UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES ACT OF 1933
Release No. 11160 / February 27, 2023

SECURITIES EXCHANGE ACT OF 1934
Release No. 96989 / February 27, 2023

INVESTMENT ADVISERS ACT OF 1940
Release No. 6250 / February 27, 2023

INVESTMENT COMPANY ACT OF 1940
Release No. 34843 / February 27, 2023

ADMINISTRATIVE PROCEEDING
File No. 3-21312

In the Matter of **FORESIGHT WEALTH MANAGEMENT, LLC and ADAM E. NUGENT,** **Respondents.**	**ORDER INSTITUTING ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDINGS, PURSUANT TO SECTION 8A OF THE SECURITIES ACT OF 1933, SECTIONS 15(b)(6) AND 21C OF THE SECURITIES EXCHANGE ACT OF 1934, SECTIONS 203(e), 203(f), AND 203(k) OF THE INVESTMENT ADVISERS ACT OF 1940, AND SECTION 9(b) OF THE INVESTMENT COMPANY ACT OF 1940, MAKING FINDINGS, AND IMPOSING REMEDIAL SANCTIONS AND A CEASE-AND-DESIST ORDER**

I.

The Securities and Exchange Commission ("Commission") deems it appropriate and in the public interest that public administrative and cease-and-desist proceedings be, and hereby are, instituted pursuant to Section 8A of the Securities Act of 1933 ("Securities Act"), Sections 15(b)(6) and 21C of the Securities Exchange Act of 1934 ("Exchange Act"), Sections 203(e), 203(f), and 203(k) of the Investment Advisers Act of 1940 ("Advisers Act"), and Section 9(b) of the Investment Company Act of 1940 ("Investment Company Act") against Foresight Wealth Management, LLC ("FWM") and Adam E. Nugent ("Nugent") (collectively, "Respondents").

II.

In anticipation of the institution of these proceedings, Respondents have submitted Offers of Settlement (the "Offers"), 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, and without admitting or denying the findings herein, except as to the Commission's jurisdiction over them and the subject matter of these proceedings, which are admitted, and except as provided herein in Section V, Respondents consent to the entry of this Order Instituting Administrative and Cease-and-Desist Proceedings, Pursuant to Section 8A of the Securities Act of 1933, Sections 15(b)(6) and 21C of the Securities Exchange Act of 1934, Sections 203(e), 203(f), and 203(k) of the Investment Advisers Act of 1940, and Section 9(b) of the Investment Company Act of 1940, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order ("Order"), as set forth below.

III.

On the basis of this Order and Respondents' Offers, the Commission finds[1] that:

SUMMARY

1. These proceedings concern the fraudulent activities of registered investment adviser FWM and its founder and sole owner, Nugent, in connection with their management of Agronomic Capital, LP ("Ag Capital"), a private fund that has primarily invested in two cannabis-related holding companies, Agronomic Holdings, LLC ("Ag Holdings") and Agronomic Enterprises, LLC ("Ag Enterprises"). Between March 1, 2018 and December 31, 2018, FWM and Nugent raised approximately $19.5 million from over eighty investors, many of whom were individual advisory clients of FWM and Nugent, through offerings of Ag Capital's limited partnership interests and promissory notes. However, FWM and Nugent defrauded Ag Capital and its investors, including individual advisory clients, by misusing certain fund assets, failing to disclose conflicts of interests, misrepresenting to investors in Ag Capital how the proceeds of their investment would be used, and breaching Ag Capital's limited partnership agreement.

RESPONDENTS

2. **FWM** (SEC No. 801-90167), a Utah limited liability company headquartered in Draper, Utah, was formed in 2010, and has been registered with the Commission as an investment adviser since 2015. FWM advises multiple types of clients, including individuals, seven hedge funds, and three private equity funds, including Ag Capital. On its Form ADV filed on September 9, 2022, FWM reported approximately $1.35 billion in regulatory assets under management.

