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STATE OF CALIFORNIA
BUSINESS, TRANSPORTATION AND HOUSING AGENCY
DEPARTMENT OF CORPORATIONS

TO: Arthur Weiss, Managing Member
Ronald Abernathy, aka Robert Abernathy, Managing Member
Gary Merrell, Managing Member
Mike McClure, Managing Member
Roy Kessel, Managing Member
Tion Moreland
The Omicron Group, LLC
1211 N. Miller Road, Suite 231
Scottsdale, AZ 85257-3626
and
7150 East Camelback Rd., Suite 444
Scottsdale, AZ 85251
and
3255 N. Arlington Heights Road #510
Arlington Heights, IL 60004

Capital Law Group, P.C.
3255 N. Arlington Heights Road #510
Arlington Heights, IL 60004

DESIST AND REFRAIN ORDER

(For violations of sections 25110 and 25401 of the Corporations Code)

The California Corporations Commissioner finds that:

1. The Omicron Group, LLC (“Omicron Group”) is an entity of unknown form. Its principal place of business is 1211 N. Miller Road, Suite 231, Scottsdale, AZ 85257. It also maintains places of business at 7150 East Camelback Road, Suite 444, Scottsdale, AZ 85251, and 3255 N. Arlington Heights Road #510, Arlington Heights, IL 60004.

1 2. At all relevant times, Arthur Weiss (“Weiss”), Ronald Abernathy, also known as
2 Robert Abernathy (“Abernathy”), Gary Merrell (“Merrell”), Mike McClure (“McClure”), and Roy
3 Kessel (“Kessel”) were managing members and control persons of Omicron Group.

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5 3. At all relevant times, Kessel was an attorney licensed in the state of Illinois and was a
6 partner and control person of Capital Law Group, P.C. (“Capital Law Group”). Capital Law Group’s
7 principal place of business is 3255 N. Arlington Heights Road, Suite 510, Arlington Heights, IL
8 60004.

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10 4. At all relevant times, McClure and Tion Moreland (“Moreland”) acted as salespersons
11 for Omicron Group.

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13 5. Beginning in 2007 or earlier, McClure and Moreland, on behalf of Omicron Group,
14 offered and sold securities in the form of promissory notes issued by Omicron Group to residents of
15 California. Omicron Group sold securities in the amount of at least \$120,000.00 total in California.

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17 6. Some investors in Omicron Group entered into written agreements with Omicron
18 Group and received written promissory notes.

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20 7. Investors in Omicron Group were told that their investments would be used for
21 trading. Some investors signed a “Limited Trading Authorization,” which authorized Omicron Group
22 to trade their investment funds.

23
24 8. Some investors entered into an “Escrow Agreement” with Omicron Group and Capital
25 Law Group. The escrow agreement provided that Capital Law Group was the escrow agent for the
26 investment. The escrow agreement provided: “WHEREAS, concurrently with the execution and
27 delivery hereof, OG [Omicron Group] and Depositor are evaluating a possible investment in an
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1 investment opportunity unrelated to Escrow Agent....” The escrow agreement provided that the
2 investment would be deposited into escrow.

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4 9. These securities were offered and sold in this state in issuer transactions. The
5 Department of Corporations has not issued a permit or other form of qualification authorizing any
6 person to offer or sell these securities in this state.

7
8 10. These securities were offered and sold to individuals who had no preexisting
9 relationship with Omicron Group.

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11 11. In connection with the offer and sale of these securities, Omicron Group and Capital
12 Law Group misrepresented, in the Escrow Agreement, that Omicron Group and Capital Law Group
13 were “unrelated.” In fact, Omicron Group and Capital Law Group were related in that Kessel was a
14 control person of both entities and both entities maintained an address at 3255 N. Arlington Heights
15 Road, Suite 510, Arlington Heights, IL 60004.

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17 Based upon the foregoing findings, the California Corporations Commissioner is of the opinion
18 that the promissory notes that are being or have been offered or sold by Arthur Weiss; Ronald
19 Abernathy, aka Robert Abernathy; Gary Merrell; Mike McClure; Roy Kessel; Tion Moreland; The
20 Omicron Group, LLC; and Capital Law Group, P.C. are securities subject to qualification under the
21 California Corporate Securities Law of 1968 and are being or have been offered or sold without being
22 qualified in violation of Corporations Code section 25110. Pursuant to section 25532 of the Corporate
23 Securities Law of 1968, Arthur Weiss; Ronald Abernathy, aka Robert Abernathy; Gary Merrell; Mike
24 McClure; Roy Kessel; Tion Moreland; The Omicron Group, LLC; and Capital Law Group, P.C. are
25 hereby ordered to desist and refrain from the further offer or sale in the State of California of
26 securities, including but not limited to promissory notes, unless and until qualification has been made
27 under the law or unless exempt.

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1 Further, the California Corporations Commissioner is of the opinion that the securities offered
2 and sold by Arthur Weiss; Ronald Abernathy, aka Robert Abernathy; Gary Merrell; Mike McClure;
3 Roy Kessel; Tion Moreland; The Omicron Group, LLC; and Capital Law Group, P.C. were offered or
4 sold in this state by means of written or oral communications which included an untrue statement of a
5 material fact or omitted to state a material fact necessary in order to make the statements made, in the
6 light of the circumstances under which they were made, not misleading, in violation of section 25401
7 of the Corporate Securities Law of 1968. Pursuant to section 25532 of the Corporate Securities Law
8 of 1968, Arthur Weiss; Ronald Abernathy, aka Robert Abernathy; Gary Merrell; Mike McClure; Roy
9 Kessel; Tion Moreland; The Omicron Group, LLC; and Capital Law Group, P.C. are hereby ordered to
10 desist and refrain from offering or selling any security in the State of California, including but not
11 limited to promissory notes, by means of any written or oral communication which includes an untrue
12 statement of material fact or omits to state a material fact necessary in order to make the statements
13 made, in light of the circumstances under which they were made, not misleading.

14
15 This Order is necessary, in the public interest, for the protection of investors and consistent
16 with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

17
18 Dated: May 17, 2010
19 Los Angeles, California

20 PRESTON DuFAUCHARD
21 California Corporations Commissioner

22 By: _____
23 ALAN S. WEINGER
24 Deputy Commissioner
25 Enforcement Division
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