

1 STATE OF CALIFORNIA
2 BUSINESS, TRANSPORTATION AND HOUSING AGENCY
3 DEPARTMENT OF CORPORATIONS

4 **TO:** Everton Matambanadzo
5 NazFish Capital Partners, LLC
6 65 Moore Road
7 Novato, CA 94949
8 844 Reichert Ave. Apt. 13
9 Novato, CA 94945

10 **DESIST AND REFRAIN ORDER**
11 **(For violations of sections 25210, 25230 and 25401 of the California Corporations Code)**

12 The California Corporations Commissioner finds that:

13 1. Everton Matambanadzo (“Matambanadzo”) is an individual who resides in California.
14 At no time was Matambanadzo licensed either as a securities broker or an investment adviser by the
15 Department of Corporations or the Securities and Exchange Commission.

16 2. Matambanadzo is the managing member of the California limited liability company,
17 NazFish Capital Partners, LLC, (“NCP”). NCP is not licensed as either a securities broker or
18 investment adviser by the Department of Corporations or the Securities and Exchange Commission.
19 Matambanadzo and NCP violated the Corporate Securities Law (“CSL”) in California.

20 3. Matambanadzo advertises NCP services on the internet stating that it “is one of the most
21 respected proprietary trading firms in the Trading Industry.” Matambanadzo stated that NCP “seeks
22 partnerships with both new and experienced traders” and that NCP provides mentoring, discipline,
23 capital and a proven trading plan of successful day trading to its trading partners. Matambanadzo
24 stated that “NCP had over twenty years of trading experience ... always adapting to market
25 conditions We know what it takes to be consistently profitable.”

26 4. Matambanadzo sought funds directly from investors, including some unsophisticated and
27 unaccredited individuals. Matambanadzo stated NCP “traders focused exclusively [on] sic U.S.
28 Securities, including Futures, Equities and Forex” and that NCP “traders receive a percentage of their
own net trading profits.”

1 5. Matambanadzo assured investors that he could make a lot for them by investing and
2 trading in the stock market. Matambanadzo represented to investors that he formerly had 32 clients
3 and had made them “hundreds of thousands.” Initially, investors were shown NCP’s trading was
4 profitable and when they questioned Matambanadzo about their trading account he assured them it
5 was going well and there were no losses. Even after investors received a margin call and were
6 required to send in additional funds to cover it, Matambanadzo assured them their investment was
7 safe and secure and he would make them a profit of \$150,000 on an initial investment of \$20,000.

8 6. Matambanadzo failed to disclose to investors that neither he nor NCP were licensed by the
9 Securities and Exchange Commission or the California Department of Corporations.

10 7. Matambanadzo and NCP routinely engaged in the business of effecting transactions in
11 securities for the accounts of others or its accounts without a certificate to do so. Matambanadzo
12 and NCP violated Corporations Code section 25210 by conducting business as a broker-dealer in
13 California without having first obtained a certificate from the Commissioner. Corporations Code
14 section 25210 prohibits a broker-dealer from effecting any transaction in, or inducing or
15 attempting to induce the purchase or sale of any security unless the Commissioner authorized the
16 person to act as a broker-dealer.

17 8. Matambanadzo and NCP provided advice to others and received compensation from
18 investors but lacked the requisite investment adviser certificate. Corporations Code section 25230
19 prohibits an investment adviser from conducting business as an investment adviser in this state
20 unless the investment adviser has first applied for and secured a certificate from the Commissioner.

21 9. The offer or sale of securities or buying or offering to buy securities in the State of
22 California by Matambanadzo and NCP were made by means of written or oral misrepresentations
23 or omissions of material facts, which violates Corporations Code section 25401.

24 Based upon the foregoing findings, the California Corporations Commissioner is of the
25 opinion that the offer or sale of securities or buying or offering to buy securities in the State of
26 California by Everton Matambanadzo and NazFish Capital Partners, LLC were made by means
27 of written or oral communications which included an untrue statement of a material fact or
28 omitted to state a material fact necessary in order to make the statements made, in the light of the

1 circumstances under which they were made, not misleading, in violation of Corporations Code
2 section 25401.

3 Further, the California Corporations Commissioner is of the opinion that Everton
4 Matambanadzo and NazFish Capital Partners, LLC conducted business as a broker-dealer and an
5 investment adviser in California without having first obtained a certificate from the Commissioner
6 authorizing such activities, in violation of sections 25210 and 25230 of the Corporations Code,
7 respectively.

8 Pursuant to Corporations Code section 25532, Everton Matambanadzo and NazFish Capital
9 Partners, LLC are hereby ordered to:

- 10 1. Desist and refrain from offering or selling or buying or offering to buy any
11 security in the State of California by means of any written or oral
12 communication which includes an untrue statement of a material fact or omits
13 to state a material fact necessary in order to make the statements made, in the
14 light of the circumstances under which they were made, not misleading;
- 15 2. Desist and refrain from conducting business as a broker-dealer in
16 the State of California, unless and until granted a certificate by the California
17 Corporations Commissioner under said law or unless exempt; and
- 18 3. Desist and refrain from conducting business as an investment adviser in
19 the State of California, unless and until granted a certificate by the California
20 Corporations Commissioner under said law or unless exempt.

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

23 Dated: May 27, 2011
24 Los Angeles, California

25 PRESTON DuFAUCHARD
26 California Corporations Commissioner

27 By _____
28 ALAN S. WEINGER
Deputy Commissioner
Enforcement Division