

1. Respondents have refused to comply with SEC investigative subpoenas requiring them to produce documents in connection with the SEC's non-public investigation *In re Matter of Carebourn Capital, LP* (Internal File No. C-08541) (the "Carebourn Investigation"). The investigation's purpose is to determine whether Respondents and their representatives acted as unregistered dealers in violation of Section 15(a) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78o(a)], bought or sold unregistered securities in violation of Sections 5(a) and 5(c) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. §§ 77e(a) and 77e(c)], and if they committed securities fraud in violation 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].

2. On March 4, 2019, the Commission issued an Order Directing Private Investigation and Designating Officers to Take Testimony in the Carebourn Investigation (the "Formal Order"). The Formal Order designated certain individuals as officers of the Commission empowered to administer oaths and affirmations, subpoena witnesses, compel their attendance, take evidence, and require the production of any books, papers, correspondence, memoranda, or other records deemed relevant or material to the investigation.

3. To develop information relevant to the Carebourn Investigation, the Staff issued subpoenas for documents to Respondents on February 27, 2020.

4. Respondents have failed to produce any documents in response to the subpoenas.

5. Respondents, through counsel, requested an extension of the deadline to comply with the subpoenas, which request was granted. Since that time, the SEC staff has contacted counsel for Respondents numerous times, but no production has been forthcoming. Respondents have now ceased responding to the staffs' requests for compliance.

6. In order to discharge its investigative duties, the SEC brings this action to compel Respondents to produce documents pursuant to the SEC's subpoenas.

7. Jurisdiction is conferred upon this Court, and venue properly lies within the Northern District of Illinois, pursuant to Section 22(a) of the Securities Act of 1933, 15 U.S.C. § 77v(a), and Section 21(c) of the Securities Exchange Act of 1934, 15 U.S.C. § 78u(c).

WHEREFORE, Applicant United States Securities and Exchange Commission respectfully requests that the Court grants its Application, order Respondents to produce the requested documents, and award such other and further relief as this Court deems just.

Dated: December 3, 2020

Respectfully submitted,

**UNITED STATES SECURITIES AND
EXCHANGE COMMISSION**

/s/ Timothy J. Stockwell

Timothy J. Stockwell

Charles J. Kerstetter

Daniel J. Hayes

U.S. Securities and Exchange Commission

175 West Jackson Boulevard, Suite 1450

Chicago, Illinois 60604

Telephone: (312) 596-6049

Email: stockwellt@sec.gov

CERTIFICATE OF SERVICE

I, Timothy J. Stockwell, an attorney, being duly sworn, state on oath that on December 3, 2020, I caused the Securities and Exchange Commission's Application for an Order Compelling Compliance with Administrative Subpoenas to be served upon the following by email and overnight delivery, to:

Lee A. Hutton, III
Elefterakis, Elefterakis & Panek
50 South Sixth Street, Suite 1390
Minneapolis, MN 55401

Counsel for Respondents.

/s/ Timothy J. Stockwell
Timothy J. Stockwell