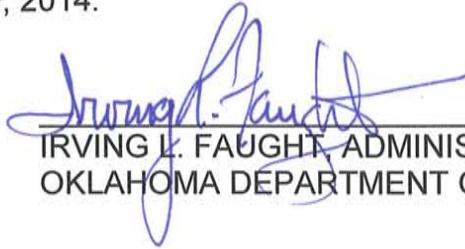




FURTHER AFFIANT SAYETH NOT.

Dated this 22nd day of January, 2014.

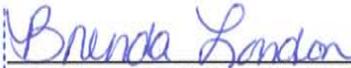
(SEAL)

  
\_\_\_\_\_  
IRVING L. FAUGHT, ADMINISTRATOR OF THE  
OKLAHOMA DEPARTMENT OF SECURITIES

Subscribed and sworn to before me this 22nd day of January, 2014.

(SEAL)



  
\_\_\_\_\_  
BRENDA LONDON, NOTARY PUBLIC

STATE OF OKLAHOMA  
DEPARTMENT OF SECURITIES  
FIRST NATIONAL CENTER, SUITE 860  
120 NORTH ROBINSON  
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

Kenneth J. Decker,  
The Harber Group (aka The Harber Group Ltd.), and  
Decker & Associates,

Respondents.

ODS File No. 14-002

**ORDER TO CEASE AND DESIST**  
**AND**  
**NOTICE OF OPPORTUNITY FOR HEARING**

**ORDER TO CEASE AND DESIST**

Pursuant to Section 1-602 of the Oklahoma Uniform Securities Act of 2004 ("Act"), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (2011), and 660:2-7-3 of the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities ("Rules"), Okla. Admin. Code §§ 660:1-1-1 through 660:25-7-1, an investigation was conducted by the Oklahoma Department of Securities ("Department") into the activities of Kenneth J. Decker ("Decker"), The Harber Group (aka The Harber Group Ltd.) ("Harber") and Decker & Associates ("D&A") (collectively, "Respondents").

Findings of Fact

1. Decker is an individual who currently resides in Wyandotte, Oklahoma. Decker is not, and at all times material hereto was not, registered in any capacity under the Act.
2. Harber is an entity, not formed under the laws of the state of Oklahoma or any other state, that provides estate planning and operates from Wyandotte, Oklahoma. Harber is not, and at all times material hereto was not, registered in any capacity under the Act. Decker is the sole owner of, and controls, Harber.
3. D&A is an entity, not formed under the laws of the state of Oklahoma or any other state, that provides estate planning and operates from Wyandotte, Oklahoma. D&A is not, and at all times material hereto was not, registered in any capacity under the Act. Decker is the sole owner of, and controls, D&A.

4. In December 2012, an Oklahoma resident ("Investor") was offered a purported interest in D&A and Harber (a "Unit"). The offer was made in a meeting between the Investor and Decker in Grove, Oklahoma.

5. Respondents provided the Investor with an offering document that states, in part: the Respondents are actively seeking an investor or investors; the investors will get paid \$150 per estate planning sale regardless of sale price; this amount will be paid for as long as the company continues; and "this is a large ongoing payout to the investor/s whom [sic] helped get us going".

6. In January 2013, the Investor bought a Unit for a total price of Twelve Thousand Five Hundred Dollars (\$12,500).

7. The Units are not registered under the Act or federal securities laws.

To the extent any of these Findings of Fact are more properly characterized as Conclusions of Law, they should be so considered.

#### Authorities

1. Section 1-102 of the Act provides in pertinent part:

2. "Agent" means an individual . . . who represents an issuer in effecting or attempting to effect purchases or sales of the issuer's securities.

\* \* \*

19. "Issuer" means a person that issues or proposes to issue a security[.]

\* \* \*

32. "Security" means . . . [a share of] stock; . . . participation in a profit-sharing agreement; . . . [or an] investment contract; . . . . The term [security]:

\* \* \*

d. includes as an "investment contract" an investment in a common enterprise with the expectation of profits to be derived primarily from the efforts of a person other than the investor and a "common enterprise" means an enterprise in which the fortunes of the investor are interwoven with those of either the person offering the investment, a third party, or other investors[.]

2. Section 1-301 of the Act provides in pertinent part:

It is unlawful for a person to offer or sell a security in this state unless:

1. The security is a federal covered security;
2. The security, transaction, or offer is exempted from registration under [Sections 1-201 through 1-203]; or
3. The security is registered under this act.

3. Section 1-402 of the Act provides in pertinent part:

A. It is unlawful for an individual to transact business in this state as an agent unless the individual is registered under this act as an agent or is exempt from registration as an agent under subsection B of this section.

\* \* \*

D. It is unlawful for . . . an issuer engaged in offering, selling, or purchasing securities in this state, to employ or associate with an agent who transacts business in this state on behalf of . . . issuers unless the agent is registered under subsection A of this section[.]

4. Section 1-604 of the Act provides in pertinent part:

A. If the Administrator determines that a person has engaged, is engaging, or is about to engage in an act, practice, or course of business constituting a violation of this act or a rule adopted or order issued under this act or constituting a dishonest or unethical practice or that a person has materially aided, is materially aiding, or is about to materially aid an act, practice, or course of business constituting a violation of this act or a rule adopted or order issued under this act or constituting a dishonest or unethical practice, the Administrator may:

1. Issue an order directing the person to cease and desist from engaging in the act, practice, or course of business or to take other action necessary or appropriate to comply with this act[.]