3. **Nugent** (CRD No. 4549399), age 45, is a resident of Salt Lake City, Utah. Since Nugent formed FWM in 2010, he has been the founder, chief executive officer, sole owner, managing member, and an investment adviser representative of FWM. Nugent was a principal shareholder of Agronomic Management, LLC ("Ag Management"), Ag Capital's original general

[1] The findings herein are made pursuant to the Offers and are not binding on any other person or entity in this or any other proceeding.

partner. Nugent was also an associated person of a registered broker-dealer from at least March 2018 through June 2018.

OTHER RELEVANT ENTITIES

4. **Ag Capital**, a Delaware limited partnership, is a private equity fund formed by Nugent in November 2017. Ag Capital and its securities have never been registered with the Commission in any capacity, and it claims exclusion from the definition of investment company in reliance on Section 3(c)(1) of the Investment Company Act.

5. **Ag Management**, a Utah limited liability company headquartered in Draper, Utah, served as Ag Capital's general partner from November 2017 through the end of 2018. During that period, Ag Management had several principal shareholders (collectively, the "Principals"), including Nugent.

FACTS

FWM's Advisory Services

6. Since at least 2017, FWM has served as an investment adviser to individual clients and private funds, including Ag Capital. As the adviser to Ag Capital, FWM has collected a total of $877,481 in annual management fees from Ag Capital. Nugent, who controlled FWM as its sole owner, provided investment advice to individual clients and private funds, including Ag Capital, and received a portion of the management fees that FWM collected as compensation for his services.

The Syndicate Transactions

7. Beginning in August 2017, Nugent introduced FWM's and his individual advisory clients to a cannabis-related investment whereby investors provided working capital to companies owned and controlled by a third party (the "Third Party") to grow and distribute marijuana in California. Called "syndicate transactions," these investments typically paid investors a "net multiplier" between 1.25 and 1.60 of their original principal. Between August 2017 and January 2018, twenty-nine advisory clients of FWM and Nugent invested a total of approximately $2.9 million in the syndicate transactions.

8. In January and February 2018, Nugent solicited three of his friends to invest a total of $2,290,000 in the syndicate transactions. For these transactions, Nugent obtained a higher net multiplier of 2.6 for each transaction with the intention of paying himself a net multiplier of 1.0 from each friend's investment.

The Formation of Ag Capital, Ag Holdings, Ag Management, and Ag Enterprises

9. In the second half of 2017, at approximately the same time that the syndicate transactions took place, Nugent and the Third Party began negotiations to create Ag Holdings, a holding company for the Third Party's California marijuana operations, through which they sought to reach a larger market in the recreational cannabis industry. As a result of the contemplated venture, the Third Party contributed his companies that were financed by the syndicate transactions to Ag Holdings (the "Ag Holdings Operating Companies"). Furthermore, Nugent formed two new entities: Ag Capital, which was meant to finance Ag Holdings' operations; and Ag Management, the general partner of Ag Capital, which was meant to help manage Ag Holdings' daily affairs. As part of their negotiations, Nugent and the Third Party agreed that Ag Capital would either convert the syndicate debt owed by the Ag Holdings Operating Companies into Ag Capital limited partner interests ("LP Interests") or use Ag Capital's assets to pay off the syndicate investors. As described more fully below, Ag Capital transferred its assets to Ag Holdings, which then used part of these assets to pay off the syndicate investors that had financed the Ag Holdings Operating Companies. FWM and Nugent were responsible for directing Ag Capital's assets to Ag Holdings and then administering Ag Holdings' payments to the syndicate investors.

10. In the first half of 2018, Nugent and another party created Ag Enterprises, a second holding company that Ag Capital financed to grow, manufacture, and distribute hemp and cannabidiol ("CBD") through various companies located in Nevada and Utah. The syndicate transactions did not finance any part of Ag Enterprises' operations.

The Fraudulent Offerings

11. To raise monies on behalf of Ag Capital for its investments in Ag Holdings and Ag Enterprises, from March 1, 2018 through December 31, 2018 (the "Offering Period"), FWM and Nugent conducted multiple offerings of Ag Capital's LP Interests and promissory notes ("Notes"). Ag Capital's offering documents, which were provided to investors and prospective investors, included a private offering memorandum ("POM") (of which there were two versions used during the Offering Period), Ag Capital's limited partnership agreement ("LPA"), a subscription agreement, and, for the Note investors, a note agreement (the "Note Agreement"). On behalf of FWM, Nugent reviewed, approved, and had ultimate authority over the language of these offering documents.

