

STATE OF MAINE
OFFICE OF SECURITIES
121 STATE HOUSE STATION
AUGUSTA, MAINE 04333

_____)	
IN THE MATTER OF:)	
CHARLES S. CLARK and)	CONSENT AGREEMENT
CLARK & STUART, INC.)	No. 03-037-CAG
_____)	

This agreement is entered into between the State of Maine Securities Administrator (“Securities Administrator”) and Charles S. Clark (“Clark”), CRD #861962, and Clark & Stuart, Inc. (“C&S”), a Maine corporation with its principal place of business in Portland, Maine

WHEREAS, the parties agree as follows:

1. On July 11, 2003, the State of Maine and the Securities Administrator commenced a civil action against Clark and C&S in the Cumberland County Superior Court, No. 03-390 (“the State’s action”), alleging a violation of 32 M.R.S.A. § 10203, which among other things prohibits investment advisers or their employees from engaging in any act “which operates or would operate as a fraud or deceit upon any client.” Clark and C&S denied violating the statute. That civil suit remains pending.
2. On November 10, 2003, Clark and C&S commenced a civil action against Joan and Leonard Alley in the Cumberland County Superior Court, No. 03-619 (“the Defamation action”), alleging that the Alleys had defamed Clark and C&S by making statements that accused Clark and C&S of the conduct alleged in the State’s action. The Alleys denied liability for defamation. That suit remains pending.
3. On December 5, 2003, after Clark attempted to voluntarily withdraw his Maine sales representative license, the Securities Administrator issued a Notice of Intent to Revoke [Clark’s] Sales Representative License and Bar Him from Association (the “Notice of Intent”). Along with the conduct alleged in the State’s action, the Notice of Intent alleged that Clark had acted as an unlicensed investment adviser representative since September of 2002 in violation of 32 M.R.S.A. § 10303(1). That administrative action was stayed by agreement pending the outcome of the State’s action.

4. Clark is not currently licensed as a sales representative or an investment adviser representative in Maine.
5. All parties desire an expeditious resolution of the civil and administrative matters described above.

NOW THEREFORE, without trial or adjudication of any issue of fact or law, and without Clark or C&S admitting the Securities Administrator's allegations that they have violated the Revised Maine Securities Act, it is agreed that:

1. Within thirty days after the date that he signs this Consent Agreement, Clark shall pay \$13,000 to the Securities Administrator to be distributed in accordance with a separate agreement between the parties.
2. Within ten days after receiving releases from the Alleys, Clark and C&S shall dismiss the Defamation action with prejudice.
3. Within ten days after receiving the \$13,000 payment and confirmation that the Defamation action has been dismissed, the State and Securities Administrator shall dismiss the State's action with prejudice.
4. The proceedings referenced in the Notice of Intent are resolved by execution of this Consent Agreement. Clark shall be permitted to withdraw his license as a sales representative of Bangor Securities without opposition from the Securities Administrator and the Securities Administrator waives any right to reopen these proceedings.
5. Clark may reapply for licensing in Maine as a sales representative or investment adviser representative on or after July 29, 2004. Should Clark reapply on or after that date, the Securities Administrator will not consider the conduct addressed by the State's action or the Notice of Intent including without limitation the allegations referenced in paragraph 3 on page 1 relating to Clark having acted as an unlicensed investment adviser representative since September 2002, in determining whether to license Clark, provided that nothing herein shall preclude the Securities Administrator from considering these matters solely for the purpose of determining whether a licensing action based on other grounds is in the public interest pursuant to 32 M.S.R.A § 10313(1) and (3).
6. This Consent Agreement is conditioned on the acceptance by Joan and Leonard Alley to its terms, which acceptance shall be evidenced by the Alleys providing releases to Clark and C&S as set forth above. If the Alleys fail to provide releases by March 19, 2004, this Consent Agreement shall be null and void.

March 17, 2004
Date

s/Charles S. Clark
Charles S. Clark

March 15, 2004
Date

s/Michael Stuart
Clark & Stuart, Inc.
By: Michael Stuart, Officer

March 19, 2004
Date

s/Christine A. Bruenn
Christine A. Bruenn
Securities Administrator

Presented by:

March 19, 2004
Date

s/Michael J. Colleran
Michael J. Colleran
Assistant Attorney General