RECEIPT	
DEPOSIT DATE	JUN 09 2003
NUMBER	
AMOUNT	$ 12,500
C.B.P.	

STATE OF NEW JERSEY
DEPARTMENT OF LAW & PUBLIC SAFETY
DIVISION OF CONSUMER AFFAIRS
BUREAU OF SECURITIES
Post Office Box 47029
Newark, NJ 07101

IN THE MATTER OF:
Brian D. Winters and
Global Trading Investments, LLC.,

CONSENT ORDER

The New Jersey Bureau of Securities ("Bureau") and Respondents, Brian D. Winters ("Winters") and Global Trading Investments, LLC ("GTI") have agreed to settle the issues in this matter, namely, enjoining respondents from violating the Securities Law in any manner and assessing civil monetary penalties, on the terms set forth in this Consent Order, which terms have been reviewed and approved by the Bureau Chief as confirmed by his entering this Consent Order.

WHEREAS, GTI, a New Jersey limited liability corporation, has its principal place of business at 710 Lacey Road , Forked River, New Jersey 08731;

WHEREAS, Brian D. Winters, ("Winters"), a resident of Bayville, New Jersey, at all relevant times was the President and Chief Executive Officer of GTI;

WHEREAS, the Bureau is the state agency with the responsibility to administer and enforce the Uniform Securities Law (1997), N.J.S.A. 49:3-47 et seq.;

WHEREAS, N.J.S.A. 49:3-67 authorizes the Bureau Chief from time to time to issue such Orders as are reasonably necessary to carry out the provisions of N.J.S.A. 49:3-47 et seq.;

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WHEREAS, the Bureau alleges that:

1. On or about February 2002, respondents began offering and selling unregistered securities to at least fifty-seven New Jersey investors.

2. The total amount of money invested with GTI by the New Jersey investors was in excess of $200,000.

3. GTI operated as an unregistered broker-dealer in effecting the offer and sale of the securities.

4. GTI represented that the securities were packaged in three funds: the Platinum Fund, the Gold Fund and the Silver Fund.

5. The Platinum Fund had the greatest risk and offered the highest rate of return. The Gold Fund had a lesser risk, and offered a lesser rate of return. The Silver Fund had the least risk and offered the lowest rate of return. GTI offered its New Jersey investors a guaranteed 25% annual rate of return on their investments.

6. Investors were directed to complete an investor suitability form which required the selection of one of the three funds and the listing of the amount of money to be invested.

7. The suitability form did not disclose the risks associated with the investment; failed to disclose the risks associated with the funds; and failed to provide any financial disclosures.

8. Although GTI had established three distinct funds and investors were made to believe that their money would be invested in the fund they chose, respondents never invested according to the suitability of the investor.

9. Without disclosure to the investors, Winters pooled all the investor money and traded in securities that were not previously authorized by the investors.

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10. Potential investors were identified through "mooch lists" and "cold calling", that is, by using lists of known investors, and by making random calls to New Jersey residents. In addition, GTI used direct mail to find potential investors, mailing a returnable post card to New Jersey residents. The post card offered free information about investing opportunities at GTI.

11. Prospective investors who returned the card indicating their interest received a telephone call from a GTI sales representative who would give a brief description of the company and its investing strategies and then follow up with a visit to the prospective investor's home or place of business.

12. Prospective investors who expressed interest in the funds received a "media kit" from GTI. The "media kit" contained a brochure and several fliers which, among other things, stated to investors that "GTI guarantees that your initial investment will return a minimum of 25% (pre-tax & pre-commissions) by the first anniversary of your account opening." The "media kit" included descriptions of the various types of funds offered by GTI along with projections of future revenues. In its materials, GTI predicted revenue increases of 167%, 80.72%, 70.98% and 68.22% for two of the funds for the years 2001 and 2002.

13. However, the basis for the projections was not provided to the investors and the "media kit" did not disclose any of the risks associated with the investment, did not provide any financial disclosures, and failed to include facts necessary in order to make statements made in the kit not misleading.

14. During the course of an investigative deposition, on July 25, 2002, Winters testified that the projections contained in the "media kit" were misrepresentations because they were not based upon actual performances of the funds.

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15. Winters further admitted in the investigative deposition to making false and misleading projections regarding revenue increases in order to "show that [he] was being successful".

16. The "media kit" also contained false information regarding GTI's clientele. It listed, among other things, organizations such as the University of Pennsylvania, Temple University and PSE&G as being clients of GTI.

17. However, in truth and in fact, and as Winters admitted, none of these organizations had ever been clients of GTI. The information was deliberately misleading in that it was included in the "media kit" by Winters to induce potential investors to invest in GTI.

18. GTI sent monthly statements to its investors. The monthly statement contained information such as which fund the investor had selected, the fund's monthly percentage gain, the fund's annual percentage gain, the net change for that month and a total balance that was in the fund.

19. Winters admitted in his testimony that information pertaining to the performance of stock in the individual investor's fund or portfolio were false and misleading. In truth and in fact, as Winters admitted, the monthly percentage gains and the annual percentage gains were fictitious and did not accurately reflect the true performance of the securities in the funds for any given month.

20. Prospective investors who sought additional information about the firm prior to investing were often referred to GTI's World Wide Web site. The site contained several misleading statements such as information about GTI's returns on investments which showed returns as high as 167% for 2001 and over 90% for 2002. These rates of return were not true, as

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Winters had admitted in his testimony, because he had conjured up the percentages to induce investors to invest in GTI.

21. The website contained false information regarding GTI's compliance with New Jersey's securities laws. The website stated that GTI was in compliance with the securities laws when in fact GTI was not in compliance, in that it was neither registered nor exempt from broker-dealer registration with the Bureau.