12. During the Offering Period, FWM and Nugent raised approximately $19.5 million from over eighty investors in Ag Capital's LP Interests and Notes. Many of the investors in the LP Interests and Notes were individual advisory clients of FWM and Nugent. FWM and Nugent controlled how Ag Capital subsequently used its assets.

Wrongful Payments to Syndicate Investors

13. During the Offering Period, FWM and Nugent invested millions of dollars of Ag Capital's assets in Ag Holdings, and then improperly used a portion of this money to pay off syndicate investors, including investors who were individual advisory clients of FWM and Nugent and Nugent's personal friends.

14. For the first three months of the Offering Period, FWM and Nugent solicited investors, including FWM's and Nugent's individual advisory clients, by disseminating Ag Capital's original POM, which described Ag Holdings' operations and disclosed Ag Capital's intention to invest in Ag Holdings. The original POM disclosed that Ag Capital would fund "Ag Holdings' investments in cannabis farming, processing, distribution, and retail operations in California." It also disclosed that, "[i]n addition to using the proceeds from this Offering for its investment purposes, the Fund will use such proceeds to offset administrative, operational and organizational expenses relating to the Fund and this Offering, whether past, present or future." However, this disclosure was inadequate to put investors on notice that Ag Capital would use its assets to pay off syndicate investors.

15. Furthermore, in a paragraph describing the history of the Third Party's operations that preceded the creation of Ag Holdings, the POM disclosed that certain parties "had entered into various loan transactions" with the Third Party, and that, "[a]lthough very lucrative, such loan transactions were extremely burdensome on [the Third Party] and his business operations." But that paragraph also did not provide sufficient disclosure because it failed to disclose that Ag Capital intended to transfer its assets to Ag Holdings for the purpose of paying off the "loan transactions" (i.e., the syndicate transactions).

16. The POM also failed to disclose that the payments presented a conflict of interest for FWM and Nugent. FWM and Nugent had a conflict of interest because they owed separate fiduciary duties to Ag Capital, as its adviser, and to their individual advisory clients who invested in the syndicate transactions. FWM and Nugent had an incentive to benefit their individual clients to the detriment of Ag Capital by inappropriately using Ag Capital's assets to pay those clients. This allowed FWM and Nugent to maintain their individual advisory business and avoid losses by their individual clients from the syndicate transactions.

17. By the end of May 2018, the Ag Holdings venture was failing, requiring that the parties wind down its operations. Accordingly, FWM and Nugent revised Ag Capital's original POM to disclose that Ag Capital would use investor proceeds to invest in Ag Enterprises only. The revised POM deleted all prior references to Ag Holdings, except for the paragraph that was included in the original POM concerning the history of the Third Party's operations that preceded Ag Holdings. Here, the following sentence was added at the end of that paragraph: "However, due to certain concerns that have emerged since the formation of Agronomic Holdings, the General Partner is currently reevaluating whether to continue to pursue the aforementioned business and relationships." But the sentence failed to disclose that Ag Capital had, in fact, invested in Ag Holdings or that Ag Capital intended to transfer additional assets to Ag Holdings to pay off the syndicate investors. FWM and Nugent used the revised POM from the end of May 2018 through the end of the Offering Period to solicit investors in both Ag Capital's LP Interests and Notes.

18. Finally, the Note Agreement provided to the Note investors disclosed that Ag Capital would "use the proceeds of the sale of the Notes for its general working capital." However, neither the Note nor Note Agreement otherwise disclosed that Ag Capital intended to transfer proceeds from the Notes to Ag Holdings for the purpose of paying off the syndicate investors.

Wrongful Conversion of Syndicate Debt Owed by the Ag Holdings Operating Companies into Ag Capital's LP Interests

19. During the Offering Period, FWM and Nugent converted the debt owed by the Ag Holdings Operating Companies to over thirty syndicate investors – many of whom were individual advisory clients of FWM and Nugent and one of Nugent's friends – by issuing the investors approximately $8.3 million in Ag Capital's LP Interests. However, the issuance of the LP Interests to the syndicate investors was wrongful for two separate reasons.

