

DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
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BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF

**PROFITABLE SOLUTIONS, LLC;
EXCLUSIVE CAPITAL FUNDING, LLC;
PS1 GROUP, LLC;
TIMOTHY V. PROVOST, CRED#
4934264, dba LH SOLUTIONS**

RESPONDENT

RECOMMENDED ORDER ON DEFAULT

**CASE NO. SD-11-0093
CASE NO. SD-11-0094
CASE NO. SD-11-0095
CASE NO. SD-11-0096**

BY THE PRESIDING OFFICER:

This adjudicative proceeding was initiated pursuant to a December 13, 2011 notice of agency action. Respondents, by and through counsel Rudy J. Bautista, filed a response to the accompanying order to show cause on January 31, 2012. Thereafter, the parties participated in a scheduling conference and set a date for hearing, although it never took place.

On March 19, 2013, counsel for the Utah Division of Securities filed a motion requesting a date for a new scheduling conference. On March 22, 2013, the matter was reassigned to the current presiding officer. On March 26, 2013, the presiding officer sent an e-mail to Mr. Bautista, asking if he would be available to participate in an April 9, 2013 initial hearing. The

presiding officer requested a response by March 28, 2013, but did not receive one. On March 29, 2013, the presiding officer issued a scheduling order, setting an initial hearing for April 9, 2013 and stating that failure to attend would constitute grounds for entry of a default order against Respondents without further notice or proceeding. The scheduling order was sent to Respondent Provost at his address of record and to Mr. Bautista.

The initial hearing was held as scheduled on April 9, 2013. Neither Respondents nor their counsel appeared. Neither contacted the Division or the presiding officer prior to the hearing to request a continuation. During the hearing, the presiding officer called Mr. Bautista at his office and left a voicemail message inviting him to call by the end of the day if he wished to make the presiding officer aware of any circumstances relative to his client's ability to participate in these proceedings. The presiding officer did not receive a call or message.

In these circumstances, the presiding officer finds that, pursuant to Utah Code § 63G-4-209(1)(b), proper factual and legal bases exist for entering a default order against Respondents.

RECOMMENDED ORDER

Based on the foregoing, the presiding officer recommends that the Utah Securities Commission accept the allegations outlined in the Division's order to show cause as being true, to wit:

1. That the investment opportunities offered and sold by Respondents are securities under Utah Code Ann. § 61-1-13(1)(ee)(i);
2. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly made false statements to investors;

3. That in connection with the offer and sale of securities, and in violation of Utah Code Ann. § 61-1-1(2), Respondents directly or indirectly failed to disclose material information that was necessary in order to make representations made not misleading;
4. That, in violation of Utah Code Ann. § 61-1-3(2)(a), Respondents employed and compensated as agents individuals who were not licensed in the securities industry in any capacity;
5. That, in violation of Utah Code Ann. § 61-1-3(1), Respondents were not properly licensed at the time they sold securities in Utah;
6. That, in violation of Utah Code Ann. § 61-1-7, the securities offered and sold by Respondents were not registered in the state of Utah or subject to any exemption from the registration requirement; and
7. That Respondents' actions, which constitute one or more violations of Utah Code Ann. § 61-1 et seq, are grounds for sanction under the Act.

The presiding officer further recommends that the Utah Securities Commission enter a default order against Respondents, requiring them:

1. To cease and desist from engaging in any further conduct in violation of Utah Code Ann. § 61-1 et seq; and
2. To pay a fine of \$2,472,923 to the Utah Division of Securities, with any restitution paid to investors serving to offset the administrative fine on a dollar-to-dollar basis.

Finally, the presiding officer recommends that, upon entering the default order, the Utah Securities Commission dismiss any further proceedings in this case.

This recommended order shall be effective on the signature date below.

DATED this 3rd day of May, 2013.

UTAH DEPARTMENT OF COMMERCE


Jennie F. Jonsson
Presiding Officer

CERTIFICATE OF DELIVERY

I hereby certify that on the 3rd day of May, 2013, the undersigned hand delivered a true and correct copy of the foregoing RECOMMENDED ORDER ON DEFAULT to the following:

Utah Securities Commission
c/o Keith Woodwell, Director, Utah Division of Securities
Heber M. Wells Building, 2nd Floor
Salt Lake City, UT

