

STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF:)
)
ALEXANDER CAPITAL, LLP) ADMINISTRATIVE ORDER
JEREMY A PAUL) NO. CD-2011-0011
J.C. KELLY WELL #1-H VENTURE)
)
RESPONDENTS)

CEASE AND DESIST ORDER

The Alabama Securities Commission ("Commission"), having the authority to administer and provide for the enforcement of all provisions of Title 8, Chapter 6, Code of Alabama 1975, the Alabama Securities Act, upon due consideration of the subject matter hereof, has determined as follows.

RESPONDENTS

1. ALEXANDER CAPITAL, LLC ("ALEXANDER CAPITAL") is a Texas partnership with its principal place of business located at 9191 Kyser Way, Building 1, Suite 101, Frisco, Texas 75034.
2. JEREMY A PAUL ("PAUL") is the President/CEO and the Managing Member of ALEXANDER CAPITAL, with his principal place of business located at 9191 Kyser Way, Building 1, Suite 101, Frisco, Texas 75034.
3. J.C. KELLY WELL #1-H VENTURE ("J.C. KELLY WELL") is a Texas joint venture operated by ALEXANDER CAPITAL, with its principal place of business located at 9191 Kyser Way, Building 1, Suite 101, Frisco, Texas 75034.

STATEMENT OF FACTS

4. ALEXANDER CAPITAL is a Texas based oil and gas exploration company, formed for the principal purpose of reviewing drilling prospects, upon which alleged partnerships and joint ventures are formed by the company.

5. On or about November 8, 2010, an Alabama resident received a telephone call solicitation for an investment from an ALEXANDER CAPITAL agent identifying himself as "Jeremy". The Alabama resident directed "Jeremy" to send, by mail to his residence in Alabama, any printed material related to the proposed venture.

6. On or about November 12, 2010, the Alabama resident received another telephone call, from "Jeremy", inquiring if the printed material had been received. The Alabama resident advised that the material had not been received and terminated the call.

7. On November 15, 2010, the Alabama resident received a Fed Ex delivery from ALEXANDER CAPITAL. The package was postmarked on November 12, 2010.

8. According to the printed material contained in the package received, "Jeremy" is Jeremy A. Paul who is further identified as the President/CEO of ALEXANDER CAPITAL.

9. On November 16, 2010, the Alabama resident received a third call from "Jeremy", a.k.a. PAUL. During this conversation, PAUL solicited the Alabama resident to participate in the ALEXANDER CAPITAL investment venture for the J.C. Kelly Well.

10. The Alabama resident decided not to participate in the venture after reviewing the printed material and listening to PAUL's sales pitch. However, the Alabama resident did forward the printed information received from ALEXANDER CAPITAL to the Commission.

11. The Commission's review of documents sent by ALEXANDER CAPITAL disclosed that the documents contained an offering for an interest in a venture for the proposed J.C. KELLY WELL project.

12. The proposed J.C. KELLY WELL offered potential investors a "low risk opportunity to participate in a development well within a large proven reservoir. The offering also claimed that participants could benefit from incentives contained within the U.S. Tax Code.

13. In an attempt to raise capital for the J.C. KELLY WELL venture, ALEXANDER CAPITAL's offering document states that participants could purchase a "working interest" at a rate of \$30,000.00 per 2% Working Interest (1.5% Net Revenue Interest) in the proposed well.

14. The Commission's investigation has determined that the initial contact telephone call from PAUL to the Alabama resident, on November 8, 2010, was an unsolicited "cold call". The purpose of the call was to sell the resident an investment consisting of working interest in the J.C. KELLY WELL venture. The Alabama resident had no knowledge of, and no prior business or personal relationship with ALEXANDER CAPITAL or PAUL prior to the "cold call" general solicitation for the investment.

15. A review of the files of the Commission, disclosed no record of registration for ALEXANDER CAPITAL, LLC or JEREMY A. PAUL as securities agents or dealers in the state of Alabama

16. A review of the files of the Commission, disclosed no record of registration, nor any exemption from registration, of the securities of J.C. KELLY WELL #1-H Venture.

