

1 **STATE OF WASHINGTON**  
2 **DEPARTMENT OF FINANCIAL INSTITUTIONS**  
3 **SECURITIES DIVISION**

4 IN THE MATTER OF DETERMINING ) Order Number S-06-173-07-FO01  
5 whether there has been a violation of the )  
6 Securities Act of Washington by: ) ENTRY OF FINDINGS OF FACT AND  
7 ) CONCLUSIONS OF LAW AND FINAL  
8 ) ORDER TO CEASE AND DESIST AND TO  
9 ) IMPOSE FINES  
10 Great Plains Financial, LLC; Mark )  
11 Blakemore; )  
12 Respondents )

13 THE STATE OF WASHINGTON TO: Great Plains Financial, LLC  
14 Mark Blakemore

15 On March 12, 2007, the Securities Administrator of the State of Washington issued  
16 Statement of Charges and Notice of Intent to Enter Order to Cease and Desist and to Impose Fines  
17 S-06-173-06-SC01 hereinafter referred to as "Statement of Charges".

18 The Statement of Charges, together with a Notice of Opportunity to Defend and  
19 Opportunity for Hearing, hereinafter referred to as "Notice of Opportunity for Hearing" and an  
20 Application for Adjudicative Hearing, hereinafter referred to as "Application for Hearing", were  
21 personally served on Great Plains Financial, LLC and Mark Blakemore on March 26, 2007. The  
22 Notice of Opportunity for Hearing advised Great Plains Financial, LLC and Mark Blakemore  
23 that a written application for an administrative hearing on the Statement of Charges must be  
24 received within twenty days from the date of receipt of the notice. Great Plains Financial, LLC  
and Mark Blakemore failed to request an administrative hearing within twenty days of receipt of  
the Statement of Charges and Notice of Opportunity for Hearing, either on the Application for  
Hearing provided or otherwise.

ENTRY OF FINDINGS OF FACT AND  
CONCLUSIONS OF LAW AND FINAL ORDER TO  
CEASE AND DESIST AND TO IMPOSE FINES

1 The Securities Administrator therefore will adopt as final the findings of fact and  
2 conclusions of law as set forth in the Statement of Charges.

3  
4 **FINDINGS OF FACT**

5 *Respondents*

6 1. Great Plains Financial, LLC (“Great Plains”) is a Nevada Limited Liability  
7 Company formed in February 2005. The Washington Secretary of State has no record that Great  
8 Plains has applied for a certificate of authority to do business in Washington as a foreign entity.  
9 Great Plains’ principal place of business was at 1811 Maccullen Drive, Erie, Colorado.

10 2. Mark Blakemore (“Blakemore”) was the President of Great Plains. Blakemore  
11 resides in Colorado.

12 *Background*

13 3. From February 2005 to February 2006, Blakemore solicited approximately 38  
14 investors nationwide to invest in a debenture paying 4% per month offered by Great Plains. In  
15 total, Blakemore raised at least \$3.2 million dollars.

16 4. Blakemore told investors that their funds would be deposited in a major bank and  
17 held there while being used to leverage trading activities by the bank. Blakemore failed to  
18 identify the bank in which the funds would be deposited.

19 5. From February 2005 to August 2, 2005, Blakemore forwarded all investment  
20 funds to a company called Konza Financial, which was controlled by Michael Conley  
21 (“Conley”). Blakemore did not tell investors about Konza Financial or Mike Conley.



1 B to fill in the information requested on the Subscription Agreement and return it with the  
2 investment funds.

3 13. The General Investment Overview stated that Great Plains was involved in a  
4 trading program with a top world bank. It further represented that all funds would be entirely  
5 secured and would not be at risk. The Debenture Agreement stated that funds would be  
6 deposited in a non-depletion account within a major world bank. Investors A & B understood  
7 this to mean that the balance in the account would change.

8 14. Based on these representations, Investors A & B completed the Subscription  
9 Agreement and sent it back to Blakemore with check for \$25,000.

10 15. Blakemore failed to invest the funds he received from Investors A & B and  
11 instead kept the funds for his personal use.

12 16. In October 2005, the first month after the investment, Investors A & B did not  
13 receive an interest payment as had been represented. When Investors A & B asked Blakemore  
14 why an interest payment had not been received, Blakemore told Investors A & B that the first  
15 month's payment was held back but that Investors A & B would receive an interest payment the  
16 following month. Blakemore represented to Investors A & B that the funds were safe and  
17 invested in a nine month debenture.

18 17. In November 2005, Investors A & B received an interest payment. They did not  
19 receive any interest payments after that.

