

STATE OF NEW JERSEY  
BUREAU OF SECURITIES  
153 HALSEY STREET  
P.O. BOX 47029  
NEWARK, NEW JERSEY 07101

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IN THE MATTER OF: :

M-TIMES INVESTMENTS CO. :

Respondent. :

ORDER TO CEASE  
AND DESIST

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Pursuant to the authority granted to the Chief of the New Jersey Bureau of Securities (“Bureau”) by the Uniform Securities Law, as amended, L. 1997, c. 276, N.J.S.A. 49:3-47 et seq., (“Law”), more specifically, N.J.S.A. 49:3-52(a), N.J.S.A. 49:3-52(b), N.J.S.A. 49:3-52(c), and N.J.S.A. 49:3-69, and after careful review and due consideration of the facts set forth below, the Bureau Chief has determined that a cease and desist order should be issued against the named Respondent for the reasons that follow.

**FINDINGS**

1. M-Times Investment Co. (“M-Times”) holds itself out on a website, (<http://m-timesinvestment.org/>), as a registered investment adviser. The website states that M-Times has a principal place of business at 423 Center Grove Road, Wyckoff, NJ 07869 and a contact number of 201-215-6838.

2. Bureau records and the CRD/IARD indicate that M-Times is not registered as an investment adviser with the Bureau, the Securities and Exchange Commission

("SEC"), or any state securities regulator. An investigation revealed that the contact address listed on the M-Times website does not exist and the telephone number listed on the website is not in service.

3. M-Times' website alleges that M-Times employs Jeffrey Freght, President and Portfolio Manager, Jasmine Beanland, Chief Compliance Officer, and Emmet Zitelli, a former NFL player who specializes in sales, client relations, and management consulting. The website also alleges that M-Times is a "registered investment advisor" firm which utilizes fundamental, technical, risk, and macro analysis to maximize client investment returns. It also claims to provide expert opinion, reports, testimony, and consulting services for potential securities arbitration or trust litigation cases. It claims to use sophisticated portfolio management software which allows it to monitor trading patterns and organize data in meaningful ways.

4. On June 23, 2011, BU received an email purportedly from Wade Mitchell ("Wade"), who claimed to be a human resource officer with M-Times. BU had previously expressed interest in working for M-Times as a "Profit Center Assistant" via a job posting on Careerbuilder.com. The email explained that the position was part-time, required no formal training, that the candidate may live and work in his or her own geographical area, and that the primary responsibilities entailed monitoring clients' profits, coordinating fund transfers to clients, and reporting about completed transfers to accounting departments. The email explained that the "Profit Center Assistant" would receive \$3,000 a month salary, a five percent commission for each completed assignment, and 10 paid holidays, health insurance, 401K & Roth 401K plans, and paid sick leave.

5. Bureau records and the CRD/IARD indicate that Jeffrey Freght, Jasmine

Beanland, Emmet Zitelli, and Wade Mitchel are not and have never been registered as investment adviser representatives or agents with the Bureau, the SEC, FINRA, or any state securities regulator.

6. Research into the origin of the website revealed that three other websites, B-L-Investments.org (“B-L”), First-Choice-Investments.org (“First”), and MercetGroup.org (“Mercet”) share the same Internet Protocol Address and the same Internet Service Provider as M-Times. Aside from Mercet, which has been suspended, B-L and First both have contact addresses which do not exist and contact numbers which are not in service. Both websites also hold themselves out as investment advisers, however their domain names are not listed in the Central Registration Depository.

### **CONCLUSIONS OF LAW**

7. M-Times holds itself out as a registered Investment Adviser, as defined by N.J.S.A. 49:3-49(g)(1), when neither M-Times nor its alleged employees are registered with the Bureau or the SEC.

8. N.J.S.A. 49:3-67 empowers the Bureau Chief to issue orders which are reasonably necessary to carry out the provisions of the Law.

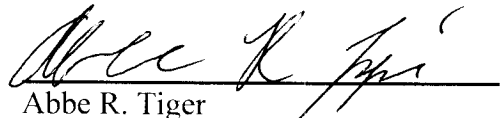
9. N.J.S.A. 49:3-69 empowers the Bureau Chief to issue a cease and desist order against the persons engaged in the prohibited activities directing them to cease and desist from further illegal activity or doing in acts in furtherance thereof.

10. M-Times’ violation is continuous and ongoing, therefore making a cease and desist an appropriate remedy.

11. M-Times' violation of the law is also cause for the imposition of a civil monetary penalty under N.J.S.A. 49:3-70.1. The Bureau reserves the right to impose such a penalty upon M-Times at any future time.

THEREFORE it is on this *19<sup>TH</sup>* day of July, 2011 hereby

ORDERED that M-Times shall offer no investment advisory services or hold itself out as an investment adviser within the scope of the New Jersey Uniform Securities Law (1997), N.J.S.A. 49:3-47 et seq., unless M-Times registers, is exempted from registration, or notice files with the Bureau of Securities.

  
Abbe R. Tiger  
Chief, Bureau of Securities

NOTICE OF RIGHT TO HEARING

Pursuant to N.J.S.A. 49:3-69(a)(1)(i) the Bureau Chief shall entertain on no less than three days notice a written application to lift the Order to Cease and Desist on

written application of the person subject thereto and in connection therewith may, but need not, hold a hearing and hear testimony, but shall provide to the person subject thereto a written statement of the reasons for the Order to Cease and Desist.

Pursuant to N.J.S.A. 49:3-69(a)(1)(ii), upon service of notice of the Order to Cease and Desist issued by the Bureau Chief, the person subject thereto shall have up to 15 days to respond to the Bureau in the form of a written answer and written request for a hearing. The Bureau Chief shall, within five days of receiving the answer and request for a hearing, either transmit the matter to the Office of Administrative Law for a hearing or schedule a hearing at the Bureau of Securities.

Orders issued pursuant to N.J.S.A. 49:3-69 shall be subject to an application to vacate upon 10 days' notice, and a preliminary hearing on the Order shall be held in any event within 20 days after it is requested, and the filing of a motion to vacate the Order shall toll the time for filing an answer and written request for a hearing.

Pursuant to N.J.S.A. 49:3-69(a)(1)(iii), if any person subject to the Order fails to respond by filing a written answer and written request for a hearing with the Bureau or moving to vacate the order within the 15 day prescribed period, that person shall have waived the opportunity to be heard and the order shall remain in effect until modified or vacated.

#### NOTICE OF OTHER ENFORCEMENT REMEDIES

You are advised that the Uniform Securities Law provides several enforcement remedies, which are available to be exercised by the Bureau Chief, either alone or in

combination. These remedies include, in addition to this action revoking your registration, the right to seek and obtain injunctive and ancillary relief in a civil enforcement action, N.J.S.A. 49:3-69, and the right to seek and obtain civil penalties in an administrative or civil action, N.J.S.A. 49:3-70.1.

You are further advised that the entry of the relief requested does not preclude the Bureau Chief from seeking and obtaining other enforcement remedies against you in connection with the claims made against you in this action.