CONCLUSIONS OF LAW

17. Pursuant to Section 8-6-2(10), Code of Alabama 1975, Alabama's statutory definition of a security includes any certificate of interest or participation in an oil, gas, or mining title or lease or in payments out of production under such title or lease. The interest in the J.C. KELLY WELL #1-H Venture offered by ALEXANDER CAPITAL, LLC and JEREMY A. PAUL constitute certificates of interest or participation in an oil, gas or mining title lease or in payments out of production under such title or lease. The investments, offered by the RESPONDENTS, are securities under the Act.

18. Pursuant to Section 8-6-2(5), Code of Alabama 1975, the definition of an “issuer” includes every person who proposes to issue, has issued, or shall hereafter issue any security. Any person who acts for a compensation or a consideration as a promoter for or on behalf of a corporation, trust, unincorporated association, or partnership of any kind to be formed shall be deemed to be an issuer. ALEXANDER CAPITAL, LLC, by proposing to issue securities to an Alabama resident, to wit: the interests of J.C. KELLY WELL #1-H Venture, acted as an “issuer” as defined by the Act.

19. Pursuant to Section 8-6-2(2), Code of Alabama 1975, the definition of an “agent” includes any individual who represents a dealer or issuer in affection or attempting to effect sales of securities. JEREMY A. PAUL, by soliciting the sale of securities to an Alabama resident, to wit: the interests of J.C. KELLY WELL #1-H Venture, acted as securities “agents” as defined by the Act.

20. JEREMY A. PAUL is not registered as a securities agent in the state of Alabama. Transacting business in the State of Alabama as a securities agent or dealer while unregistered is a violation of § 8-6-3(a), Code of Alabama, 1975.

21. The securities of J.C. KELLY WELL #1-H Venture, offered for sale by ALEXANDER CAPITAL, LLC and JEREMY A. PAUL, as set forth in this Order, are not registered, nor exempt from registration in the state of Alabama. The sale of unregistered, non-exempt securities into, within, or from the state of Alabama is a violation of § 8-6-4, Code of Alabama, 1975.

This Order does not prevent the Alabama Securities Commission from seeking such other civil or criminal remedies that are available to it under the Alabama Securities Act.

This Order is appropriate in the public interest for the protection of investors and consistent with the purpose of the Alabama Securities Act.

Additionally, if the allegations set forth herein are found to be true, through administrative adjudication, failure of the RESPONDENTS to make a timely request for hearing, or default of the RESPONDENTS, it is the intention of the Commission to impose sanctions upon the RESPONDENTS. Such sanctions may include, inter alia, an

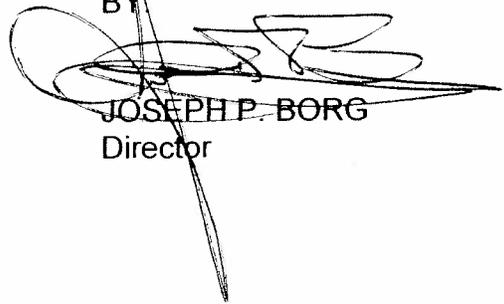
administrative assessment imposed on RESPONDENTS, an additional administrative assessment for investigative costs arising from the investigation of the violation(s) described herein against RESPONDENTS, and a permanent order to bar RESPONDENTS from participation in any securities related industry in the state of Alabama.

ACCORDINGLY, IT IS HEREBY ORDERED that RESPONDENTS ALEXANDER CAPITAL, LLC, JEREMY A. PAUL and J.C. KELLY WELL #1-H VENTURE immediately CEASE AND DESIST from further offers or sales of any security into, within, or from the State of Alabama.

Entered at Montgomery, Alabama, this 5TH day of MAY, 2011.



ALABAMA SECURITIES COMMISSION
401 Adams Avenue, Suite 280
Montgomery, Alabama 36104-4700

BY: 
JOSEPH P. BORG
Director