



STATE OF MISSOURI  
OFFICE OF SECRETARY OF STATE

IN THE MATTER OF: )  
 )  
BLUEGRASS CAPITAL ADVISORS, LLC, ) AP-16-45  
CRD No. 147805, )  
 )  
Respondent. )

**CONSENT ORDER**

**SUMMARY OF ENFORCEMENT SECTION'S ALLEGATIONS**

1. The Missouri Securities Division of the Office of Secretary of State ("Division"), through Enforcement Counsel Scott Snipkie, has alleged that Bluegrass Capital Advisors, LLC ("Bluegrass" or "Respondent") violated Section 409.4-403, RSMo (Cum. Supp. 2013)<sup>1</sup> by transacting business in Missouri as an investment adviser without registering as such.
2. Respondent and the Enforcement Section desire to settle the allegations and the matters raised by the Enforcement Section relating to Respondent's alleged violations.

**CONSENT TO JURISDICTION**

3. Respondent and the Enforcement Section stipulate and agree that the Missouri Commissioner of Securities ("Commissioner") has jurisdiction over the Respondent and these matters pursuant to the Missouri Securities Act of 2003, Chapter 409, *et seq.*
4. Respondent and the Enforcement Section stipulate and agree that the Commissioner has authority to enter this Order pursuant to Section 409.6-604(h), which provides:

"The commissioner is authorized to issue administrative consent orders in the settlement of any proceeding in the public interest under this act."

---

<sup>1</sup> Unless otherwise noted, all statutory references are to the 2013 cumulative supplement to the Revised Statutes of Missouri.

### WAIVER AND EXCEPTION

5. Respondent waives Respondent's right to a hearing with respect to this matter.
6. Respondent waives any right that Respondent may have to seek judicial review or otherwise challenge or contest the terms and conditions of this Order. Respondent specifically forever releases and holds harmless the Missouri Office of Secretary of State, Secretary of State, Commissioner, and their respective representatives and agents from any and all liability and claims arising out of, pertaining to, or relating to this matter.
7. Respondent stipulates and agrees with the Enforcement Section that, should the facts contained herein prove to be false or incomplete in a material way, the Enforcement Section reserves the right to pursue any and all legal or administrative remedies at its disposal.

### CONSENT TO COMMISSIONER'S ORDER

8. Respondent and the Enforcement Section stipulate and agree to the issuance of this Consent Order without further proceedings in this matter, agreeing to be fully bound by the terms and conditions specified herein.
9. Respondent agrees not to take any action or to make or permit to be made any public statement creating the impression that this Order is without factual basis. Nothing in this paragraph affects Respondent's (a) testimonial obligations; (b) right to take legal or factual positions in connection with litigation, arbitration, or other legal proceeding in which the Commissioner is not a party; or (c) right to make public statements that are factual.
10. Respondent agrees that Respondent is not the prevailing party in this action since the parties have reached a good faith settlement.
11. Respondent neither admits nor denies the allegations made by the Enforcement Section, but consents to the Commissioner's Findings of Fact, Conclusions of Law, and Order as set forth below solely for the purposes of resolving this proceeding and any proceeding that may be brought to enforce the terms of this Consent Order.

### COMMISSIONER'S FINDINGS OF FACT, CONCLUSIONS OF LAW, AND ORDER

#### I. FINDINGS OF FACT

12. Bluegrass Capital Advisors, LLC ("Bluegrass"), Central Registration Depository ("CRD") No. 147805, is located at 321 Townepark Circle, Louisville, Kentucky 40243.

13. Kevin Attkisson (“Attkisson”), CRD No. 147805, is Chief Compliance Office with Bluegrass. Attkisson has a mailing address of 321 Townepark Circle, Louisville, Kentucky 40243.

#### Enforcement Investigation Findings

14. On March 30, 2016 Bluegrass applied for registration with the Missouri Securities Division (“the Division”).
15. A review of the registration documents submitted by Bluegrass revealed that for a period of approximately nine months, Bluegrass had exceeded the Missouri de minimis exemption of not more than five Missouri clients at any one time, in a given period, without being registered in Missouri as an investment adviser.
16. After Bluegrass completed the registration process and acquired registration as an investment adviser in Missouri in August 2016, the Enforcement Section contacted Attkisson and counsel for Bluegrass.
17. Attkisson reported Bluegrass “inherited” Missouri clients through an acquired interest, and, to be compliant, they registered with the Division; however, in a minor oversight in the review of their accounts, Bluegrass exceeded the de minimis in Missouri by one or two persons at various times throughout a nine-month period.
18. On November 3, 2016, Bluegrass voluntarily submitted a form ADV-W withdrawing its Missouri registration.

#### II. CONCLUSIONS OF LAW

19. The Commissioner finds that Respondent transacted business in Missouri as an investment adviser without a registration, in violation of 409.4-403.
20. The Commissioner, after consideration of the stipulations set forth above and on the consent of Respondent and the Enforcement Section, finds and concludes that the Commissioner has jurisdiction over Respondent and this matter and that the following Order is in the public interest, necessary for the protection of public investors and consistent with the purposes intended by Chapter 409.

#### III. ORDER

**NOW, THEREFORE,** it is hereby Ordered that:

1. Respondent, its agents, employees and servants, and all other persons participating in the above-described violations with knowledge of this order are

permanently enjoined and restrained from violating Section 409.4-403 by transacting business in Missouri as an investment advisor without a registration.

2. Respondent is ordered to pay one thousand dollars (\$1,000) to the Investor Education and Protection Fund. Such payment shall be due within thirty (30) days of the effective date of this Consent Order to the Securities Division at 600 W. Main Street, Jefferson City, Missouri 65101, and shall be payable to the Missouri Secretary of State's Investor Education and Protection Fund. The Division will send the money to the Missouri Secretary of State's Investor Education and Protection Fund; and
3. Respondent shall pay its own costs and attorneys' fees with respect to this matter.

**SO ORDERED:**

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY, MISSOURI THIS 15TH DAY OF NOVEMBER, 2016.



JASON KANDER  
SECRETARY OF STATE

Andrew M. Hartnett  
ANDREW M. HARTNETT  
COMMISSIONER OF SECURITIES

Consented to by:

THE MISSOURI SECURITIES DIVISION

Scott Snipkie  
Enforcement Counsel

**RESPONDENT**

Bluegrass Capital Advisors, LLC

BY: KM

NAME: Kari Rottger

TITLE: Managing Partner

Approved as to Form:

Lauren B. Shapiro  
Lauren B. Shapiro, Esq.