22. Respondents made false statements regarding registration and compliance with the securities laws of New Jersey. Neither GTI nor Winters were registered as a broker-dealer or an agent to offer or sell securities in the State of New Jersey, nor were they exempt from registration. The securities that were offered and sold to, from and within New Jersey were not registered with the Bureau.

23. Thus, the facts alleged in paragraphs 1 through 22 above constitute grounds to enjoin Respondents from engaging in further acts in violation of N.J.S.A. 49:3-47 et seq., and any acts in furtherance thereof.

WHEREAS, Respondents having retained legal counsel and having fully cooperated with the Bureau's investigation and having complied with all requests for access to personnel and the production of books and records;

WHEREAS, Respondents having made full restitution of the principal to all investors;

WHEREAS, Respondents and the Bureau are desirous of resolving the issues raised as a result of the Bureau's investigation, without the expense and delay that administrative proceedings would involve;

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WHEREAS, evidenced by the Consent and Certification attached hereto as Exhibit A, which is an integral part of this Consent Order, Respondent Winters, consents to the terms and conditions of this Consent Order and agrees that the sanctions imposed herein are: in the public interest, for the protection of investors and consistent with the policy and purposes intended by the Securities Law, as provided in N.J.S.A. 49:3- 67(b) thereof;

WHEREAS, Respondents, consent to the entry of this Consent Order and voluntarily waive the following rights for the purposes of this proceeding only:

1. To be afforded an opportunity for hearing after reasonable notice within the meaning of N.J.S.A. 49:3-58(c)(2); and

2. To seek judicial review of, or otherwise challenge or contest, the matters described herein, including the validity of this Consent Order;

WHEREAS, Respondents agree that for the purposes of this matter, or any future proceedings before the Bureau to enforce this agreement, this Consent Order shall have the same effect as if proven and ordered after a full hearing held pursuant to N.J.S.A. 52:14B-1 et seq.;

WHEREAS, this Consent Order concludes this matter against Respondents.

IT IS, on this 26th Day of June, 2003, **ORDERED:**

1. Respondents agree to pay the New Jersey Bureau of Securities a civil monetary penalty of $100,000.00. Said penalty is to be paid as follows:

(a) In eight (8) installments of $12,500 payable quarterly over a two year period from the date of the Bureau Chief's execution of this Consent Order;

(b) The first installment shall be paid and delivered on July 1, 2003;

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(c) Thereafter, the remaining seven (7) installment payments shall be due and delivered every quarter as follows: October 1, 2003; January 6, 2004; April 1, 2004; July 6, 2004; October 5, 2004; January 4, 2005; and April 5, 2005 until said penalty of $100,000.00 is paid in full.

2. Respondents shall have the option to accelerate payment in any given time period.

3. Payments shall be made by check or money order, made payable to the "New Jersey Bureau of Securities" and delivered to the attention of the Bureau Chief, at the offices of the Bureau, 153 Halsey Street, 6th floor, Newark New Jersey, 07101.

4. In the event that the aforementioned terms are not met, the Bureau shall immediately notify Respondents' counsel Michael S. Kasanoff, Esq., of said deficiency, in writing via certified mail return receipt requested. Respondents shall thereafter have ten (10) business days from Mr. Kasanoff's receipt of said notice to cure any alleged deficiency. If Respondents' fail to cure said deficiency, the Bureau shall be entitled to immediately recover from Respondents any of the balance of the $100,000 penalty assessment still due; and costs of collection including counsel fees.

5. In addition to the relief provided in other paragraphs herein, a default by Respondents shall entitle the Bureau to make an application to the Superior Court for an order directing compliance, and any other relief in aid of litigant's rights including the imposition of attorney's fees for said application; or to make any other application as provided by law.

6. Respondents shall comply with the Uniform Securities Law (1997), N.J.S.A. 49:3-47 et seq. ("Securities Law"), and shall not engage in any act or practice in violation of the Securities Law or in furtherance of any violation thereof. Specifically, Respondents shall comply with the requirements of N.J.S.A. 49:3-56 concerning registration under the Securities Law, N.J.S.A.

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49:3-60 concerning the sale of unregistered securities, and N.J.S.A. 49:3-52 concerning fraud in the offer or sale of securities.

7. If, after the signing of this Consent Order, Respondents engage in any acts or practices which constitute a violation of the Securities Law or this Consent Order, or if any representation made by Respondents reflected herein, is subsequently discovered to be untrue they shall be subject to penalties pursuant to N.J.S.A. 49:3-70.1, without prejudice to their rights to present evidence in opposition in mitigation and affirmative defenses.

8. The parties represent that an authorized representative of each has signed this Consent Order with full knowledge, understanding and acceptance of its terms and that this person has done so with authority to legally bind the respective party.

9. This Consent Order constitutes the entire agreement among the parties with respect to its subject matter. Any addition, deletion or change to this Consent Order must be in writing and signed by all parties to be bound.

10. Nothing contained herein shall bind or affect the rights of any person not a party, hereto, nor the rights of the parties against any person not a party hereto.

11. This Consent Order may be signed in counterparts, each of which shall be deemed original.

12. This Consent Order shall become final when executed by the Bureau Chief.

Franklin L. Widmann

June 26, 2003

Franklin L. Widmann
Chief, New Jersey Bureau of Securities

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Consent to the Form, Content
and Entry of this Judgment:

PETER HARVEY
ACTING ATTORNEY GENERAL OF NEW JERSEY
Attorney for New Jersey Bureau of Securities

By: Priya Doraswamy
Priya Doraswamy
Deputy Attorney General

Dated: 06/24, 2003

Michael S. Kasanoff, Esq.
Attorney for Brian D. Winters and
Global Trading Investments, LLC

By: _____
Michael S. Kasanoff, Esq.

Dated: June 20, 2003

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