20. First, the disclosures in Ag Capital's POMs concerning the issuance of LP Interests to syndicate investors were inadequate. Specifically, while the original POM disclosed that Ag Capital "may convert existing debt owed by certain [operating companies of Ag Holdings]… into [LP] Interests," it failed to disclose the conflict of interest related to the conversion of the debt held by their individual advisory clients and one of Nugent's friends. Additionally, while the revised POM related to Ag Capital's investment in Ag Enterprises disclosed that Ag Capital "may convert existing debt owed by certain [operating companies of Ag Enterprises]… into [LP] Interests," Ag Enterprises did not owe any debt related to the syndicate transactions. Accordingly, the revised POM included no disclosure concerning Ag Capital's intention to convert syndicate debt owed by the Ag Holdings Operating Companies into LP Interests.

21. Second, the syndicate investors did not contribute anything to Ag Capital in exchange for their LP Interests. Accordingly, FWM and Nugent wrongfully issued the LP Interests to the syndicate investors since Ag Capital's offering documents required investors to make a capital contribution in exchange for their Interests.

Wrongful Payments and Issuance of an LP Interest to Nugent

22. During the Offering Period, and based on Nugent's personal financial interest in his three friends' syndicate investments, FWM and Nugent wrongfully diverted $739,970 of Ag Capital's assets to Nugent and issued Nugent a $1 million LP Interest, neither of which was authorized by Ag Capital's offering documents. Furthermore, because Nugent did not otherwise contribute anything to Ag Capital in exchange for his LP Interest, FWM and Nugent again wrongfully issued the Interest to him in contravention of the requirements of Ag Capital's offering documents. Nugent subsequently returned a portion of the wrongfully diverted assets by paying certain expenses on behalf of Ag Capital and its investments.

Wrongful Payments to Ag Management and Its Principals

23. During the Offering Period, FWM and Nugent transferred hundreds of thousands of dollars in Ag Capital's assets to Ag Management as "Management Revenue" payments. In turn, Ag Management used those assets to pay the salaries of its Principals, including payments of $156,987 to Nugent. In 2018 and 2019, FWM and Nugent used Ag Capital's assets to make other salary payments of $70,500 to Nugent. However, such transfers to Ag Management and the payment of the Principals' salaries, including Nugent's salary, were wrongful for two separate reasons.

24. First, Ag Capital's LPA authorized Ag Capital to pay an annual management fee to either Ag Management or its designee equal to 2% of the aggregate partner capital commitments. In 2018, FWM, as Ag Management's designee, collected all of the management fees that were authorized under the LPA. Accordingly, FWM's and Nugent's additional transfer of the "Management Revenue" to Ag Management in 2018 was not authorized by, and therefore in breach of, Ag Capital's LPA.

25. Second, Ag Capital's LPA expressly prohibited the use of fund assets to pay the salaries of Ag Management's Principals. Accordingly, by using fund assets to pay the salaries of the Principals, FWM and Nugent breached the LPA.

Wrongful Loans to Entities that Were Unrelated to the Cannabis Industry

26. During the Offering Period, FWM and Nugent transferred $100,000 of Ag Capital's assets to Ag Management, which then, under FWM's and Nugent's direction, lent the proceeds to a professional sports team. On a separate occasion, FWM and Nugent transferred $245,000 of Ag Capital's assets to Ag Enterprises, which then, under FWM's and Nugent's direction, lent the proceeds to a local Utah car dealership and financial services company. However, FWM's and Nugent's uses of fund assets for those purposes were not authorized by Ag Capital's offering documents as its POMs disclosed that Ag Capital would only invest in the cannabis, hemp, or CBD operations of either Ag Holdings or Ag Enterprises.

