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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, BUREAU OF SECURITIES	:	
COMPLIANCE AND EXAMINATIONS	:	Docket No. : <u>216034</u> (SEC-OSC)
	:	
v.	:	
	:	
DANIEL J. REISINGER d/b/a	:	
SAFE INVESTING SERVICES	:	

NOTICE TO ANSWER AND REQUEST A HEARING

You have the right to challenge the attached Order to Show Cause ("Order") by filing an Answer, in writing, with the Docket Clerk **within 30 days** of the date of this Order as required by 1 Pa. Code § 35.37. **If you do not file an Answer within 30 days, then you will waive your right to a hearing and the Banking and Securities Commission ("Commission") may enter a final order against you.**

Your Answer must be in writing. Your Answer must specifically admit or deny the allegations in this Order, set forth the facts you rely upon, and state concisely the law upon which you rely. General denials of the allegations set forth in the Order are not sufficient; you must support your denials with specific facts. Failure to support your denials with specific facts may cause the Commission to deem the facts in the Order as admitted and to enter a final order against you, without a hearing.

The Answer and any other documents must be filed via first-class mail and electronic mail with the Docket Clerk:

Eileen Smith, Docket Clerk
Pennsylvania Department of Banking and Securities
17 North Second Street, Suite 1300
Harrisburg, Pennsylvania 17101
Email: RA-BNDOCKETCLERK@pa.gov

Further, you must serve a copy of the Answer and any other documents on the person who signed the Order by providing a hard and electronic copy to his or her counsel indicated below:

Office of Chief Counsel
Pennsylvania Department of Banking and Securities
17 North Second Street, Suite 1300
Harrisburg, Pennsylvania 17101
Email: RA-BNChiefCounsel@pa.gov

Once you file your Answer, you will be notified of pertinent information such as the name of the presiding officer designated by the Commission to hear this matter and, if a hearing is scheduled, the date, time, and location of the hearing. You have the right to be represented by an attorney.

The hearing and all other procedural matters will be governed by the Pennsylvania Administrative Agency Law, 2 Pa.C.S. §§ 501-508, 701-704, and the General Rules of Administrative Practice and Procedure, 1 Pa. Code §§ 31.1.-35.251.

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DEPARTMENT OF BANKING AND SECURITIES

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PA DEPARTMENT OF
BANKING AND SECURITIES

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF BANKING AND
SECURITIES, BUREAU OF SECURITIES
COMPLIANCE AND EXAMINATIONS

Docket No. : 21 00.34 (SEC-OSC)

v.

DANIEL J. REISINGER d/b/a
SAFE INVESTING SERVICES

ORDER TO SHOW CAUSE

You, Daniel J. Reisinger d/b/a Safe Investing Services ("Respondent Reisinger"), are notified that the Department of Banking and Securities ("Department"), through the Bureau of Securities Compliance and Examinations ("Bureau") hereby **ORDERS YOU TO SHOW CAUSE** why the Banking and Securities Commission ("Commission") should not impose the sanctions and remedies described below. Specifically, this proceeding is instituted pursuant to 1 Pa. Code § 35.14 to determine:

- (1) whether the allegations set forth below are true; and
- (2) if these allegations are true, whether there has been a violation of the Pennsylvania Securities Act of 1972 ("1972 Act") or of the regulations promulgated thereunder; and
- (3) if so, whether the sanctions and remedies proposed by the Bureau should be imposed by the Commission.

The Bureau alleges the following facts and violations of law for the purpose of tentatively framing the issues for consideration by the Commission. The Commission may consider this

matter directly, or may designate a hearing officer to issue a recommended decision prior to the Commission issuing a final order.

**STATEMENT OF THE PARTICULARS AND MATTERS
CONCERNING WHICH THE BUREAU IS INQUIRING**

PARTIES

1. The Department is the Commonwealth of Pennsylvania's administrative agency authorized and empowered to administer and enforce the 1972 Act.

2. The Bureau is primarily responsible for administering and enforcing the 1972 Act for the Department.

3. The Bureau operates from the Department's main office located at 17 North Second Street, Suite 1300, Harrisburg, Pennsylvania 17101.

