

WHEREAS, Respondents agree to the investor protections and remedies set forth below, without admitting or denying the allegations of the Cease and Desist Order filed by the Division in this matter;

NOW, THEREFORE, IT IS HEREBY ORDERED, and Respondents expressly consent and agree that:

- A. They shall immediately cease and desist from transacting business in this State in violation of the Act, and in particular, S.C. Code Ann. §§ 35-1-301, 35-1-402 and 35-1-501 thereof; and
- B. Upon the Commissioner's execution of this Order, Respondents, jointly and severally, shall pay a total of ten thousand dollars (\$10,000.00) to the Division as a civil penalty. The first payment of five thousand dollars (\$5,000.00) shall be delivered to the Division along with Respondents' executed copy of this Order. Thereafter, twelve monthly payments shall be delivered to the Division beginning no later than the first day of the month following the month of execution. The first eleven monthly payments shall be in the amount of four hundred sixteen dollars and sixty-six cents (\$416.66), while the final payment shall be in the amount of four hundred sixteen dollars and seventy-four cents (\$416.74).

Upon execution by the Commissioner, this Consent Order resolves Administrative Proceeding 12009. This Order should not be interpreted to waive any (i) criminal cause of action, (ii) private cause of action that may have accrued to investors as a result of Respondents' participation in the activities described in the Cease and Desist Order, or (iii) other causes of action which may result from activities of Respondents not detailed therein or which may hereafter arise.

WE CONSENT:

Securities Division of the Office of the Attorney General

By: *Nancy Meyers*
Andrew J. MacLeod
Assistant Attorney General
Securities Division

Date: 11/10/13

Charles L. Smith,
On behalf of himself and Benchmark Capital Investment, LLC

By: *Charles L. Smith*

Date: 11/5/13

IT IS SO ORDERED this 13 day of November, 2013.

By: Alan Wilson
Alan Wilson
Securities Commissioner
State of South Carolina