

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**  
**March 12, 2009**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-13408**

**In the Matter of**  
  
**Raymond Thomas**  
  
**Respondent**

**ORDER INSTITUTING**  
**ADMINISTRATIVE PROCEEDINGS**  
**PURSUANT TO SECTION 203(f) OF THE**  
**INVESTMENT ADVISERS ACT OF 1940**  
**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 Sections 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against Raymond Thomas (“Respondent”).

**II.**

After an investigation, the Division of Enforcement alleges that:

**A.     RESPONDENT**

1.       Respondent Raymond Thomas (“Thomas”), 48 years old, resides in Painesville, Ohio. Thomas is the president and owner of Strictly Stocks Investment Company, Inc. (“Strictly Stocks”). As President of Strictly Stocks, Thomas controls Strictly Stocks and provides investment advice to Strictly Stocks’ investors.

**B.     ENTRY OF INJUNCTION**

2.       On October 22, 2008, the Commission filed a Complaint in the United States District Court for the Northern District of Ohio (“Court”), captioned Securities and Exchange Commission v. Raymond Thomas and Strictly Stocks Investment Co., Inc., Civil Case No. 1:08-cv-02503.

3. The Commission's complaint alleged that from 1997 through 2006, while acting as unregistered investment advisers, Thomas and his company Strictly Stocks raised at least \$620,000 from at least 26 investors through the fraudulent offer and sale of investment contracts and promissory notes. Thomas and Strictly Stocks told investors that their funds would be invested in stocks and options. Instead, Thomas misappropriated the funds and, among other things, used the funds to support his own private business ventures, including a limousine company and a title company, and for his own personal use. In addition, Thomas acted as an investment adviser to investors. Thomas reviewed the assets of some investors and offered suggestions on how those assets should be managed. He also provided those investors with a written financial plan, which set forth how each investor's money should be allocated towards investments, expenses and savings. The complaint alleged that Respondent's conduct violated Section 17(a) of the Securities Act of 1933 ("Securities Act"), Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act"), Rule 10b-5 promulgated thereunder, and Sections 206(1) and 206(2) of the Advisers Act.

4. On February 23, 2009, the Court granted the Commission's Motion for Final Judgment Order of Permanent Injunction and Other Relief by Default and entered a final judgment order, which, *inter alia*, permanently enjoined Thomas from violations of Section 17(a) of the Securities Act, Section 10(b) of the Exchange Act, Rule 10b-5 promulgated thereunder, and Sections 206(1) and 206(2) of the Advisers Act.

### 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 203(f) of the Advisers 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 the 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 the 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 the 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.

Elizabeth M. Murphy  
Secretary