
IN THE MATTER OF:

ARCHVIEW INVESTMENT GROUP LP
(IARD number 154787)

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STIPULATION AND AGREEMENT
No. ST-19-8471-S

WHEREAS, the Banking Commissioner (the “Commissioner”) is responsible for administering Chapter 672a of the Connecticut General Statutes, the Connecticut Uniform Securities Act (the “Act”) and Sections 36b-31-2 *et seq.* of the Regulations of Connecticut State Agencies (the “Regulations”) promulgated under the Act;

WHEREAS, Archview Investment Group LP (the “Adviser”) is an investment adviser formed under Delaware law on September 18, 2008. The Adviser maintains its current principal office at 687 Smith Ridge Road, New Canaan, Connecticut 06840 and renders investment advisory services exclusively to pooled investment vehicles with whom it is affiliated;

WHEREAS, on March 31, 2015, the Adviser reported on an amended Uniform Application For Investment Adviser Registration (Form ADV) filing that it had changed its principal place of business from 70 East 55th Street, 14th Floor, New York, New York 10022 to 750 Washington Boulevard, 10th Floor, Stamford, Connecticut 06901. On June 19, 2018, the Adviser reported on Form ADV that it had moved its principal place of business to 687 Smith Ridge Road, New Canaan, Connecticut. With the Adviser’s 2015 move to Connecticut, the address of record for its affiliated pooled investment vehicles likewise changed to reflect the Adviser’s Connecticut location;

WHEREAS, on August 26, 2010, the Adviser became registered as an investment adviser with the federal Securities and Exchange Commission under the Investment Advisers Act of 1940;

WHEREAS, Section 36b-6(c)(1) of the Act provides, in part, that: “No person shall transact business in this state as an investment adviser unless registered as such by the commissioner as provided in sections 36b-2 to 36b-34, inclusive, or exempted pursuant to subsection (e) of this section.” Section 36b-6(e) provides an exemption from state registration for “[a]ny investment adviser that (1) is registered or required to be registered under Section 203 of the Investment Advisers Act of 1940 . . . or (3) has no place of business in this state and, during the preceding twelve months, has had no more than five clients who are residents of this state. Any investment adviser claiming an exemption pursuant to subdivision (1) of

this subsection . . . shall first file with the commissioner a notice of exemption together with a consent to service of process as required by subsection (g) of section 36b-33 and shall pay to the commissioner or to any person designated by the commissioner in writing to collect such fee on behalf of the commissioner a nonrefundable fee . . . Such notice of exemption shall be valid until December thirty-first of the calendar year in which it was first filed and may be renewed annually thereafter upon submission of such information as the commissioner may require together with a nonrefundable fee . . .” Public Act 17-2 amended subsection (e) effective December 1, 2017 to increase the initial notice filing fee from \$250 to \$275 and the renewal fee from \$150 to \$175;

WHEREAS, after learning through independent means of the Adviser’s presence and activity in the state and its inability to claim the exemption in Section 36b-6(e)(3) of the Act, the Commissioner, through the Securities and Business Investments Division (the “Division”) of the Department of Banking, conducted a follow-up investigation pursuant to Section 36b-26 of the Act;

WHEREAS, as a result of such investigation, the Commissioner alleges that, from 2015 until October 15, 2018, the Adviser failed to make the investment advisory notice filing required by Section 36b-6(e) of the Act and failed to pay the fees required by that section;

WHEREAS, upon being apprised of the Division’s concerns, the Adviser made a notice filing and paid the fee required by Section 36b-6(e) of the Act on October 15, 2018 and renewed its notice filing for calendar year 2019;

WHEREAS, the Adviser has represented to the Division that it is in the process of winding down its operations;

WHEREAS, Chapter 54 of the Connecticut General Statutes permits the resolution of a contested case by stipulation or agreed settlement;

WHEREAS, the Adviser desires to settle the matters described herein relating to its notice filing delinquency and, without either admitting or denying the truth of the Commissioner’s allegations set forth hereinabove, voluntarily enters into this Stipulation and Agreement, acknowledging that this Stipulation and Agreement is in lieu of any court action or administrative proceeding adjudicating any issue of fact or law on the matters described herein;

WHEREAS, the Adviser, through its execution of this Stipulation and Agreement, voluntarily waives any rights it may have to seek judicial review or otherwise challenge or contest the terms and conditions of this Stipulation and Agreement;

WHEREAS, the Adviser fully understands that this Stipulation and Agreement will in no way preclude additional proceedings by the Commissioner against the Adviser for acts or omissions not specifically addressed in this Stipulation and Agreement or for acts and/or omissions that do not arise from the facts or transactions herein addressed;

NOW THEREFORE, THE PARTIES HERETO DO MUTUALLY AGREE AS FOLLOWS:

1. No later than the date this Stipulation and Agreement is executed by the Commissioner, the Adviser shall remit to the department by cashier's check, certified check or money order made payable to "Treasurer, State of Connecticut," the sum of two thousand six hundred twenty five dollars (\$2,625), two thousand dollars (\$2,000) of which shall constitute an administrative penalty and six hundred twenty five dollars (\$625) of which shall represent reimbursement for past due investment advisory notice filing fees;
2. The Adviser, its partners, affiliates, representatives and successors in interest shall refrain from engaging in conduct constituting or which would constitute a violation of the Act or the Regulations thereunder, including, without limitation, failing to observe the notice filing and fee requirements imposed by Section 36b-6(e) of the Act;
3. Execution of this Stipulation and Agreement by the Commissioner is without prejudice to the right of the Commissioner to take enforcement action against the Adviser or its successors in interest based upon a violation of this Stipulation and Agreement or the basis for its entry if the Commissioner determines that compliance is not being observed with the terms hereof or if any representation made by or on behalf of the Adviser in conjunction with the Division's investigation is subsequently determined to be untrue; and
4. This Stipulation and Agreement shall become binding when executed by the Adviser and the Commissioner.

IN WITNESS WHEREOF, the undersigned have executed this Stipulation and Agreement on the dates indicated.

Dated at Hartford, Connecticut
this 5th day of September 2019.

_____/s/_____
Jorge L. Perez
Banking Commissioner

I, Jeffrey Jacob, state on behalf of Archview Investment Group LP, that I have read the foregoing Stipulation and Agreement; that I know and fully understand its contents; that I am authorized to execute this Stipulation and Agreement on behalf of Archview Investment Group LP and that Archview Investment Group LP agrees freely and without threat or coercion of any kind to comply with the terms and conditions stated herein.

Archview Investment Group LP

By: Archview GP LLC, Its General Partner

By: _____/s/_____

Print Name__Jeffrey S. Jacob_____

Title: _____Partner_____

State of: [Blank in Original])

County of: [Blank in Original]) ss: [Blank in Original]

On this 27th day of August 2019, personally appeared Jeffrey Jacob, signer of the foregoing Stipulation and Agreement, who, being duly sworn, did acknowledge to me that he was authorized to execute the same on behalf of Archview Investment Group LP, a limited partnership, and acknowledged the same to be his free act and deed, before me.

_____/s/_____

Notary Public

My Commission Expires: 07/24/2021