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9  
10 BEFORE THE DEPARTMENT OF FINANCIAL PROTECTION AND INNOVATION  
11 OF THE STATE OF CALIFORNIA

12 In the Matter of:

CRD NO.: 310110

13 THE COMMISSIONER OF THE  
14 DEPARTMENT OF FINANCIAL  
15 PROTECTION AND INNOVATION,

CONSENT ORDER

16 Complainant,

17 v.

18 GIFFORD LEON TOMPKINS, JR. doing  
19 business as THE TIDES GROUP

20 Respondents.

21 This Consent Order (Order) is entered into between the Commissioner of the Department of  
22 Financial Protection and Innovation and Gifford Leon Tompkins, Jr., doing business as the Tides  
23 Group (the Tides Group), and is made with respect to the following facts:

24 **I.**

25 **Recitals**

26 A. The Commissioner has jurisdiction over the regulation of persons engaged in the  
27 business of an investment adviser in California under the Corporate Securities Law of 1968  
28 (Corporations Code section 25000 et seq.).

1 B. On or about July 23, 2020, the Tides Group (CRD # 310110) applied with the  
2 Commissioner for a license to engage in the business of an investment adviser in California. The  
3 Tides Group maintains a business address at 836 Prospect Street, Suite 102, La Jolla, California  
4 92037.

5 C. Beginning in or about November 2018, The Tides Group managed the investment  
6 portfolio of a longtime friend (client) and received compensation from the client for these services.

7 D. At no time has the Tides Group held a license from the Commissioner to engage in the  
8 business as an investment adviser in California. Therefore, the Tides Group engaged in business as an  
9 investment adviser without a license.

10 NOW, THEREFORE, in consideration of the foregoing, and the terms and conditions set  
11 forth herein, the parties agree as follows

12 **II.**

13 **Terms and Conditions**

14 1. Purpose. This Order resolves the issues before the Commissioner, including findings  
15 of facts set forth in paragraphs A through D, above, in a manner that avoids the expense of a hearing  
16 and other possible court proceedings, protects consumers, is in the public interest, and is consistent  
17 with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

18 2. Finality of Consent Order. The Tides Group agrees to comply with this Order and  
19 stipulate this Order is hereby deemed final.

20 3. Desist and Refrain Order. The Tides Group is hereby ordered to desist and refrain  
21 from conducting business as an investment adviser in the State of California, unless and until granted  
22 a certificate by the Commissioner or unless exempt.

23 4. Past Due Licensing Fees. The Tides Group agrees to pay to the Commissioner past  
24 due licensing fees owed for the period of unlicensed investment adviser activity in the amount of  
25 \$250.00, which shall be due within 30 calendar days of the effective date of this Order, as such date  
26 is defined in Paragraph 23.

27 5. Monetary Penalty. The Tides Group agrees to pay to the Commissioner a monetary  
28 penalty in the amount of \$500.00, which shall be due within 30 calendar days of the effective date of

1 this Order, as such date is defined in Paragraph 23. The past due licensing fees and monetary penalty  
2 shall be made payable in the form of a cashier's check or Automated Clearing House deposit to the  
3 "Department of Financial Protection and Innovation," and transmitted to the attention of: Accounting-  
4 Enforcement Division, at the Department of Financial Protection and Innovation at 2101 Arena  
5 Boulevard, Sacramento, California 95834. Notice of the payment shall be sent to: Department of  
6 Financial Protection and Innovation, Enforcement Division, Alexander M. Calero, 1350 Front Street,  
7 Room 2034, San Diego, California 92101.

8         6.         Waiver of Hearing Rights. The Tides Group acknowledge the Commissioner is ready,  
9 willing, and able to proceed with the filing of an administrative enforcement action on the charges  
10 contained in this Order. The Tides Group hereby waives the right to any hearings, and to any  
11 reconsideration, appeal, or other right to review which may be afforded pursuant to the Corporations  
12 Code, the California Administrative Procedure Act, the California Code of Civil Procedure, or any  
13 other provision of law, including those rights under Corporations Code sections 25233 and 25532,  
14 and to judicial review of this matter pursuant to Code of Civil Procedure section 1094.5 with respect  
15 to the issuance of this Order and the Desist and Refrain Order contained herein. The Tides Group  
16 further expressly waive any requirement for the filing of an Accusation pursuant to Government  
17 Code section 11415.60, subdivision (b). By waiving such rights, The Tides Group effectively consent  
18 to this Order and Desist and Refrain Order becoming final.