FWM and Nugent Fraudulently Obtained Consent from Ag Capital's Limited Partners to Amend the LPA

27. During the audit of Ag Capital's 2018 financial statements, its auditor determined that those syndicate investors who converted debt owed to them into LP Interests should have a zero dollar capital account balance because the investors did not actually contribute anything of value to Ag Capital. Accordingly, pursuant to the then-existing LPA, the converted syndicate investors could not participate in Ag Capital's profits since all allocations and distributions were based on the value of a limited partner's capital account. In order to resolve the issue, FWM and Nugent sought a proposed amendment to the LPA by which Ag Capital could grant "profit interests" to the converted syndicate investors that would effectively give those investors an economic interest in Ag Capital.

28. Accordingly, in 2020, FWM and Nugent informed all existing limited partners that an amendment to the LPA was necessary. However, in seeking the limited partners' consent to the proposed amendment, FWM and Nugent failed to disclose anything about the syndicate investors, including the effect of granting them profit interests. Instead, FWM and Nugent falsely stated that the requested amendment to the LPA was necessary due to Ag Capital's increased ownership interest in Ag Enterprises. FWM and Nugent also falsely stated that the amendment would not "hurt" or "disadvantage" any limited partner in Ag Capital, when, in fact, the limited partners who contributed cash in exchange for their LP Interests were hurt and disadvantaged since they became

obligated – via the requested amendment – to share Ag Capital's profits with the converted syndicate investors.

VIOLATIONS

29. As a result of the conduct described above, Respondents FWM and Nugent willfully violated Section 17(a) of the Securities Act, which prohibits fraudulent conduct in the offer or sale of securities.

30. As a result of the conduct described above, Respondents FWM and Nugent willfully violated Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, which prohibit fraudulent conduct in connection with the purchase or sale of securities.

31. As a result of the conduct described above, Respondents FWM and Nugent willfully violated Sections 206(1) and 206(2) of the Advisers Act, which prohibit investment advisers from employing any device, scheme, or artifice to defraud, or engaging in any transaction, practice, or course of business which operates as a fraud or deceit upon any client or prospective client.

32. As a result of the conduct described above, Respondents FWM and Nugent willfully violated Section 206(4) of the Advisers Act and Rule 206(4)-8 promulgated thereunder, which prohibit investment advisers from engaging in any act, practice, or course of business which is fraudulent, deceptive, or manipulative with respect to, and from making any untrue statement of a material fact or omitting to state a material fact necessary to make the statements made, in light of the circumstances under which they are made, not misleading to, investors or prospective investors in a pooled investment vehicle.

DISGORGEMENT AND CIVIL PENALTIES

33. The disgorgement and prejudgment interest ordered in paragraph IV.D are consistent with equitable principles and do not exceed Respondents' net profits from their violations, and will be distributed to harmed investors to the extent feasible. The Commission will hold funds paid pursuant to paragraph IV.D in an account at the United States Treasury pending distribution. Upon approval of the distribution final accounting by the Commission, any amounts remaining that are infeasible to return to investors, and any amounts returned to the Commission in the future that are infeasible to return to investors, may be transferred to the general fund of the U.S. Treasury, subject to Section 21F(g)(3) of the Exchange Act.

UNDERTAKINGS

34. Respondent Nugent has undertaken, within ten (10) days of the entry of this Order, to cancel, and thus return the Ag Capital LP Interest that he fraudulently obtained as a result of his friends' syndicate investments as described above, and to provide the Commission staff with evidence of the cancellation and return of his Ag Capital LP Interest to the satisfaction of the staff.

In determining whether to accept Nugent's Offer, the Commission has considered these undertakings.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in the Offers of Respondents FWM and Nugent.

Accordingly, pursuant to Section 8A of the Securities Act, Sections 15(b)(6) and 21C of the Exchange Act, Sections 203(e), 203(f), and 203(k) of the Advisers Act, and Section 9(b) of the Investment Company Act, it is hereby ORDERED that:

A. Respondents FWM and Nugent cease and desist from committing or causing any violations and any future violations of Section 17(a) of the Securities Act, Section 10(b) of the Exchange Act and Rule 10b-5 promulgated thereunder, and Sections 206(1), 206(2), and 206(4) of the Advisers Act and Rule 206(4)-8 promulgated thereunder.

