

Division of Securities  
Utah Department of Commerce  
160 East 300 South  
P.O. Box 146760  
Salt Lake City, Utah 84114-6760  
Telephone: 801 530-6600  
Facsimile: 801 530-6980

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**BEFORE THE DIVISION OF SECURITIES  
OF THE DEPARTMENT OF COMMERCE  
OF THE STATE OF UTAH**

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**IN THE MATTER OF THE LICENSE  
OF:**

**ALPHA EQUITIES ADVISORS, LLC,  
IARD#147908**

**Respondent.**

**ORDER TO CANCEL LICENSE**

Docket No. SD-09-0060

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Pursuant to § 61-1-6(6) of the Utah Uniform Securities Act (“Act”), Utah Code Ann. § 61-1-1, *et seq.*, the Utah Division of Securities (“Division”) summarily cancels the investment adviser license of Alpha Equities Advisors, LLC, IARD #147908 (“AEA”), following the Division’s unsuccessful attempts to contact AEA. The Division concludes that AEA has ceased doing business as an investment adviser, is no longer in existence, or cannot be located after a reasonable search.

**FINDINGS**

1. AEA is a Utah limited liability company formed on June 18, 2008.

2. Llewellyn R. Hayes, Jr. (“Hayes”), CRD#5579352, and Dagmar Hayes were identified as AEA’s two managers.
3. The records of the Investment Adviser Registration Depository (“IARD”) indicate that AEA’s principal office, place of business, and contact address is 162 Swift Creek Drive, Layton, Utah, 84041.
4. The Alpha Group, L.P. (“TAG”) is a Utah limited partnership formed on June 18, 2008, with two partners listed, Hayes and AEA. A private placement memorandum for TAG identifies the same address for TAG as that of AEA.
5. Hayes has never been licensed in the securities industry.
6. On August 5, 2008, the Division received an SEC Form ADV, Uniform Application for Investment Adviser Registration, to license AEA as an investment adviser.
7. On August 5, 2008, AEA also filed a Form U-4, Uniform Application for Securities Industry Registration or Transfer, for Hayes to be licensed as an investment adviser representative, but the application was and remained deficient because Hayes had not passed the Series 65, Uniform Investment Adviser Law exam.<sup>1</sup>
8. AEA used a consulting firm to submit its application, forward any additional information requested, and respond to the Division’s comment letters.

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<sup>1</sup>Hayes failed the Series 65 exam on July 12, 2008, and opened another examination window (time period in which to take the exam), but failed to do so. As a result, Hayes’s Form U-4 was purged in February 2009.

9. After reviewing AEA's application, the Division sent a comment letter on September 5, 2008, outlining a number of deficiencies, compliance concerns, and questions regarding the application. The Division also requested additional information about TAG, the partnership AEA had indicated it would manage as General Partner.
10. Following AEA's response to the comment letter, the Division sent a second comment letter dated September 30, 2008.
11. After receiving sufficient responses from AEA, the Division approved AEA's investment adviser application on October 15, 2008.
12. The Division informed AEA that Hayes's investment adviser representative license would be approved once he passed the Series 65 exam.
13. Due to some outstanding concerns about the operation of TAG, the management of AEA, and the lack of specificity in the offering documents<sup>2</sup>, the Division scheduled AEA for an on-site licensing examination.
14. On November 2, 2009, the Division attempted to conduct an on-site examination of AEA by traveling to its principal office in Layton, Utah. The location was a private residence which appeared completely vacant.

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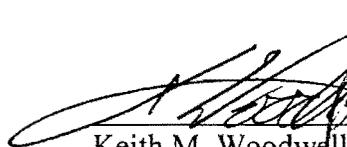
<sup>2</sup>In September 2009, the Division received an investment adviser application for another firm that planned to operate as the general partner to an investment fund. That application was prepared by the same consulting firm used by AEA, and was very similar to AEA's application and offering documents.

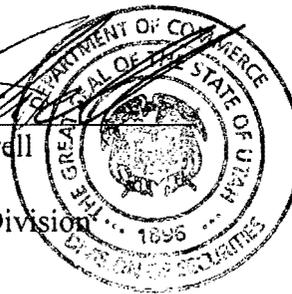
15. A neighbor informed the Licensing Examiner that Hayes had moved the previous year, which would have been shortly after AEA had licensed with the Division.
16. The Division attempted to reach AEA by telephone using the contact number disclosed on IARD, but the person who answered said it was a wrong number.
17. Section 61-1-5(4) of the Act requires that if the information contained in any document filed with the Division is or becomes inaccurate or incomplete in any material respect, the licensee shall promptly file a correcting amendment. As of the date of this Order, AEA has not updated its contact information on IARD nor has AEA provided new contact information to the Division.
18. Section 61-1-6(6) of the Act provides that “[i]f the director finds that any licensee... is no longer in existence, has ceased to do business as [an]... investment adviser... or cannot be located after a reasonable search” the Division may summarily cancel the license.
19. Based upon the Division’s inability to contact AEA at its reported principal place of business, or the telephone number contained in IARD, the Division has determined that AEA is no longer in existence, has ceased doing business as an investment adviser, or cannot be located after a reasonable search.
20. It is, therefore, in the public interest that AEA’s investment adviser license be canceled.

**ORDER**

Pursuant to §61-1-6(6) of the Act, the Director hereby ORDERS that AEA's investment adviser license is canceled.

DATED this 23<sup>rd</sup> day of December, 2009.

  
Keith M. Woodwell  
Director  
Utah Securities Division



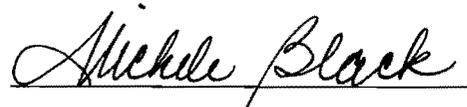
You have a right to appeal this order under Utah Code Ann. § 63G-4-301. The procedures for requesting agency review are described in Utah Admin. Code Rule R151-46b-12. Any appeal should be sent to Francine A. Giani, Executive Director of the Department of Commerce, Box 146701, Salt Lake City, UT 84114-6701. An appeal must be filed within 30 days of the issuance of this Order.

**CERTIFICATE OF MAILING**

I certify that on the 23rd day of December, 2009, I mailed, by certified mail, a true and correct copy of the Order to Cancel License to:

Alpha Equities Advisors, LLC  
Attn: Llewellyn R. Hayes  
162 Swift Creek Drive  
Layton UT 84041

Certified Mail # 7004 1160 0003 0196 9665

A handwritten signature in cursive script that reads "Michele Black". The signature is written in black ink and is positioned above a horizontal line.

Executive Secretary