4. Respondent Reisinger (CRD #1838394) was, at all times material herein, an individual with addresses at: Redacted ; and

Redacted

FACTUAL ALLEGATIONS

1 Global Capital, LLC Notes

5. 1 Global Capital, LLC ("1 Global") was, at all times material herein, a Florida limited liability company with an address at 1250 East Hallendale Beach Boulevard, #605, Hallendale Beach, Florida 33009.

6. 1 Global was, at all times material herein, engaged in the business of providing working capital to merchants through the purchase of an interest in a designated portion of the merchant's future accounts and receivables.

7. At all times material herein, 1 Global offered for sale "Memoranda of Indebtedness" ("1 Global Notes") to investors.

8. From in or about June 2017 to June 2018, Respondent Reisinger offered and sold at least three (3) 1 Global Notes to at least three (3) Pennsylvania residents ("PA Residents") for an aggregate amount of at least \$175,000.

9. The term of the 1 Global Notes ranged from nine (9) months to twelve (12) months.

10. The rate of return for the 1 Global Notes ranged from four percent (4%) to eight percent (8%) per annum.

11. For Respondent Reisinger's sale of the 1 Global Notes, Respondent Reisinger received at least \$2,296.88 in compensation from 1 Global.

12. The 1 Global Notes described above are "securities" within the meaning of Section 102(t) of the 1972 Act, 70 P.S. § 1-102(t).

13. 1 Global is the "issuer" of the 1 Global Notes within the meaning of Section 102(l) of the 1972 Act, 70 P.S. § 1-102(l).

14. Respondent Reisinger represented 1 Global in effecting or attempting to effect purchases or sales of the 1 Global Notes in Pennsylvania.

15. Respondent Reisinger was neither a registered agent pursuant to Section 301(a) of the 1972 Act, 70 P.S. § 1-301(a), nor exempt from registration.

16. Respondent Reisinger failed to provide some or all of the PA Residents with financial statements regarding 1 Global, which disclosure would have been material for a

reasonable investor to make an informed decision. To the extent that 1 Global did not have disclosure documents, Respondent Reisinger failed to disclose their nonexistence, which would have been material for a reasonable investor to make an informed investment decision.

17. Respondent Reisinger failed to disclose the following material information concerning some or all of the following to some or all of the PA Residents:

- a. The financial condition of 1 Global;
- b. The financial risk of investing in the 1 Global Notes;
- c. The identity and background of the corporate officers of 1 Global; and
- d. 1 Global's operating history.

18. To date, 1 Global has been unable to fulfill its financial obligations to some or all of the PA Residents, and 1 Global has consequently defaulted on payments to some or all of the PA Residents.

Woodbridge Investment Fund Units

19. Woodbridge Structured Funding, LLC ("WSF") was, at all times material herein, a Delaware limited liability company with an address at 14225 Ventura Boulevard, Suite 100, Sherman Oaks, California 91423.

WMIF2 Units

20. Woodbridge Mortgage Investment Fund 2, LLC ("WMIF2") was, at all times material herein, a Delaware limited liability company with an address at 14225 Ventura Boulevard, Suite 100, Sherman Oaks, California 91423.

21. WMIF2's "Confidential Offering Memorandum" ("WMIF2 Offering Memorandum") states the following:

- a. WMIF2 is engaged in the business of investing “in both domestic and foreign first mortgages and other real estate ventures”;
- b. Robert Shapiro (“Shapiro”) is the president and chief executive officer of WMIF2;
- c. WMIF2 is offering for sale 250 units of interest in WMIF2 (“WMIF2 Units”);
- d. WMIF2 is seeking a total capitalization of \$25 million;
- e. The purchase price of a WMIF2 Unit is \$100,000;
- f. “Each [WMIF2] Unit will entitle the investor to a 10% return in the aggregate plus an additional 2% accrued preferred dividend after 5 years from the date of Purchase of each respective [WMIF2] Unit”; and
- g. “The management of the company shall be vested in its Managing Member,” and the “initial Managing Member shall be WMF Management, LLC.”

22. In February 2014, WMIF2 filed a Form D, Notice of Exempt Offering of Securities with the Department, claiming reliance on Rule 506 of Regulation D for WMIF2’s offer and sale of the WMIF2 Units.