B. Respondent Nugent 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;

prohibited from serving or acting as an employee, officer, director, member of an advisory board, investment adviser or depositor of, or principal underwriter for, a registered investment company or affiliated person of such investment adviser, depositor, or principal underwriter; and

barred from participating in any offering of a penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a broker, dealer or issuer for purposes of the issuance or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

Any reapplication for association by Respondent Nugent 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, compliance with the Commission's order and payment of any or all of the following: (a) any disgorgement or civil penalties ordered by a Court against the Respondent in any action brought by the Commission; (b) any disgorgement amounts ordered against the Respondent for which the Commission waived payment; (c) any arbitration award related to the conduct that served as the basis for the Commission order; (d) 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 (e) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

C. Respondent FWM is censured.

D. Respondents FWM and Nugent shall, within ten (10) days of the entry of this Order, pay, jointly and severally, disgorgement of $877,481, prejudgment interest of $138,524, and a civil monetary penalty of $877,481 to the Securities and Exchange Commission. Nugent shall, within ten (10) days of the entry of this Order, pay additional disgorgement of $501,580, prejudgment interest of $141,479, and a civil monetary penalty of $501,580 to the Securities and Exchange Commission. If timely payment of the disgorgement and prejudgment interest is not made, additional interest shall accrue pursuant to SEC Rule of Practice 600. If timely payment of the civil monetary penalty is not made, additional interest shall accrue pursuant to 31 U.S.C. § 3717.

Payment must be made in one of the following ways:

(1) Respondent may transmit payment electronically to the Commission, which will provide detailed ACH transfer/Fedwire instructions upon request;

(2) Respondent may make direct payment from a bank account via Pay.gov through the SEC website at http://www.sec.gov/about/offices/ofm.htm; or

(3) Respondent may pay by certified check, bank cashier's check, or United States postal money order, made payable to the Securities and Exchange Commission and hand-delivered or mailed to:

Enterprise Services Center
Accounts Receivable Branch
HQ Bldg., Room 181, AMZ-341
6500 South MacArthur Boulevard
Oklahoma City, OK 73169

Payments by check or money order must be accompanied by a cover letter identifying FWM and Nugent as Respondents in these proceedings, and the file number of these proceedings; a copy of the cover letter and check or money order must be sent to Jason J. Burt, Regional Director, Denver Regional Office, Securities and Exchange Commission, Byron G. Rogers Federal Building, 1961 Stout Street, Suite 1700, Denver, Colorado 80294.

E. Pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, a Fair Fund is created for the disgorgement, prejudgment interest, and penalties referenced in paragraph IV.D above. Amounts ordered to be paid as civil money penalties pursuant to this Order shall be treated as penalties paid to the government for all purposes, including all tax purposes. To preserve the deterrent effect of the civil penalty, Respondents agree that in any Related Investor Action, they shall not argue that they are entitled to, nor shall they benefit by, offset or reduction of any award of compensatory damages by the amount of any part of Respondents' payments of a civil penalty in this action ("Penalty Offset"). If the court in any Related Investor Action grants such a Penalty Offset, Respondents agree that they shall, within 30 days after entry of a final order granting the Penalty Offset, notify the Commission's counsel in this action and pay the amount of the Penalty

Offset to the Securities and Exchange Commission. Such a payment shall not be deemed an additional civil penalty and shall not be deemed to change the amount of the civil penalty imposed in this proceeding. For purposes of this paragraph, a "Related Investor Action" means a private damages action brought against Respondents by or on behalf of one or more investors based on substantially the same facts as alleged in the Order instituted by the Commission in this proceeding.

V.

It is further Ordered that, solely for purposes of exceptions to discharge set forth in Section 523 of the Bankruptcy Code, 11 U.S.C. §523, the findings in this Order are true and admitted by Respondent Nugent, and further, any debt for disgorgement, prejudgment interest, civil penalty or other amounts due by Respondent Nugent under this Order or any other judgment, order, consent order, decree or settlement agreement entered in connection with this proceeding, is a debt for the violation by Respondent Nugent of the federal securities laws or any regulation or order issued under such laws, as set forth in Section 523(a)(19) of the Bankruptcy Code, 11 U.S.C. §523(a)(19).

By the Commission.

Vanessa A. Countryman
Secretary