Conclusions of Law

1. The Units are securities, as defined in the Act.
2. Harber and D&A are issuers, as defined in the Act.
3. Decker is an agent, as defined in the Act.
4. Respondents offered and sold securities in the state of Oklahoma.
5. Decker transacted business in this state as an unregistered agent, in violation of Section 1-402 of the Act.
6. Harber and D&A employed or associated with an unregistered agent who transacted business in this state on their behalf, in violation of Section 1-402 of the Act.
7. Respondents offered and sold unregistered securities in this state, in violation of Section 1-301 of the Act.
8. Pursuant to Section 1-604 of the Act, the Administrator has the authority to order Respondents to cease and desist from engaging in acts, practices, or a course of business constituting a violation of the Act.
9. It is in the public interest to order Respondents to cease and desist from engaging in acts, practices, or a course of business constituting a violation of the Act.

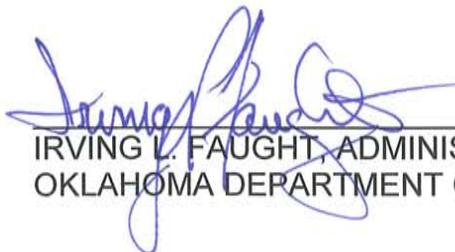
To the extent any of these Conclusions of Law are more properly characterized as Findings of Fact, they should be so considered.

**ORDER**

Based on Section 1-604 of the Act and the Findings of Fact, Authorities and Conclusions of Law set forth above, **IT IS HEREBY ORDERED** that Respondents immediately cease and desist from engaging in acts, practices or a course of business constituting a violation of the Act.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 22nd of January, 2014.

(SEAL)

  
\_\_\_\_\_  
IRVING L. FAUGHT, ADMINISTRATOR OF THE  
OKLAHOMA DEPARTMENT OF SECURITIES

**NOTICE OF OPPORTUNITY FOR HEARING**

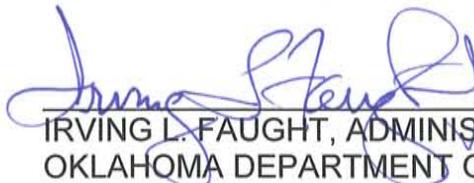
Pursuant to Section 1-604 of the Act and the Rules of the Oklahoma Securities Commission and the Administrator of the Oklahoma Department of Securities ("Rules"), Okla. Admin. Code, 660:1-1-1 through 660:25-7-1, the Administrator hereby gives notice to Respondents of their right to request a hearing. Each Respondent's request for hearing must be received by the Administrator within thirty (30) days after service of the *Order to Cease and Desist* ("Order"). The request for hearing must be in writing and Respondents shall specifically admit or deny each allegation that is contained in the Order.

Within fifteen (15) days after receipt of a request for hearing, this matter will be scheduled for hearing. The hearing shall commence within fifteen (15) days of the matter being set for hearing. Notice of the date, time and location of the hearing shall be given to Respondents. If a hearing is requested or ordered, the Administrator, after notice of and opportunity for hearing, may modify or vacate the Order or extend it until final determination.

If the Respondents do not request a hearing within thirty (30) days after the date of service of the Order and none is ordered by the Administrator, the Order becomes final by operation of law as to the Respondents.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 22nd day of January, 2014.

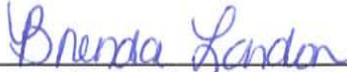
(SEAL)

  
\_\_\_\_\_  
IRVING L. FAUGHT, ADMINISTRATOR OF THE  
OKLAHOMA DEPARTMENT OF SECURITIES

CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 22nd day of January, 2014, a true and correct copy of the above and foregoing *Order to Cease and Desist and Notice of Opportunity for Hearing* was mailed by certified mail, return receipt requested, delivery restricted, with postage prepaid thereon, addressed to:

Kenneth J. Decker  
The Harber Group  
Decker & Associates  
67600 E. 246 Road  
Wyandotte, OK 74370

  
\_\_\_\_\_  
Brenda London, Paralegal

U.S. Postal Service  
**CERTIFIED MAIL RECEIPT**  
(Domestic Mail Only; No Insurance Coverage Provided)

7000 0520 0022 7150 3325

CD Notice 14-002 RF

Postage	\$ 46
Certified Fee	310
Return Receipt Fee (Endorsement Required)	255
Restricted Delivery Fee (Endorsement Required)	475
<b>Total Postage &amp; Fees</b>	<b>\$ 10.86</b>

1-22-14

Postmark  
Here

Kenneth J. Decker  
The Harber Group  
Decker & Associates  
67600 E. 246 Road  
Wyandotte, OK 74370

by mailer)

for Instructions

**SENDER: COMPLETE THIS SECTION**

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Kenneth J. Decker  
The Harber Group  
Decker & Associates  
67600 E. 246 Road  
Wyandotte, OK 74370

CD Notice 14-002 RF

2. Article Number (Copy from service label)

7000 0520 0022 7150 3325

PS Form 3811, July 1999

Domestic Return Receipt

**COMPLETE THIS SECTION ON DELIVERY**

A. Received by (Please Print Clearly) B. Date of Delivery

1-24-14

C. Signature

x *Larry Cox*

- Agent
- Addressee

D. Is delivery address different from item 1?  Yes  
If YES, enter delivery address below:  No

3. Service Type

- Certified Mail  Express Mail
- Registered  Return Receipt for Merchandise
- Insured Mail  C.O.D.

4. Restricted Delivery? (Extra Fee)

Yes

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