23. According to the WMIF2 Offering Memorandum, WMIF2 is an affiliate of WSF.

24. From in or about June 2016 to December 2016, Respondent Reisinger offered and sold at least three (3) WMIF2 Units to at least three (3) PA Residents for an aggregate amount of at least \$251,000.

25. The rate of return for the WMIF2 Units was six percent (6%) per annum.

26. For Respondent Reisinger’s sale of the WMIF2 Units, Respondent Reisinger received at least \$11,695 in compensation from WSF.

27. WSF and WMIF2 are “affiliates” within the meaning of Section 102(b) of the 1972 Act, 70 P.S. § 1-102(b).

28. The WMIF2 Units described above are “securities” within the meaning of Section 102(t) of the 1972 Act, 70 P.S. § 1-102(t).

29. WMIF2 is the “issuer” of the WMIF2 Units within the meaning of Section 102(l) of the 1972 Act, 70 P.S. § 1-102(l).

30. Respondent Reisinger represented WMIF2 in effecting or attempting to effect purchases or sales of the WMIF2 Units in Pennsylvania.

31. Respondent Reisinger was neither a registered agent pursuant to Section 301(a) of the 1972 Act, 70 P.S. § 1-301(a), nor exempt from registration.

32. Respondent Reisinger failed to provide some or all of the PA Residents with financial statements regarding WMIF2, which disclosure would have been material for a reasonable investor to make an informed decision. To the extent that WMIF2 did not have disclosure documents, Respondent Reisinger failed to disclose their nonexistence, which would have been material for a reasonable investor to make an informed investment decision.

33. Respondent Reisinger failed to disclose the following material information concerning some or all of the following to some or all of the PA Residents:

- a. The financial condition of WMIF2;
- b. The financial risk of investing in the WMIF2 Units;
- c. The identity and background of the corporate officers of WMIF2; and,
- d. WMIF2’s operating history.

34. To date, WMIF2 has been unable to fulfill its financial obligations to some or all of the PA Residents, and WMIF2 has consequently defaulted on payments to some or all of the PA Residents.

WMIF3 Units

35. Woodbridge Mortgage Investment Fund 3, LLC ("WMIF3") was, at all times material herein, a Delaware limited liability company with an address at 14225 Ventura Boulevard, Suite 100, Sherman Oaks, California 91423.

36. WMIF3's "Confidential Offering Memorandum" ("WMIF3 Offering Memorandum") states the following:

- a. WMIF3 is engaged in the business of investing "in both domestic and foreign first mortgages, mezzanine financing, construction loans, and other real estate ventures";
- b. Shapiro is the president and chief executive officer of WMIF3;
- c. WMIF3 is offering for sale 500 units of interest in WMIF3 ("WMIF3 Units");
- d. WMIF3 is seeking a total capitalization of \$50 million;
- e. The purchase price of a WMIF3 Unit is \$100,000;
- f. "Each [WMIF3] Unit will entitle the investor to a 10% return in the aggregate plus an additional 2% accrued preferred dividend after 5 years from the date of Purchase of each respective [WMIF3] Unit"; and
- g. "The management of the company shall be vested in its Managing Member," and the "initial Managing Member shall be WMF Management, LLC."

37. In November 2014, WMIF3 filed a Form D, Notice of Exempt Offering of Securities with the Department, claiming reliance on Rule 506 of Regulation D for WMIF3's offer and sale of the WMIF3 Units.

38. According to the WMIF3 Offering Memorandum, WMIF3 is an affiliate of WSF.

39. From in or about September 2016 to October 2016, Respondent Reisinger offered and sold at least two (2) WMIF3 Units to at least two (2) PA Residents for an aggregate amount of at least \$127,500.

40. The rates of return of the WMIF3 Units ranged from five percent (5%) to six percent (6%) per annum.

41. For Respondent Reisinger's sales of the WMIF3 Units, Respondent Reisinger received at least \$3,590 in compensation from WSF.

42. WSF and WMIF3 are "affiliates" within the meaning of Section 102(b) of the 1972 Act, 70 P.S. § 1-102(b).

43. The WMIF3 Units described above are "securities" within the meaning of Section 102(t) of the 1972 Act, 70 P.S. § 1-102(t).

