

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**  
**December 6, 2007**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-12900**

**In the Matter of**

**MARK MICHEL,**

**Respondent.**

**ORDER INSTITUTING PUBLIC  
ADMINISTRATIVE PROCEEDINGS  
PURSUANT TO SECTION 15(b) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
AND NOTICE OF HEARING**

**I.**

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Mark Michel (“Respondent” or “Michel”).

**II.**

After an investigation, the Division of Enforcement alleges that:

**A. RESPONDENT**

1. Michel, 37, resides in Geneva, Illinois. He is currently employed as a registered representative with Wachovia Securities in DeKalb, Illinois, and holds Series 7, 63, and 65 licenses. He has been continuously employed as a registered representative with Wachovia and its predecessors, all of whom were broker-dealers registered with the Commission, since 1993. He was so employed during January and February 2004, the time period in which he engaged in the conduct underlying the complaint described below.

**B. ENTRY OF THE INJUNCTION**

2. In June 2006, the Commission filed a civil injunctive action against Michel and four others in the United States District Court for the Northern District of Illinois, alleging Michel engaged in insider trading in the stock of Blue Rhino Corp. (“Blue Rhino”), a North Carolina propane gas distributor. See Securities and Exchange Commission v. Mark Michel, et al., Case No. 1:06-CV-3166.

3. More specifically, the Commission’s complaint alleged that after receiving a tip on the night of January 29, 2004 from a long-time friend that Blue Rhino was engaged in merger discussions, Michel purchased more than \$1.4 million of Blue Rhino stock in six trading days for himself, his relatives, and his clients. The complaint further alleged Michel, his relatives, and his clients profited by more than \$277,000 when they sold their Blue Rhino stock after the company announced a merger on February 9.

4. On November 26, 2007, following a five-day bench trial, the District Court entered a permanent injunction and final judgment against Michel, permanently enjoining him from future violations of Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, and ordering him to disgorge \$277,881 in ill-gotten gains and pay prejudgment interest of \$68,307.

5. The final judgment contained 232 paragraphs of factual findings and legal conclusions showing Michel had violated the federal securities laws and that served as the basis of the permanent injunction. The Court specifically found that when he bought Blue Rhino stock from January 30 through February 6, 2004, Michel was in possession of material, non-public information about Blue Rhino’s ongoing merger discussions, and that he purchased the company’s stock when he knew or was reckless in not knowing he was trading on this information.

**III.**

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate in the public interest that public administrative proceedings be instituted to determine:

A. Whether the allegations set forth in Section II are true and, in connection therewith, to afford Respondent an opportunity to establish any defenses to such allegations; and

B. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 15(b) of the Exchange Act.

**IV.**

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an

Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice, 17 C.F.R. § 201.110.

IT IS FURTHER ORDERED that Respondent shall file an Answer to the allegations contained in this Order within twenty (20) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice, 17 C.F.R. § 201.220.

If Respondent fails to file the directed answer, or fails to appear at a hearing after being duly notified, the Respondent may be deemed in default and the proceedings may be determined against him upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice, 17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f) and 201.310.

This Order shall be served forthwith upon Respondent personally or by certified mail.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 210 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice.

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

For the Commission, by its Secretary, pursuant to delegated authority.

Nancy M. Morris  
Secretary