UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 62100 / May 13, 2010

ADMINISTRATIVE PROCEEDING
File No. 3-13898

In the Matter of 　　　**STANLEY W. ANDERSON,** **Respondent.**	**ORDER INSTITUTING ADMINISTRATIVE PROCEEDINGS PURSUANT TO SECTION 15(b) OF THE SECURITIES EXCHANGE ACT OF 1934, MAKING FINDINGS, AND IMPOSING REMEDIAL SANCTIONS**

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 Stanley W. Anderson ("Respondent").

II.

In anticipation of the institution of these proceedings, Respondent has submitted an Offer of Settlement (the "Offer") which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission's jurisdiction over him and the subject matter of these proceedings, and the findings contained in Section III.2 below, which are admitted, Respondent consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions ("Order"), as set forth below.

III.

On the basis of this Order and Respondent's Offer, the Commission finds that:

1.   Anderson, 65 years old, is a resident of Arvada, Colorado. Respondent is not and never has been associated with a broker or dealer registered with the Commission. During the time period relevant to the conduct alleged in the complaint and described in Section III 3. below, Respondent acted as a broker-dealer.

2.   On May 4, 2010, an Order of Permanent Injunction was entered by consent against Anderson, permanently enjoining him from future violations of Sections 5(a), 5(c), and 17(a) of the Securities Act of 1933 ("Securities Act") and Sections 10(b) and 15(a) of the Exchange Act and Rule 10b-5 thereunder, in the civil action entitled Securities and Exchange Commission v. CFO-5, LLC, et al., Civil Action Number 1:08-CV-1594-PAB, in the United States District Court for the District of Colorado.

3.   The Commission's complaint alleged, among other things, that Anderson solicited funds from investors by representing that the funds would be used to trade in European medium term notes ("MTNs"). The complaint alleged that all of the essential representations made by Anderson to these investors and potential investors were false and that, in fact, the MTNs did not exist. The complaint alleged that Anderson and others raised approximately $5.1 million from investors. The complaint also alleged that Anderson used investors' funds for unauthorized purposes, including keeping funds for his own use, paying off unrelated loans, making Ponzi-like payments to investors, and satisfying unrelated civil judgments. The complaint further alleged that many of the documents provided to investors contained indicia of prime bank fraud, including using nonsensical language to describe the MTNs and extremely unrealistic rates of return. The complaint also alleged that Anderson sold securities in unregistered transactions; acted as an unregistered broker or dealer in connection with the offer and sale of securities; made false and misleading statements to investors regarding the MTNs, profits, and the use of investor funds; and otherwise engaged in a variety of conduct which operated as a fraud and deceit on investors in the MTN program.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent Anderson's Offer.

Accordingly, it is hereby ORDERED:

Pursuant to Section 15(b)(6) of the Exchange Act, that Respondent Anderson be, and hereby is barred from association with any broker or dealer;

Any reapplication for association by the Respondent will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, the satisfaction of any or all of the following: (a) any

disgorgement ordered against the Respondent, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (d) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

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

Elizabeth M. Murphy
Secretary

Service List

Rule 141 of the Commission's Rules of Practice provides that the Secretary, or another duly authorized officer of the Commission, shall serve a copy of the Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions ("Order"), on the Respondent and his legal agent.

The attached Order has been sent to the following parties and other persons entitled to notice:

Honorable Brenda P. Murray
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