44. WMIF3 is the "issuer" of the WMIF3 Units within the meaning of Section 102(l) of the 1972 Act, 70 P.S. § 1-102(l).

45. Respondent Reisinger represented WMIF3 in effecting or attempting to effect purchases or sales of the WMIF3 Units in Pennsylvania.

46. Respondent Reisinger was neither a registered agent pursuant to Section 301(a) of the 1972 Act, 70 P.S. § 1-301(a), nor exempt from registration.

47. Respondent Reisinger failed to provide some or all of the PA Residents with financial statements regarding WMIF3, which disclosure would have been material for a

reasonable investor to make an informed decision. To the extent that WMIF3 did not have disclosure statements, Respondent Reisinger failed to disclose their nonexistence, which would have been material for a reasonable investor to make an informed investment decision.

48. Respondent Reisinger failed to disclose the following material information concerning some or all of the following to some or all of the PA Residents:

- a. The financial condition of WMIF3
- b. The financial risk of investing in the WMIF3 Units;
- c. The identity and background of the corporate officers of WMIF3; and
- d. WMIF3's operating history.

49. To date, WMIF3 has been unable to fulfill its financial obligations to some or all of the PA Residents, and WMIF3 has consequently defaulted on payments to some or all of the PA Residents.

WMIF3A Units

50. Woodbridge Mortgage Investment Fund 3A, LLC ("WMIF3A") was, at all times material herein, a Delaware limited liability company with an address at 14225 Ventura Boulevard, Suite 100, Sherman Oaks, California 91423.

51. WMIF3A's "Confidential Offering Memorandum" ("WMIF3A Offering Memorandum") states the following:

- a. WMIF3A is engaged in the business of investing "in domestic first mortgages, mezzanine financing, construction loans, and other real estate ventures";
- b. Shapiro is the president and chief executive officer of WMIF3A;
- c. WMIF3A is offering for sale 1,000 "Preferred Incentive Units" in WMIF3A ("WMIF3A Units");

- d. WMIF3A is seeking a total capitalization of \$100 million;
- e. The purchase price of a WMIF3A Unit is \$100,000;
- f. "Each [WMIF3A] Unit will entitle the investor to a 10% return in the aggregate plus an additional 2% accrued preferred dividend after 5 years from the date of Purchase of each respective [WMIF3A] Unit"; and
- g. "The management of the company shall be vested in its Managing Member," and the "initial Managing Member shall be WMF Management, LLC."

52. In February 2016, WMIF3A filed a Form D, Notice of Exempt Offering of Securities with the Department, claiming reliance on Rule 506 of Regulation D for WMIF3A's offer and sale of the WMIF3A Units.

53. According to the WMIF3A Offering Memorandum, WMIF3A is an affiliate of WSF.

54. From in or about May 2016 to April 2017, Respondent Reisinger offered and sold at least four (4) WMIF3A Units to at least four (4) PA Residents for an aggregate amount of at least \$211,700.

55. The rate of return for the WMIF3A Units ranged from five and one-half percent (5.5%) to eight percent (8%) per annum.

56. For Respondent Reisinger's sales of the WMIF3A Units, Respondent Reisinger received at least \$12,109.50 in compensation from WSF.

57. WSF and WMIF3A are "affiliates" within the meaning of Section 102(b) of the 1972 Act, 70 P.S. § 1-102(b).

58. The WMIF3A Units described above are "securities" within the meaning of Section 102(t) of the 1972 Act, 70 P.S. § 1-102(t).

59. WMIF3A is the "issuer" of the WMIF3A Units within the meaning of Section 102(l) of the 1972 Act, 70 P.S. § 1-102(l).

60. Respondent Reisinger represented WMIF3A in effecting or attempting to effect purchases or sales of the WMIF3A Units in Pennsylvania.

61. Respondent Reisinger was neither a registered agent pursuant to Section 301(a) of the 1972 Act, 70 P.S. § 1-301(a), nor exempt from registration.

62. Respondent Reisinger failed to provide some or all of the PA Residents with financial statements regarding WMIF3A, which disclosure would have been material for a reasonable investor to make an informed decision. To the extent that WMIF3A did not have disclosure documents, Respondent Reisinger failed to disclose their nonexistence, which would have been material for a reasonable investor to make an informed investment decision.

