

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

4 IN THE MATTER OF DETERMINING
5 whether there has been a violation
6 of the Securities Act of Washington by:

7 Sterling Precious Metals LLC;
8 Ryan Zofay; and
9 Seth Goldberger,

10 Respondents

Order Number S-11-0765-12-FOO1

ENTRY OF FINDINGS OF FACT AND
CONCLUSIONS OF LAW AND FINAL
ORDER TO CEASE AND DESIST, AS TO
STERLING PRECIOUS METALS LLC AND
RYAN ZOFAY

11 **INTRODUCTION**

12 On May 29, 2012, the Securities Administrator of the State of Washington issued Statement of
13 Charges and Notice of Intent to Enter an Order to Cease and Desist (“Statement of Charges”), Order
14 Number S-11-0765-12-SC01, against Respondents. The Statement of Charges, together with a Notice of
15 Opportunity to Defend and Opportunity for Hearing (“Notice”) and an Application for Adjudicative
16 Hearing (“Application for Hearing”) were served on Respondents Sterling Precious Metals LLC and Ryan
17 Zofay on May 31, 2012.

18 The Notice advised that a written application for an administrative hearing on the Statement of
19 Charges must be received within twenty days from the date of receipt of the notice. Respondents Sterling
20 Precious Metals LLC and Ryan Zofay each failed to request an administrative hearing within twenty days
21 of receipt of the Statement of Charges and Notice of Opportunity for Hearing, either on the Application
22 for Hearing provided or otherwise.

23 The Securities Administrator therefore will adopt as final the Findings of Fact and Conclusions of
24 Law as set forth in the Statement of Charges and enter a final order against Respondents Sterling Precious
25 Metals LLC and Ryan Zofay to cease and desist from violations of the Commodity Transactions Act.

ENTRY OF FINDINGS OF FACT AND
CONCLUSIONS OF LAW AND FINAL
ORDER TO CEASE AND DESIST, AS TO
STERLING PRECIOUS METALS LLC AND
RYAN ZOFAY

1 The Securities Administrator makes the following Findings of Fact and Conclusions of Law:

2 **FINDINGS OF FACT**

3 Respondents

4 1. Sterling Precious Metals LLC (“Sterling”) is a Florida limited liability company that was
5 formed on March 19, 2010. Sterling has its principal place of business in Boca Raton, Florida. During
6 at least 2010, Sterling offered and sold precious metals investments through telemarketing solicitation.
7 Sterling also maintains an Internet website that promotes precious metals investments. Sterling’s
8 website states that “Customer satisfaction is our highest priority, we do the work so you can make
9 money!”

10 2. Ryan Zofay (“Zofay”) was a managing member and a sales representative of Sterling. During
11 2010, Zofay was also an Associated Person and Principal at Oxford Trading Group, Inc., which was
12 registered as an Introducing Broker with the National Futures Association. On February 4, 2011,
13 Zofay was ordered to terminate his membership with the National Futures Association.

14 3. Seth Goldberger (“Goldberger”) was a sales representative of Sterling. During 2010,
15 Goldberger was also an Associated Person at Oxford Trading Group, Inc., which was registered as an
16 Introducing Broker with the National Futures Association. On February 4, 2011, Goldberger was
17 ordered to terminate his membership with the National Futures Association.

18 Offering of Leveraged Precious Metals Investments

19 4. From at least September 2010 through December 2010, Respondents offered and sold
20 leveraged precious metals investments in gold, silver, and platinum to at least two Washington
21 investors. The investments totaled more than \$110,000 and both of the investors lost all of their
22 invested funds.

1 and just and equitable principles of trade while acting as associated persons with Oxford Trading
2 Group, Inc., an introducing broker for commodity futures trading.

3 Registration Status of Respondents

4 8. Sterling Precious Metals LLC has never been registered with the Washington Securities
5 Division as a commodity broker-dealer or as a securities broker-dealer. Sterling Precious Metals LLC
6 has never been registered with the Commodity Futures Trading Commission in any capacity.

7 9. Ryan Zofay has never been registered with the State of Washington as a commodity broker-
8 dealer, commodity sales representative, securities broker-dealer, or securities salesperson. Ryan Zofay
9 has never been registered with the Commodities Futures Trading Commission as a futures commission
10 merchant or affiliated with a registered futures commission merchant.

11 10. Seth Goldberger has never been registered with the Washington Securities Division as a
12 commodity broker-dealer, a commodity sales representative, a securities broker-dealer, or securities
13 salesperson. Seth Goldberger has never been registered with the Commodities Futures Trading
14 Commission as a futures commission merchant or affiliated with a registered futures commission
15 merchant.

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

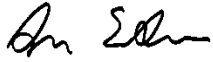
17 **CONCLUSIONS OF LAW**

18 1. The offer or sale of the leveraged precious metals investments described above constitutes the
19 offer or sale of a commodity contract in the state of Washington, as defined in RCW 21.30.010 and
20 RCW 21.30.080.

21 2. Respondents Sterling Precious Metals LLC and Ryan Zofay have each violated RCW
22 21.30.020 because the offer and sale of the commodity contracts were made by a person not exempt
23 under RCW 21.30.030 and the transactions or contract was not exempt under RCW 21.30.040.

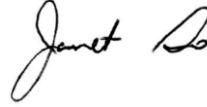
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Approved by:



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