19         7.         Full and Final Settlement. The Tides Group hereby acknowledge and agree that this  
20 Order is intended to constitute a full, final, and complete resolution of the conduct described in  
21 paragraphs A through D, above, and that no further proceedings or actions will be brought by the  
22 Commissioner in connection with these matters except under the Corporate Securities Law of 1968,  
23 or any other provision of law, to enforce compliance with the terms of this Order.

24         8.         Information Willfully Withheld or Misrepresented. This Order may be revoked, and  
25 the Commissioner may pursue any and all remedies available under the law against the Tides Group,  
26 if the Commissioner discovers that the Tides Group knowingly or willfully withheld or  
27 misrepresented information used for and relied upon in this Order.

28         9.         Future Actions by Commissioner. If the Tides Group fails to comply with any term of

1 the Order, the Commissioner may institute proceedings for any and all violations otherwise resolved  
2 under this Order. The Commissioner reserves the right to bring any future actions against the Tides  
3 Group for any and all unknown violations of the Corporate Securities Law of 1968.

4 10. Assisting Other Agencies. Nothing in this Order limits the Commissioner’s ability to  
5 assist any other government agency (city, county, state, or federal) with any prosecution,  
6 administrative, civil, or criminal brought by that agency against the Tides Group, or any other person  
7 based upon any of the activities alleged in this matter or otherwise.

8 11. Headings. The headings to the paragraphs of this Order are inserted for convenience  
9 only and will not be deemed a part hereof or affect the construction or interpretation of the provisions  
10 hereof.

11 12. Binding. This Order is binding on all heirs, assigns, and/or successors in interest.

12 13. Reliance. Each of the parties represents, warrants, and agrees that in executing this  
13 Order it has relied solely on the statements set forth herein and the advice of its own counsel. Each of  
14 the parties further represents, warrants, and agrees that in executing this Order it has placed no  
15 reliance on any statement, representation, or promise of any other party, or any other person or entity  
16 not expressly set forth herein, or upon the failure of any party or any other person or entity to make  
17 any statement, representation or disclosure of anything whatsoever. The parties have included this  
18 clause: (1) to preclude any claim that any party was in any way fraudulently induced to execute this  
19 Order; and (2) to preclude the introduction of parol evidence to vary, interpret, supplement, or  
20 contradict the terms of this Order.

21 14. Waiver, Amendments, and Modifications. No waiver, amendment, or modification of  
22 this Order will be valid or binding unless it is in writing and signed by each of the parties. The waiver  
23 of any provision of this Order will not be deemed a waiver of any other provision. No waiver by  
24 either party of any breach of, or of compliance with, any condition or provision of this Order by the  
25 other party will be considered a waiver of any other condition or provision or of the same condition  
26 or provision at another time.

27 15. Full Integration. This Order is the final written expression and the complete and  
28 exclusive statement of all the agreements, conditions, promises, representations, and covenants

1 between the parties with respect to the subject matter hereof, and supersedes all prior or  
2 contemporaneous agreements, negotiations, representations, understandings, and discussions between  
3 and among the parties, their respective representatives, and any other person or entity, with respect to  
4 the subject matter covered hereby.

5 16. Governing Law. This Order will be governed by and construed in accordance with  
6 California law. Each of the parties hereto consents to the jurisdiction of such court, and hereby  
7 irrevocably waives, to the fullest extent permitted by law, the defense of an inconvenient forum to the  
8 maintenance of such action or proceeding in such court.

9 17. Counterparts. This Order may be executed in one or more separate counterparts, each  
10 of which when so executed, shall be deemed an original. Such counterparts shall together constitute a  
11 single document.

12 18. Effect Upon Future Proceedings. If The Tides Group applies for any license, permit  
13 or qualification under the Commissioner's current or future jurisdiction, or is the subject of any future  
14 action by the Commissioner to enforce this Order, then the subject matter hereof shall be admitted for  
15 the purpose of such application(s) or enforcement proceeding(s).

16 19. Voluntary Agreement. The Tides Group enter this Order voluntarily and without  
17 coercion and acknowledge that no promises, threats or assurances have been made by the  
18 Commissioner or any officer, or agent thereof, about this Order. The parties each represent and  
19 acknowledge that he, she or it is executing this Order completely voluntarily and without any duress  
20 or undue influence of any kind from any source.

21 20. Notice. Any notice required under this Order shall be provided to each party at the  
22 following addresses:

23 To the Commissioner: Department of Financial Protection and Innovation  
24 Attn: Alexander M. Calero  
25 1350 Front Street, Room 2034  
26 San Diego, California 92101  
alex.calero@dbo.ca.gov

27 To the Tides Group: The Tides Group  
28 Attn: Gifford Leon Tompkins, Jr.  
836 Prospect Street, Suite 102  
La Jolla, California 92037