63. Respondent Reisinger failed to disclose the following material information concerning some or all of the following to some or all of the PA Residents:

- a. The financial condition of WMIF3A;
- b. The financial risk of investing in the WMIF3A Units;
- c. The identity and background of the corporate officers of WMIF3A; and
- d. WMIF3A's operating history.

64. To date, WMIF3A has been unable to fulfill its financial obligations to some or all of the PA Residents, and WMIF3A has consequently defaulted on payments to some or all of the PA Residents.

WMIF4 Units

65. Woodbridge Mortgage Investment Fund 4, LLC (“WMIF4”) was, at all times material herein, a Delaware limited liability company with an address at 14225 Ventura Boulevard, Suite 100, Sherman Oaks, California 91423.

66. WMIF4’s “Confidential Offering Memorandum” (“WMIF4 Offering Memorandum”) states the following:

- a. WMIF4 is engaged in the business of investing “in domestic first mortgages, mezzanine financing, construction loans, and other real estate ventures”;
- b. Shapiro is the president and chief executive officer of WMIF4;
- c. WMIF4 is offering for sale 1,000 “Preferred Incentive Units” in WMIF4 (“WMIF4 Units”);
- d. WMIF4 is seeking a total capitalization of \$100 million;
- e. The purchase price of a WMIF4 Unit is \$100,000;
- f. “Each [WMIF4] Unit will entitle the investor to a return of ten percent (10%) per annum plus an additional 2% accrued preferred dividend after five years from the date of Purchase of each respective [WMIF4] Unit”; and
- g. “The management of the company shall be vested in its Managing Member,” and the “initial Managing Member shall be WMF Management, LLC.”

67. In December 2016, WMIF4 filed a Form D, Notice of Exempt Offering of Securities with the Department, claiming reliance on Rule 506 of Regulation D for WMIF4’s offer and sale of the WMIF4 Units.

68. According to the WMIF4 Offering Memorandum, WMIF4 is an affiliate of WSF.

69. From in or about February 2017 to August 2017, Respondent Reisinger offered and sold at least eight (8) WMIF4 Units to at least seven (7) PA Residents for an aggregate amount of at least \$442,500.

70. The rate of return for the WMIF4 Units ranged from five percent (5%) to eight percent (8%) per annum.

71. For Respondent Reisinger's sale of the WMIF4 Units, Respondent Reisinger received at least \$14,223.33 in compensation from WSF.

72. WSF and WMIF4 are "affiliates" within the meaning of Section 102(b) of the 1972 Act, 70 P.S. § 1-102(b).

73. The WMIF4 Units described above are "securities" within the meaning of Section 102(t) of the 1972 Act, 70 P.S. § 1-102(t).

74. WMIF4 is the "issuer" of the WMIF4 Units within the meaning of Section 102(l) of the 1972 Act, 70 P.S. § 1-102(l).

75. Respondent Reisinger represented WMIF4 in effecting or attempting to effect purchases or sales of the WMIF4 Units in Pennsylvania.

76. Respondent Reisinger was neither a registered agent pursuant to Section 301(a) of the 1972 Act, 70 P.S. § 1-301(a), nor exempt from registration.

77. Respondent Reisinger failed to provide some or all of the PA Residents with financial statements regarding WMIF4, which disclosure would have been material for a reasonable investor to make an informed decision. To the extent that WMIF4 did not have disclosure documents, Respondent Reisinger failed to disclose their nonexistence, which would have been material for a reasonable investor to make an informed investment decision.

78. Respondent Reisinger failed to disclose the following material information concerning some or all of the following to some or all of the PA Residents:

- a. The financial condition of WMIF4;
- b. The financial risk of investing in the WMIF4 Units;
- c. The identity and background of the corporate officers of WMIF4; and
- d. WMIF4's operating history.

79. To date, WMIF4 has been unable to fulfill its financial obligations to some or all of the PA Residents, and WMIF4 has consequently defaulted on payments to some or all of the PA Residents.

