



3. A review of the registration files of the Commission show no record that the securities sold by Mikell were registered or exempt from registration in the state of Alabama.

4. The investment plan which was described as a "private placement" by invitation only, "hedge fund" which calls for solicited investors to place a minimum investment of \$10,000. The investment had to remain deposited with G.T. Funds for at least one year, and upon completion of the requisite time would yield represented returns which varied from 3% to 6% per month to 4% to 8% a day. Investment Funds were deposited into the Fortress Foundation bank account held at the Bank of America, located in Bentonville, Arkansas. Funds were then transferred to the G.T. Funds bank account held at the Bank of America, located in Houston, Texas. Although the contract provided that FFI does not charge a "per day" commission, FFI does charge the investor a 1% account management fee on the "net new monthly trade profits". Net new monthly trade profits were defined as the investor's half of the gross new monthly trade profits.

5. A review of the files of the Commission, disclosed no record of registration or exemption from registration of RESPONDENT as a Dealer, Agent, Investment Advisor or Investment Advisor Representative in the State of Alabama.

6. On June 21, 2004, Tom Crawford an Agent of Fortress Foundation Inc., sold unregistered securities as described above to one (1) resident of the state of Alabama totaling \$10,000.00, then forwarding the funds to Respondent Bruce Mikell. Mikell in turn forwarded the funds to GT Funds located at 5906 Indian Hills Lane, Sugar Land, Texas 77478.

7. On April 11, 2005, Cease and Desist Order No. CD 2005-0018, was issued to Fortress Foundation Inc., G.T. Funds Inc., aka: Gods Trust Funds Inc., Leroy Hoback, Thomas Edward Crawford, O. Bruce Mikell, William E. Schwerdtfeger, Gloria N. Streig, Ra'nic Streig Schwerdtfeger, Raymond M. Streig directing them to immediately cease and desist from further offers or sales of any securities into, within or from the State of Alabama.

8. On March 3, 2005, an informal hearing was requested by O. Bruce Mikell and his attorney Jonathan Cross. The hearing was held on March 11, 2005, at the office of the Alabama Securities Commission. The hearing ended with the Respondent expressing a desire to settle this matter.

#### CONCLUSIONS OF LAW

9. RESPONDENT is neither registered nor exempt from registration as a Dealer or Agent, Investment Advisor, or Investment Advisor Representative in the State of Alabama, and has effected securities transactions with residents of the state of Alabama, without benefit of registration. Transacting business in the State of Alabama as a Dealer or Agent, without benefit of registration or exemption from registration, is a violation of Section 8-6-3, Code of Alabama 1975.

10. The securities of G.T. Funds and Fortress Foundation are neither registered nor exempt from registration in the State of Alabama. The sale of unregistered securities in the State of Alabama is a violation of Section 8-6-4, Code of Alabama 1975.

**WHEREAS**, RESPONDENT admits that securities transactions were effected in the State of Alabama prior to registration, and state that the information and assertions presented to the Commission during its investigation of this matter are true and correct; that RESPONDENT understands the Commission relied upon such information and assertions in its determination to accept this Order, and that should the information or assertions prove to be incorrect or misrepresented, the Commission may seek such other administrative, civil or criminal remedies that may be available to it under the provisions of the Act.

**WHEREAS**, RESPONDENT has voluntarily waived all rights to a hearing upon entry of this Order, and as consented to the entry of this Order, and

**WHEREAS**, the Commission finds this Order necessary and appropriate in the public interest for the protection of investors, and consistent with the purposes fairly intended by the policy and provisions of the Act, and

**WHEREAS**, the Commission and RESPONDENT are desirous of settling this matter as hereafter set forth and agree to the entry of this Order.

**ACCORDINGLY, IT IS HEREBY ORDERED:**

1. That RESPONDENT shall, until such time as properly registered in the State of Alabama, refrain from effecting securities transactions into, within or from the State of Alabama.

2. Respondent shall until such time that it has been determined by the Commission that it is no longer necessary, provide a continued effort of cooperation with all local, state, and federal authorities pertaining to any administrative, regulatory, civil, or criminal action involving Fortress Foundation, G.T. Funds, or any associated individual or entity.

3. Respondent make a Rescission offer to the Alabama resident in question in the amount of \$10,000.00, plus six percent (6%) interest per year, beginning from the date of investment to the date payment and interest is tendered in full to the Alabama investor.

4. Respondent shall provide to the Commission evidence of the Rescission offer by sending a copy of the dispatched offer and an accounting sheet sent Certified Mail-Return Receipt Requested to the investor. When the returned offer is received, signed by the investor, a copy of the offer shall again be furnished to this office. If it is accepted, RESPONDENT shall also furnish this office a copy of the certified funds check dispatched to the investor.

5. That in accordance with Section 8-6-19(j)(1), Code of Alabama 1975, RESPONDENT shall pay to the **State of Alabama** an administrative assessment in the total sum of Five Thousand Dollars (\$5,000), said funds to be tendered in certified funds contemporaneously with the entry of this Order.

6. That in accordance with Section 8-6-19(k)(1), Code of Alabama 1975, RESPONDENT shall pay to the **Alabama Securities Commission**, as partial reimbursement for the Commission's cost for investigating this matter, the sum of Five Thousand Dollars (\$5,000), said funds to be tendered in certified funds contemporaneously with the entry of this Order.

7. That the entry of this Order resolves the Cease and Desist Order, Administrative Order No. CD-2005-0018, issued April 11, 2005 as it pertains to respondent O. Bruce Mikell only.

AGREED AND CONSENTED to on dates indicated:

RESPONDENT:  
O. BRUCE MIKELL

BY: O. Bruce Mikell  
TITLE: VICE PRESIDENT OF FUTURES  
DATE: 11/7/05

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APPROVED AND ORDERED this 23<sup>rd</sup> day of January, 2006

ALABAMA SECURITIES COMMISSION  
770 Washington Avenue, Suite 570  
Montgomery, AL 36130-4700  
(334) 242-2984

BY: [Signature]  
JOSEPH P. BORG  
Director

