

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

INVESTMENT ADVISERS ACT OF 1940
Release No. 3466 / September 18, 2012

ADMINISTRATIVE PROCEEDING
File No. 3-15030

In the Matter of

JEFFREY BROWN,

Respondent.

ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 203(f) OF THE
INVESTMENT ADVISERS ACT OF 1940,
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 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against Jeffrey Brown (“Brown” 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, Respondent consents to the Commission’s jurisdiction over him and the subject matter of these proceedings and to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 203(f) of the Investment Advisers Act of 1940, 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. Brown was a part owner, a member, and a control person of Monarch Vision Advisors, LLC ("Monarch"), an investment adviser formerly registered with the Commission. Monarch conducted business under the trade name "Quadwealth." Brown, age 41, is a resident of Dallas, Texas.

2. On July 29, 2011, Brown pleaded guilty to one count of conspiracy to commit mail fraud in violation of Title 18 United States Code, Section 371 before the United States District Court for the Eastern District of Texas, in United States v. Jeffrey Brown, Crim. No.41:11-CR. Brown's plea agreement includes his consent to a judgment requiring full restitution to victims in an amount to be determined by the Court, and forfeiture to the United States of 11 parcels of real estate in Dallas and Collin Counties and a Ducati motorcycle.

3. The count of the criminal information to which Brown pleaded guilty alleged, inter alia, that Brown defrauded investors and obtained money and property by means of materially false and misleading statements, and that he used the United States mails to send false account statements. In connection with the plea, Respondent admitted that:

(a) Brown and other Quadwealth representatives solicited investments to raise capital for real estate and securities transactions;

(b) Brown and other Quadwealth representatives created materials that contained a series of materially false representations regarding the safety and security of Quadwealth's investments, the viability of Quadwealth's programs, and Quadwealth's intentions with respect to the capital raised. These materials, along with specific representations by Brown and other Quadwealth representatives, were intended to induce individuals to rely upon them and invest with Quadwealth. Among the materially false representations were the following:

1. Investors could "earn over 100% in annual returns from real estate investments."
2. Investors could "employ \$100,000 of [their] home's equity to generate over \$1,000,000 in future retirement income and additional net worth."
3. Brown and another Quadwealth principal "manage[d] over \$70 Million dollars worth of assets."
4. "[s]ince 2006, another Quadwealth principal has purchased over \$18.5 Million dollars worth of real estate. . . realizing over \$5.9 Million dollars in gross profit."

5. Quadwealth investments were safe, liquid, had a high rate of return, were tax efficient, and generated income.
6. Quadwealth investments were “investment grade” and were “guaranteed to never lose value.”
7. Investors who purchased Tier Two or Tier Three memberships would receive better investment opportunities than those who purchased Tier One memberships.

(c) Brown and other Quadwealth representatives knew that these representations were false and made them knowing that individuals would rely upon them before making their investments.

(d) Brown and other Quadwealth representatives also knowingly and intentionally failed to disclose material facts to their investors. Among the intentional omissions of material fact were the following:

1. Quadwealth would use investor funds to pay the family members of Brown and others, despite the fact that little or no work was performed by certain of these family members; and
2. Quadwealth would use investor funds to pay for the personal expenditures of Brown and others.

(e) Brown and other Quadwealth representatives knew that these omissions of fact were material and that individuals would rely upon them before making their investments.

IV.

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

Accordingly, it is hereby ORDERED pursuant to Section 203(f) of the Advisers Act that Respondent Brown 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.

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.

Elizabeth M. Murphy
Secretary