Mariner MCA Income Fund, LLC Notes

80. Mariner MCA Income Fund, LLC ("Mariner Fund") was, at all times material herein, a Delaware limited liability company with an address at 1702 Kirkwood Highway, Suite 2A, Wilmington, Delaware 19805.

81. At all times material herein, Mariner Fund offered for sale promissory notes ("Mariner Notes") to investors.

82. Mariner Fund's "Confidential Private Placement Offering Memorandum" states the following:

- a. Mariner Fund offered the Mariner Notes, each with a term of one (1) year, at various interest rates between eight percent (8%) and fifteen percent (15%) per annum, based upon the amount invested in each Mariner Note;
- b. "The proceeds from the sales of the Notes will be used to purchase promissory notes and other similar debt instruments offered and sold by companies which provide "Merchant Cash Advance" financing (the "MCA Debt Obligations").

Merchant Cash Advance financing is a form of commercial financing in which the financing company purchases a portion of a businesses' future accounts receivable in exchanges for an immediate payment of money. The Company will use the payments received from the MCA Debt Obligations to repay the Notes.”; and

- c. “Dan Reisinger is the sole Member of the Company and, as such, will make all investment decisions on behalf of the Company and will be solely responsible for the development and implementation of the Company’s investment policy and strategy.”

83. In December 2018, Mariner Fund filed a Form D, Notice of Exempt Offering of Securities with the Department, claiming reliance on Rule 506 of Regulation D for Mariner Fund’s offer and sale of the Mariner Notes.

84. From in or about January 2020 to June 2020, Respondent Reisinger offered and sold at least nine (9) Mariner Notes to at least seven (7) PA Residents for an aggregate amount of at least \$1,598,500.

85. The proceeds from the sale of the Mariner Notes were used by Mariner Fund to purchase promissory notes (“CBSG Notes”) issued by Complete Business Solutions Group, Inc. d/b/a PAR Funding (“CBSG”).

86. Respondent Reisinger and Mariner Fund are “affiliates” within the meaning of Section 102(b) of the 1972 Act, 70 P.S. § 1-102(b).

87. The Mariner Notes described above are “securities” within the meaning of Section 102(t) of the 1972 Act, 70 P.S. § 1-102(t).

88. Mariner Fund is the “issuer” of the Mariner Notes within the meaning of Section 102(l) of the 1972 Act, 70 P.S. § 1-102(l).

89. Respondent Reisinger failed to provide some or all of the PA Residents with financial statements regarding Mariner Fund, which disclosure would have been material for a reasonable investor to make an informed decision. To the extent that Mariner Fund did not have disclosure statements, Respondent Reisinger failed to disclose their nonexistence, which would have been material for a reasonable investor to make an informed investment decision.

90. Respondent Reisinger failed to disclose the following material information concerning some or all of the following to some or all of the PA Residents:

- a. On or about November 28, 2018, the Department entered into a Consent Agreement and Order, Docket Number 180098 (SEC-CAO) with CBSG which found that CBSG engaged unregistered agents in connection with the offer and sale of CBSG Notes and ordered CBSG to pay an administrative assessment;
- b. On or about December 27, 2018, the New Jersey Bureau of Securities entered a Summary Order to Cease and Desist against CBSG which found that CBSG offered and sold unregistered securities through unregistered agents and ordered that CBSG cease the above activity;
- c. The financial condition of Mariner Fund;
- d. The financial risk of investing in the Mariner Notes;
- e. The identity and background of the corporate officers of Mariner Fund; and
- f. Mariner Fund’s operating history.

COUNTS

Violation of Section 301(a) of the 1972 Act, 70 P.S. § 1-301(a)

20 Counts

91. Paragraphs 1 through 90 are incorporated herein by reference as if set forth in their entirety.

92. By engaging in the acts and conduct set forth in paragraphs 4 through 15, paragraphs 20 through 31, paragraphs 35 through 46, paragraphs 50 through 61, and paragraphs 65 through 76 above, Respondent Reisinger effected transactions in securities in Pennsylvania while neither registered nor exempt from registration in willful violation of Section 301(a) of the 1972 Act, 70 P.S. § 1-301(a).

