

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION  
AT RICHMOND, MARCH 1, 2023

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COMMONWEALTH OF VIRGINIA, *ex rel.*

STATE CORPORATION COMMISSION

v.

CASE NO. SEC-2022-00036

COREY TAYLOR,  
Defendant

SETTLEMENT ORDER

The State Corporation Commission's ("Commission") Division of Securities and Retail Franchising ("Division") conducted an investigation of Corey Taylor ("Taylor" or "Defendant"), a Virginia resident, pursuant to § 13.1-518 of the Virginia Securities Act ("Act"), § 13.1-501 *et seq.* of the Code of Virginia ("Code").

Based on its investigation, the Division alleges that, from 2018 to 2020, several entities that Taylor controlled – SyndiCap Investment and Securities Management, LLC, Private Mortgage Arbitrage Fund, LLC, and Pinnacle Capital Partners Fund 1, LLC (together, "Issuers") – offered and sold unregistered, non-exempted securities in violation of § 13.1-507 of the Act, totaling more than \$300,000 in securities investments.

The Division alleges that, in conducting the offer and sale of the securities, Taylor acted as an unregistered agent of the Issuers, in further violation of § 13.1-504(A)(i) of the Act.

Additionally, the Division alleges that Taylor made various untrue statements of material fact to investors concerning the nature of the security investments and his actual experience and track record with respect to such investments, thus violating § 13.1-502(2) of the Act.

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If any provisions of the Act are violated, the Commission is authorized by § 13.1-519 of the Act to issue temporary or permanent injunctions; by § 13.1-521(A) of the Act to impose certain civil penalties; by § 13.1-521(C) of the Act to order a defendant to make rescission and restitution; and by § 12.1-15 of the Code to settle matters within its jurisdiction.

The Defendant neither admits nor denies the allegations made herein but admits to the Commission's jurisdiction and authority to enter this Settlement Order.

As a proposal to settle all matters arising from these allegations, and in lieu of the Division's bringing a formal enforcement proceeding against the Defendant, the Defendant has made an offer of settlement to the Division wherein the Defendant will comply with the following terms:

(1) The Defendant will, concurrently with the entry of this Settlement Order, make an initial restitution payment of Fifteen Thousand Dollars (\$15,000), as directed by the Division;

(2) The Defendant will, within ninety (90) days of the entry of this Settlement Order, make a second restitution payment of Ten Thousand Dollars (\$10,000), as directed by the Division;

(3) The Defendant will, within one hundred eighty (180) days of the entry of this Settlement Order, make a third restitution payment of Thirty-Five Thousand Dollars (\$35,000), as directed by the Division; and

(4) The Defendant agrees not to violate the Act in the future.

The Division has recommended that the Commission accept the Defendant's settlement offer pursuant to the authority granted the Commission in § 12.1-15 of the Code.

NOW THE COMMISSION, having considered this matter, is of the opinion and finds that the Defendant's settlement offer should be accepted.

Accordingly, IT IS ORDERED THAT:

- (1) The Defendant's settlement offer is accepted.
- (2) The Defendant shall fully comply with the terms of the settlement.
- (3) The Commission shall retain jurisdiction in this matter for all purposes, including the institution of a show cause proceeding, or taking such other action it deems appropriate on account of the Defendant's failure to comply with the terms of the settlement.

A COPY hereof shall be sent by the Clerk of the Commission to: John Kaila, Esquire, Attorney for the Defendant, at [john@kailapc.com](mailto:john@kailapc.com), John A. Kaila P.C., 1300 Princess Anne Street, Fredericksburg, Virginia 22401; and a copy shall be delivered to the Commission's Office of General Counsel.

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STATE CORPORATION COMMISSION

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Defendant


ADMISSION AND CONSENT

Corey Taylor ("Defendant") admits to the jurisdiction of the State Corporation Commission ("Commission") as to the party and subject matter hereof. The Defendant, while neither admitting nor denying the allegations made herein by the Division of Securities and Retail Franchising, hereby consents to the form, substance and entry of the foregoing Settlement Order ("Order").


The Defendant further states that no offer, tender, threat or promise of any kind whatsoever has been made by the Commission or any member, subordinate, employee, agent or representative thereof in consideration of the foregoing Order.

Corey Taylor

Date: Dec 16 2022



Seen and reviewed by:

  
John Kaila, Esquire