

**STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION**

IN THE MATTER OF:

BCL, LLC
FRANK B. POTICNY
CPMG, INC
SANCTUS PARTNERS
LIMITED PARTNERSHIP

RESPONDENTS

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) **ADMINISTRATIVE ORDER**
) **NO. OV-2010-0031**
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ORDER TO VACATE AS TO RESPONDENT
CPMG, INC ONLY

The Alabama Securities Commission ("Commission"), having authority to administer and provide for the enforcement of all provisions of Title 8, Chapter 6, Code of Alabama 1975, the Alabama Securities Act, upon due consideration of the subject matter hereof, has determined as follows:

RESPONDENTS

1. BCL, LLC ("BCL") is a Delaware Limited Liability Company with a business address of 2025 Kentucky Avenue, Suite D, Birmingham, AL 35216. BCL is the General Partner of the Limited Partnership, Sanctus Partners, LP. BCL is currently not registered in any capacity with the State of Alabama.

2. FRANK B. POTICNY ("POTICNY") is the President and sole member of the General Partner, BCL, LLC, with a business address of 2025 Kentucky Avenue, Suite D, Birmingham, AL 35216. POTICNY manages fifty percent (50%) of the partnership interest in SANCTUS PARTNERS L.P., LIMITED PARTNERSHIP INTEREST. POTICNY was formally registered as a securities agent with Rauscher Pierce Refsnes, Inc., from August 1984 to July 1992; with Lehman Brothers, Inc., from July 1992 to July 1993, and with Prudential Securities, Inc., from March 2000 to September

2002. He is currently not registered with FINRA or the State of Alabama in any capacity.

3. CPMG, INC ("CARDINAL"), is an investment adviser registered with the Securities and Exchange Commission and, in that capacity, is the general partner of certain hedge funds. CPMG is a Delaware Corporation with a business address of 2100 McKinney Avenue, Suite 1770, Dallas, Texas, 75201.

4. SANCTUS PARTNERS L.P., ("SANCTUS") is a Delaware Limited Partnership formed in September 2002 by the General Partner BCL L.L.C., to invest in publicly traded securities, with a business address of 2025 Kentucky Avenue, Suite D, Birmingham, Alabama, 35216.

STATEMENT OF FACTS

5. On June 15, 2010, Cease and Desist Order No. CD-2010-0031 was issued by the Commission, concerning the activities of POTICNY. Information developed by the Commission indicated that CARDINAL is a partner of the fund that manages fifty percent (50%) of the partnership interest. According to POTICNY all partnership interests are pooled and the majority of the conducted trades are Options related. CARDINAL manages the short sales while POTICNY manages the long sales for the fund. Relying on this information, the Commission named CARDINAL as a Respondent in the above referenced Cease and Desist Order.

6. On June 25, 2010, the Commission staff received a written response from CPMG, stating that CPMG serves as the general partner of and investment manager to Cardinal Partners 2000, L.P., a hedge fund based in Dallas, Texas. SANCTUS PARTNERS, L.P. is an investor in Cardinal Partners 2000, L.P. with an investment percentage of approximately 1.48% of the total funds invested in Cardinal Partners 2000, L.P.

7. Information received stated that neither CPMG nor Cardinal Partners 2000, L.P. has management rights or involvement in SANCTUS PARTNERS, L.P. or BCL, LLC. CPMG was unaware that SANCTUS PARTNERS, L.P. has invested approximately 50% of its assets in Cardinal Partners.

Based upon good cause shown, the Cease and Desist Order, Administrative Order No. CP-2010-0031 issued against CPMG, INC on June 15, 2010, shall hereby be vacated.

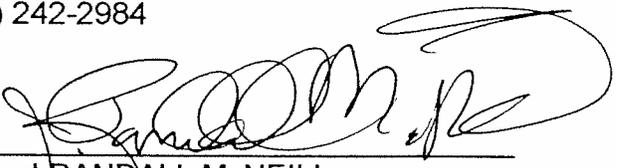
The Cease and Desist Order remains in full force and effect as it pertains to all other RESPONDENTS named in Administrative Order No. CD-2010-0031 issued on June 15, 2010.

Entered at Montgomery, Alabama, this 7th day of July, 2010.



ALABAMA SECURITIES COMMISSION
P. O. Box 304700
401 Adams Avenue, Ste. 280
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(334) 242-2984

BY: _____


J. RANDALL McNEILL
Deputy Director