Violation of Section 401(b) of the 1972 Act, 70 P.S. § 1-401(b)

29 Counts

93. Paragraphs 1 through 92 are incorporated herein by reference as if set forth in their entirety.

94. By engaging in the acts and conduct set forth in paragraphs 4 through 17, paragraphs 20 through 33, paragraphs 35 through 48, paragraphs 50 through 63, paragraphs 65 through 78, and paragraphs 80 through 90 above, Respondent Reisinger, in connection with the offer, sale, or purchase of the 1 Global Notes, WMIF2 Units, WMIF3 Units, WMIF3A Units, WMIF4 Units, and Mariner Notes, omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, in willful violation of Section 401(b) of the 1972 Act, 70 P.S. § 1-401(b).

Violation of Section 401(c) of the 1972 Act, 70 P.S. § 1-401(c)

20 Counts

95. Paragraphs 1 through 94 are incorporated herein by reference as if set forth in their entirety.

96. By engaging in the acts and conduct set forth in paragraphs 4 through 18, paragraphs 20 through 34, paragraphs 35 through 49, paragraphs 50 through 64, and paragraphs 65 through 79 above, Respondent Reisinger, in connection with the offer, sale, or purchase of the 1 Global Notes, WMIF2 Units, WMIF3 Units, WMIF3A Units, and WMIF4 Units, engaged in an act, practice, or course of business which operates or would operate as a fraud or deceit upon any person, in willful violation of Section 401(c) of the 1972 Act, 70 P.S. § 1-401(c).

SANCTIONS AND REMEDIES

WHEREAS, the Bureau respectfully requests the penalties and relief pursuant to its authority under the 1972 Act:

1. That an order be issued pursuant to Section 305 of the 1972 Act, 70 P.S. § 1-305, that the registration of Respondent Reisinger be suspended, revoked, or conditioned, or that Respondent Reisinger be censured.

2. That an order be issued pursuant to Section 512 of the 1972 Act, 70 P.S. § 1-512, which bars, conditionally or unconditionally, and either permanently or for such period of time as may be determined, Respondent Reisinger from:

- a. Representing an issuer offering or selling securities in this State;
- b. Acting as a promoter, officer, director or partner of an issuer (or an individual occupying a similar status or performing similar functions)

offering or selling securities in this State or of a person who controls or is controlled by such issuer;

- c. Being registered as a broker-dealer, agent, investment adviser or investment adviser representative under Section 301 of the 1972 Act;
- d. Being an affiliate of any person registered under Section 301 of the 1972 Act; or
- e. Relying upon an exemption from registration contained in Section 202, 203 or 302 of the 1972 Act.

3. That Respondent Reisinger be ordered to pay the costs of the investigation pursuant to Section 602.1(b) of the 1972 Act, 70 P.S. §1-602.1(b).

4. That Respondent Reisinger be ordered to pay an administrative assessment for each act or omission constituting a willful violation of the 1972 Act, pursuant to Section 602.1(c) of the 1972 Act, 70 P.S. §1-602.1(c).

IT IS SO ORDERED.

FOR THE COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF BANKING AND SECURITIES
BUREAU OF SECURITIES COMPLIANCE AND
EXAMINATIONS

Redacted

Eric Pistilli
Acting Deputy Secretary of Securities

Dated: 05/24/2021

FILED

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COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF BANKING AND SECURITIES

DEPARTMENT OF
BANKING AND SECURITIES

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF BANKING AND
SECURITIES, BUREAU OF SECURITIES
COMPLIANCE AND EXAMINATIONS

Docket No. : 21 0034 (SEC-OSC)

v.

DANIEL J. REISINGER d/b/a
SAFE INVESTING SERVICES

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a copy of the foregoing *Order to Show Cause* upon the parties below, who constitute the only parties of record in this proceeding, in accordance with the requirements of 1 Pa. Code §§ 33.35, 33.36 and 33.37:

BY CERTIFIED AND FIRST-CLASS MAIL

Daniel J. Reisinger d/b/a Safe Investing Services

Redacted

Dated this 25th day of May, 2021

Redacted

Eileen Smith
Legal Office Administrator
Office of Chief Counsel
FOR: Commonwealth of Pennsylvania
Department of Banking and Securities
Market Square Plaza
17 North Second Street, Suite 1300
Harrisburg, PA 17101
(717) 787-1471