20 18. The debenture was due in June 2006. Investors A & B have not received the  
21 return of the investment and have been unable to contact Blakemore.

1 **REGISTRATION STATUS**

2 1. The debentures are not registered as securities in the State of Washington and  
3 have not previously been so registered.

4 2. Mark Blakemore is not registered as a securities salesperson or broker-dealer in  
5 the State of Washington and has not previously been so registered.

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8 Based upon the Findings of Fact, the following Conclusions of Law are made:

9 **CONCLUSIONS OF LAW**

10 1. The debentures described above are securities as defined in RCW 21.20.005 (12).

11 2. The offer or sale of the debentures described above constitutes the offer or sale of  
12 a security as defined in RCW 21.20.005(10) and (12).

13 3. Respondent, Mark Blakemore, acted as a securities salesperson or broker-dealer  
14 as defined in RCW 21.20.005(2) and (3).

15 4. Respondent, Mark Blakemore, has violated RCW 21.20.140 by offering or selling  
16 an unregistered security.

17 5. Respondent, Mark Blakemore, have violated RCW 21.20.040 by offering and/or  
18 selling said security while not being registered as a securities salesperson or broker-dealer in the  
19 State of Washington.

20 6. The offer and/or sale of said securities was made in violation of RCW 21.20.010  
21 because, as set forth above, Respondents, Great Plains Financial, LLC and Mark Blakemore, in  
22 connection with the offer and sale of a security, made untrue statements of material fact or  
23

1 omitted to state material facts necessary in order to make the statements made, in light of the  
2 circumstances under which they were made, not misleading.

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5 **FINAL ORDER**

6 Based on the foregoing and finding it in the public interest:

7 It is hereby ORDERED that the Respondents, Great Plains Financial, LLC and Mark  
8 Blakemore, their agents, and employees each cease and desist from offering and/or selling  
9 securities in any manner in violation of RCW 21.20.140, the section of the Securities Act of  
10 Washington requiring registration.

11 It is further ORDERED that Great Plains Financial, LLC and Mark Blakemore, their  
12 agents, and employees each cease and desist from violation of RCW 21.20.010, the anti-fraud  
13 section of the Securities Act.

14 It is further ORDERED that Great Plains Financial, LLC and Mark Blakemore, their  
15 agents, and employees each cease and desist from violation of RCW 21.20.040, the broker-  
16 dealer and securities salesperson registration section of the Securities Act.

17 It is further ORDERED that Great Plains Financial, LLC shall be liable for and pay a fine  
18 of \$5,000.

19 It is further ORDERED that Respondent Mark Blakemore shall be liable for and pay a  
20 fine of \$5,000.

21 Such payments shall be (a) made by United States postal money order, certified check,  
22 bank cashier's check, or bank money order; (b) made payable to the Washington State

1 Treasurer; (c) delivered by certified mail to Michael Stevenson, Securities Administrator,  
2 Department of Financial Institutions, PO Box 9033, Olympia, WA 98507; and (d) submitted  
3 with a cover letter that identifies Great Plains Financial, LLC and Mark Blakemore as  
4 Respondents under these proceedings and the Order and case number of these proceedings.

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7 **AUTHORITY AND PROCEDURE**

8 This Final Order is entered pursuant to the provisions of RCW 21.20.390, RCW  
9 21.20.395, and is subject to the provisions of RCW 34.05. Respondents have the right to  
10 petition the superior court for judicial review of this agency action under the provisions of  
11 chapter 34.05 RCW. For the requirements for filing a Petition for Judicial Review, see RCW  
12 34.050.510 and sections following. Pursuant to 21.20.395, a certified copy of this order may  
13 be filed in Superior Court. If so filed, the clerk shall treat the order in the same manner as a  
14 Superior Court judgment as to the fine, and the fine may be recorded, enforced, or satisfied in  
15 like manner.

16 If a respondent does not request a hearing, the Securities Administrator intends to adopt  
17 the above Tentative Findings of Fact and Conclusions of Law as final and enter an order to cease  
18 and desist permanent as to that respondent and impose the fines sought.

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20 Dated and Entered this 10th day of May, 2007.

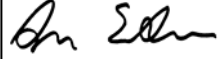
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23 MICHAEL E. STEVENSON

24 ENTRY OF FINDINGS OF FACT AND  
CONCLUSIONS OF LAW AND FINAL ORDER TO  
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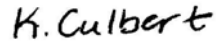
Securities Administrator

Approved by:



Suzanne Sarason  
Chief of Compliance

Presented by:



Kristen Culbert  
Financial Legal Examiner