b-5 [17 C.F.R. § 240.10b-5] promulgated thereunder.

**IV.**

Orders requiring disgorgement by defendants James Quay and Jeffrey Quay and relief defendants Georgia Consulting Group, JFQ Holdings, Perimeter Wealth Equity, and Perimeter Wealth Estate of all ill-gotten gains or unjust enrichment with prejudgment interest, to effect the remedial purposes of the federal securities laws.

**V.**

Orders pursuant to Section 20(d) of the Securities Act [15 U.S.C. § 77t(d)] and Section 21(d)(3) of the Exchange Act [15 U.S.C. § 78u(d)(3)] imposing civil penalties against defendants James Quay and Jeffrey Quay.

**VI.**

Such other and further relief as this Court may deem just, equitable, and appropriate in connection with the enforcement of the federal securities laws and for the protection of investors.



Dated: this 2<sup>nd</sup> day of October, 2012.

Respectfully submitted,

/s/Robert K. Gordon

Robert K. Gordon

Senior Trial Counsel

Georgia Bar No. 302482

E-mail: gordonr@sec.gov

/s/Natalie M. Brunson

Natalie M. Brunson

Staff Attorney

Georgia Bar No. 488198

E-mail: brunsonn@sec.gov

**COUNSEL FOR PLAINTIFF**

**Securities and Exchange Commission**

**950 E. Paces Ferry Road, N.E. Ste. 1000**

**Atlanta, Georgia 30326**

**Tel: (404) 842-7600**

**Fax: (404) 842-7666**