

UNITED STATES OF AMERICA
Before the
COMMODITY FUTURES TRADING COMMISSION

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In the Matter of)
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BEACON HILL ASSET MANAGEMENT, LLC,)
)
)

Registrant.)
_____)

CFTC DOCKET NO. 03-01

**OPINION AND ORDER ACCEPTING OFFER OF SETTLEMENT
OF BEACON HILL ASSET MANAGEMENT, LLC**

On this date, the Commission filed a Notice of Intent to Suspend, Revoke, or Restrict Registration (“Notice”) against registrant Beacon Hill Asset Management, LLC (“Beacon Hill”).¹ Beacon Hill has submitted an Offer of Settlement (“Offer”). Upon consideration, the Commission has determined to accept the Offer.² Solely on the basis of the consent evidenced by the Offer, and without adjudication on the merits, the Commission finds that the facts set forth

¹ The Notice alleges that Beacon Hill’s registration is subject to revocation, suspension, or restriction under Section 8a(2)(C) of the Commodity Exchange Act, as amended (“Act”), 7 U.S.C. § 12a(2)(C), because a Stipulation and Order Granting Preliminary Injunction and Other Relief has been entered against Beacon Hill, preliminarily enjoining it from violating Section 206(2) of the Investment Advisers Act of 1940, 15 U.S.C. § 80b-6, by using any means or instrumentality of interstate commerce, directly or indirectly, to engage in any transaction, practice or course of business which operates as a fraud or deceit upon any client or prospective client.

² In its Offer, without admitting or denying the allegations of the Notice, Beacon Hill acknowledges service of the Notice; admits the jurisdiction of the Commission with respect to the matters set forth in the Notice; waives a hearing, all post-hearing procedures, judicial review by any court, and any objection to the staff’s participation in the Commission’s consideration of the Offer; and stipulates that the record basis on which this Opinion and Order (“Order”) is entered consists of the Notice and the findings to which Beacon Hill consented in the Offer, which are incorporated in this Order. In addition, Beacon Hill waives all claims which it may possess under the Equal Access to Justice Act, 5 U.S.C. § 504 and 28 U.S.C. § 2412, as amended by Pub. L. No. 104-121, §§ 231-32, 110 Stat. 862-63, and Part 148 of the Commission Regulations, 17 C.F.R. Part 148, relating to, or arising from, this action.

in the Notice constitute cause for a statutory disqualification of Beacon Hill under Section 8a(2)(C) of the Act, 7 U.S.C. § 12a(2)(C).³

Accordingly, the Commission **HEREBY ORDERS** that:

1. Beacon Hill's registrations as a commodity pool operator and a commodity trading advisor are suspended for a period of six months from the date of this Order; and
2. Beacon Hill is directed to comply with the following undertakings:
 - a. Beacon Hill or any of its agents or employees under its authority or control shall not take any action or make any public statement denying, directly or indirectly, any findings or conclusions in the Order, or creating or tending to create, the impression that the Order is without a factual basis; provided, however, nothing in this provision shall affect Beacon Hill's: (a) testimonial obligations; or (b) right to take legal positions in other proceedings to which the Commission is not a party; and
 - b. Beacon Hill shall not act as a commodity pool operator or a commodity trading adviser, or engage in any activity requiring registration, or exemption from registration, as a commodity pool operator or a commodity trading adviser, for such period of time following the conclusion of the suspension of its registrations until the entry of a final order fully disposing of all matters in *Securities and Exchange*

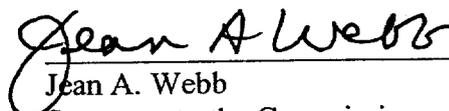
³ In its Offer, Beacon Hill agrees to the use of these findings in this proceeding and in any other proceeding brought by the Commission or to which the Commission is a party.

Commission v. Beacon Hill Asset Management, Case No. 02cv8855

(S.D.N.Y. filed Nov. 7, 2002).

A copy of this Order shall be served on Beacon Hill at the address set forth in the Notice, on all contract markets, and on the National Futures Association.

By the Commission:



Jean A. Webb
Secretary to the Commission

Date: January 7, 2003