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BEFORE THE DEPARTMENT OF CORPORATIONS

OF THE STATE OF CALIFORNIA

In the Matter of the Accusation of THE CALIFORNIA CORPORATIONS COMMISSIONER, Complainant, v. NEIL GODBOLE, Respondent.	CRD FILE No. 5016241 and 136757 **FIRST AMENDED STATEMENT OF ISSUES FOR ORDER BARRING NEIL GODBOLE FROM ANY POSITION OF EMPLOYMENT, MANAGEMENT, OR CONTROL OF ANY BROKER – DEALER OR INVESTMENT ADVISER** California Corporations Code §25213

The Complainant, California Corporations Commissioner ("Commissioner"), is informed and believes, and based upon such information and belief, alleges and charges Respondent as follows:

I.

INTRODUCTION

The Corporate Securities Law of 1968, set forth in Corporations Code section 25000 *et seq*., and California Code of Regulations, title 10, section 260.000 *et seq*., contain provisions that govern persons who operate in the securities industry. To ensure the protection of the public, the Legislature mandates that persons dealing in securities follow explicit legal requirements. The Commissioner gives effect to

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these legislative mandates by promulgating comprehensive regulations and by enforcing the Corporate Securities Law.

II.

FACTUAL AND PROCEDURAL BACKGROUND

At all relevant times, respondent Neil Godbole ("Godbole") is an individual who resided at 733 Front Street #703, in San Francisco, California, 94111. At all relevant times, Trueblue Strategies, LLC ("TB"), a California limited liability company with a principal place of business located at 20695 Rice Court, Saratoga, California 95070, was owned and managed by Godbole. At all relevant times, Opulent Lite, L.P. is a California limited partnership, also located in Saratoga, California, that operated as a hedge fund with approximately seventy (70) investors whose funds were managed by Godbole.

At all relevant times, Godbole was a registered investment adviser licensed with the Securities and Exchange Commission ("SEC") and the California Department of Corporations ("Department"). The Financial Industry Regulatory Authority ("FINRA"), previously the National Association of Securities Dealers ("NASD") maintains the qualification, employment and disclosure histories of registered representatives and principals in its Central Registration Depository ("CRD")[1]. FINRA assigned Godbole an identification number through CRD. Godbole's assigned CRD number is 5016241. Since 2005, Godbole was the managing member, financial and operations principal of TB.

On or about December 1, 2010, the SEC issued an "*Order Instituting Administrative and Cease-and Desist-Proceedings Pursuant to Section 203(f) and 203(k) of the Investment Advisers Act of 1940, Making Findings and Imposing Remedial Sanctions and Cease-and-Desist Order File number 3-14147*" against Godbole ("SEC Order"). The SEC Order was issued for multiple securities violations including the following: fraudulent and misleading conduct and providing false information to hedge fund investors. The SEC's action against Godbole ordered Godbole to cease and desist from committing or causing any violations and barred him from association with any investment adviser among other sanctions.

[1] CRD is a centralized computer data bank that maintains information concerning the registration, qualification, employment and disciplinary histories of persons employed in the securities industry. These persons include registered representatives and broker-dealers such as Godbole and TB, respectively.

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In or about January, 2011, the Department issued a Statement of Issues to Godbole and TB. On or about February 23, 2011, attorney for Respondents filed a Notice of Defense with the Department. The Department now files this instant First Amended Statement of Issues for Order Barring Neil Godbole from Employment, Management or Control of Any Broker-Dealer or Investment Adviser.

III.

ARGUMENT:
THE SEC ORDER ISSUED AGAINST RESPONDENT CONSTITUTES GROUNDS TO BAR RESPONDENT FROM ANY POSITION OF EMPLOYMENT, MANAGEMENT, OR CONTROL OF ANY BROKER – DEALER OR INVESTMENT ADVISER

Pursuant to California Corporations Code sections 25212(d) and 25213, the Commissioner may bar a person from any position of employment, management, or control or any broker-dealer or investment adviser if that person has been subject to any order issued by the SEC. Godbole is a licensee of the Department. Godbole was the subject of the SEC Order issued on or about December 1, 2010, by the SEC. The Commissioner seeks to bar Godbole to protect the public interest. Therefore, pursuant to California Corporations Code sections 25212(d) and 25213, the Commissioner may bar Respondent.

IV.

STATUTORY AUTHORITY

Corporations Code section 25212 provides, in pertinent part:

> The commissioner may, after appropriate notice and opportunity for hearing, by order censure, deny a certificate to, suspend for a period not exceeding 12 months or revoke the certificate of, any broker-dealer if the commissioner finds that the censure, denial, suspension, or revocation is in the public interest and that the broker-dealer . . . or any partner, officer, director, or branch manager of the broker-dealer, . . . or any person directly or indirectly controlling the broker-dealer, . . . or any agent employed by the broker-dealer while so employed has done any of the following:
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> * * *

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> (d) Is or has been subject to (1) any order of the Securities and Exchange Commission . . . (3) any other order of the commission or any administrator, association, or exchange referred to in this subdivision which is or has been necessary for the protection of any investor.

Corporations Code section 25213 provides that:

> The commissioner may, after appropriate notice and opportunity for hearing, by order or censure, or suspend for a period not exceeding 12 months, or deny or bar from any position of employment, management or control of any broker-dealer or investment adviser, any officer, director, partner, agent, employee of, or person performing similar functions for, a broker-dealer, if the commissioner finds that such censure, suspension or bar is in the public interest and that such person …… is subject to any order specified in subdivision (d) of Section 25212.

V.

CONCLUSION

WHEREFORE**,** based on the foregoing, the Commissioner finds it in the public interest to bar NEIL GODBOLE from any position of employment, management, or control of any investment adviser, broker-dealer or commodity adviser pursuant to California Corporations Code section 25213 for acts committed as specified in California Corporations Code section 25212, subdivision (d).

DATED: September 6, 2012
Sacramento, CA

JAN LYNN OWEN
California Corporations Commissioner

By_____
Marisa I. Urteaga-Watkins
Corporations Counsel

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