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COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF BANKING AND SECURITIES

PA DEPARTMENT OF  
BANKING AND SECURITIES

COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF BANKING AND  
SECURITIES, COMPLIANCE OFFICE

v.

DOCKET NO. 190001 (BNK-CAO)

FAIRFAX ACQUISITIONS FUND III, LP

**CONSENT AGREEMENT AND ORDER**

The Commonwealth of Pennsylvania, acting through the Department of Banking and Securities (“Department”), Compliance Office (“Office”), has reviewed the business practices of Fairfax Acquisitions Fund III, LP (“Fairfax”), and its officers, employees and directors. Based on the results of its review, it is the Office’s position that Fairfax operated in violation of the Consumer Credit Code (“CCC”) as related to motor vehicle sales finance, 12 Pa. C.S. § 6201 *et seq.* Fairfax, without admitting wrongdoing, in lieu of litigation and for purposes of settlement of the above-captioned matter, hereby stipulates that the following statements are true and correct summaries of the allegations in the settlement of the above-captioned matter and, intending to be legally bound, hereby agrees to the terms of this Consent Agreement and Order (“Order”).

**BACKGROUND**

1. The Department is the Commonwealth of Pennsylvania’s administrative agency authorized and empowered to administer and enforce the CCC.
2. Fairfax’s principal place of business is located at 8350 N Central Expressway, Suite 600 Dallas, TX 75206.
3. Under the CCC, a license is required for a person who is engaged in this Commonwealth as a “sales finance company.” 12 Pa. C.S. § 6211(a)(2).

4. The CCC defines a “sales finance company” to include “[a] person in the business of acquiring, investing in or lending money or credit on the security of an installment sale contract or any interest in the contract, whether by discount, purchase or assignment of the contract, or otherwise.” 12 Pa. C.S. § 6202.

5. Without being licensed as a sales finance company license, Fairfax purchased charged off installment sale contracts for motor vehicles purchased by Pennsylvania residents.

#### **AUTHORITY OF THE DEPARTMENT**

6. The CCC grants the Department the authority to issue orders as may be necessary for the enforcement of the CCC, 12 Pa. C.S. § 6203(a)(5).

7. Section 6274 of the CCC provides that “[a] person required to be licensed under this chapter that violates this chapter, directs a violation of this chapter or engages in an activity for which a license could be suspended or revoked under section 6218 (relating to revocation or suspension of license) shall be subject to a civil penalty levied by the department of not more than \$2,000 for each offense.” Pa. C.S. § 6274.

#### **VIOLATIONS**

8. The Department contends that Fairfax violated Section 6211(a)(2) of the CCC when it engaged in the business of a motor vehicle sales finance company while unlicensed. 12 Pa. C.S. § 6211(a)(2).

#### **RELIEF**

9. Fine. Fairfax agrees to pay a fine of four thousand two hundred fifty dollars (\$4,250). Payment is due within thirty (30) days of the Effective Date of the Order as defined in paragraph 17 below. The payment shall be made by ACH or wire transfer, or if ACH or wire transfer is unavailable by certified check, cashier’s check, teller’s check or money order made payable to the “Department of Banking and Securities” and shall be mailed to the attention of: Department of Banking and Securities, Compliance Office, 17 N. Second Street, Suite 1300, Harrisburg, PA 17101-2290.

10. Corrective Action. Upon the Effective Date of the Order, Fairfax shall not purchase motor vehicle sales finance contracts in Pennsylvania unless and until Fairfax is licensed as a sales finance company under the CCC.

#### **FURTHER PROVISIONS**

11. Consent. Fairfax hereby knowingly, willing, voluntarily and irrevocably consents to the entry of this Order pursuant to the Department's order authority under the CCC and agrees that it understands all of the terms and conditions contained herein. Fairfax, by voluntarily entering into this Order, waives any right to a hearing or appeal concerning the terms, conditions and/or obligations set forth in this Order.

12. Consumer's Rights. This Order shall not limit or impair a consumer's rights under the CCC. 12 pa. C.S. § 6236. (69 P.S § 635).

13. Publication. The Department will publish this Order pursuant to its authority in Section 302A(5) of the Department of Banking and Securities Code. 71 P.S. § 733-302.A.(5).

14. Entire Agreement. This Order contains the whole agreement between the parties. There are no other terms, obligations, covenants, representations, statements, conditions, or otherwise, of any kind whatsoever concerning this Order. This Order may be amended in writing by mutual agreement by the Department and Fairfax.

15. Binding Nature. The Department, Fairfax, and all officers, owners, directors, employees, heirs and assigns of Fairfax intend to be and are legally bound by the terms of this Order.

16. Counsel. This Order is entered into by the parties upon full opportunity for legal advice from legal counsel.

17. Effectiveness. The Order shall become effective on the date that the Department's Legal Division docket and executes this Order. ("Effective Date").

18. Other Enforcement Action.

- a. The Department reserves all of its rights, duties, and authority to enforce all statutes, rules, and regulations under its jurisdiction

against Fairfax in the future regarding all matters not resolved by this Order.

- b. Fairfax acknowledges and agrees that this Order is only binding upon the Department and not any other local, state or federal agency, department or office regarding matters within this Order.

19. Authorization. The parties below are authorized to execute this Order and legally bind their respective parties.

20. Counterparts. This Order may be executed in separate counterparts and by facsimile or electronic mail in portable documents format "PDF."

21. Titles. The titles used to identify the paragraphs of this document are for the convenience of reference only and do not control the interpretation of this document.

**WHEREFORE**, in consideration of the foregoing, including the recital paragraph, the Department of Banking and Securities, Compliance Office, and Fairfax Acquisitions Fund III, LP intending to be legally bound, do hereby execute this Consent Agreement and Order.

**FOR THE COMMONWEALTH OF PENNSYLVANIA, DEPARTMENT OF BANKING AND SECURITIES, COMPLIANCE OFFICE**

**FOR FAIRFAX ACQUISITIONS FUND III,LP**

Redacted

Redacted

James Keiser, Chief Compliance Officer  
Department of Banking and Securities

Redacted  
(Officer Signature)

Daniel Fulgham  
(Print Officer Name)

CEO  
(Title)

January 8, 2019

Date: January 8, 2019

