

STATE OF OKLAHOMA  
DEPARTMENT OF SECURITIES  
THE FIRST NATIONAL CENTER  
120 NORTH ROBINSON, SUITE 860  
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

Rodney Larry Watkins, Jr. (CRD #3091936);  
Southeast Investments, N.C. Inc. (CRD #43035); and  
Frank H. Black (CRD #22451);

Respondents.

ODS File No. 12-058

**DEPARTMENT'S RESPONSE TO RESPONDENTS'**  
**MOTION FOR SUMMARY DISPOSITION AND**  
**DEPARTMENT'S MOTION FOR SUMMARY DECISION**

The Oklahoma Department of Securities (Department) hereby seeks denial of the *Respondents' Motion for Summary Disposition* (Respondents' Motion) because, as a matter of law, the Department has jurisdiction over the securities transactions outlined in the March 26, 2013 *Enforcement Division Recommendation* (2013 Recommendation). Such transactions occurred between May 10, 2012 and August 17, 2012 (the "Relevant Time Period"). The Department moves the Hearing Officer to grant a summary decision on its behalf based on the applicable law discussed below, and undisputed material facts set forth herein that were not addressed by Respondents in their motion.

**STATEMENT OF FACTS**

1. Respondent Rodney Larry Watkins, Jr. (Watkins) first registered as a broker-dealer agent under the Oklahoma securities laws in December 1998. Watkins was registered as a broker-dealer agent and an investment adviser representative of Ameriprise Financial Services, Inc. (AFS) from March 2009 to October 2011. Watkins

was allowed to resign as a result of an internal AFS investigation. *Admitted in Respondents' replies to 2013 Recommendation.*

2. Southeast Investments, N.C. Inc. (Southeast) is, and was during the Relevant Time Period, a broker-dealer registered under the Oklahoma Uniform Securities Act of 2004 ("Act"), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (2011). *Admitted in Respondents' replies to 2013 Recommendation.*

3. Frank H. Black (Black), a South Carolina resident, is the owner and control person of Southeast. Black is the chief compliance officer of the firm and a FINRA-registered general principal. Black has not been registered under the Act in any capacity. *Admitted in Respondents' replies to 2013 Recommendation.*

4. Watkins and Southeast are parties to an Independent Contractor Agreement dated February 20, 2012, whereby Watkins indicated his desire to engage in the purchase and sale of securities by and through Southeast under the regulatory supervision of the company. *Admitted in Respondents' Motion.*

5. As part of his association with Southeast, Watkins signed the firm's *Representative's Declaration to Supervisory Office of Southeast* that states in pertinent part:

I certify that all answers I have provided on my U-4 regarding occurrences that are required to be filed have been done and I have reviewed the U-4 for completeness and accuracy. In accordance with FINRA regulations, I will promptly advise Southeast Investments of any occurrence that requires an amendment to my U-4. These events include, but are not limited to, customer complaints, regulatory complaint or proceeding, change of address of home or business, liens, court actions, arrests, warrants and bankruptcy.

*See Exhibit 1.*

6. Watkins is currently registered as a broker-dealer agent of Southeast in the states of California, Kansas and Texas. *Admitted in Respondents' replies to 2013 Recommendation.*

7. Southeast's main office, located in Charlotte, North Carolina, is designated as Watkins' office of supervisory jurisdiction (OSJ). *Admitted in Respondents' replies to 2013 Recommendation.*

8. According to Southeast's written supervisory procedures, Watkins' business activities are subject to on-site examinations every three years. *See Exhibit 2, Excerpt from Southeast's Written Supervisory Procedures.*

9. Watkins filed for registration under the Act as a broker-dealer agent on February 24, 2012. Watkins' registration under the Act has been pending since that date. *Admitted in Respondents' replies to 2013 Recommendation.*

10. On March 29, 2012, the Enforcement Division of the Department filed an *Enforcement Division Recommendation* to bar Watkins from association with a broker-dealer or investment adviser in any capacity based on allegations of unethical conduct while with AFS in violation of 660:11-5-42 of the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities (Rules). *Admitted in Respondents' replies to 2013 Recommendation.*

11. The action concluded when Watkins entered into an agreement (Agreement) with the Department. The Agreement provided for the issuance of an agreed order (Order). The Order stated that if Watkins "made any false or misleading statements to the Department in connection with [the] matter, the Department may initiate an action[.]" The Order also included the following provisions:

**IT IS FURTHER ORDERED** that Respondent [Watkins] shall not offer and/or sell any security as defined by Section 1-102 of the Act in and/or from the state of Oklahoma for a period of nine months. Such period shall retroactively begin on November 25, 2011, and end on August 26, 2012. **This bar would apply to the transaction of business on or before August 26, 2012, in and/or from the state as a broker-dealer, broker-dealer agent, issuer agent, investment adviser, and/or investment adviser representative, as such terms are defined in Section 1-102 of the Act.** (Emphasis added.)

**IT IS FURTHER ORDERED** that Respondent [Watkins] shall at all times comply with all provisions of the Act and Rules, and successors of the Act and Rules, in connection with offers and/or sales of securities in and/or from the state of Oklahoma.

*Admitted in Respondents' replies to 2013 Recommendation.*

12. In connection with his pending registration application, the Department asked Southeast to confirm Watkins' securities activities between November 2011 and October 2012. *See Exhibit 5, Letter to Black from Carol Gruis dated October 5, 2012.*

13. On May 8, 2012, Watkins emailed Texas customer Alprin a fact sheet relating to the Transamerica fund. *See Exhibit 6, Email dated May 8, 2012, from Watkins to Alprin.* On May 11, 2012, Watkins placed a buy order for shares of a Transamerica fund on behalf of Texas customer Alprin. Watkins received \$170.00 in commission. *Admitted in Respondents' replies to 2013 Recommendation.*

14. On June 8, 2012, Watkins placed a sell order on behalf of Texas customer Walker. Watkins received \$375.00 in commission. *Admitted in Respondents' replies to 2013 Recommendation.*

15. On June 19, 2012, Watkins placed a sell order on behalf of Texas customer Walker. Watkins received \$600.00 in commission. *Admitted in Respondents' replies to 2013 Recommendation.*

16. On June 19, 2012, Watkins placed a buy order on behalf of Texas customer Reed. Watkins received \$50.00 in commission. *Admitted in Respondents' replies to 2013 Recommendation.*

17. On June 20, 2012, Watkins placed a buy order on behalf of Texas customer Walker. Watkins received \$562.50 in commission. *Admitted in Respondents' replies to 2013 Recommendation.*

18. On July 17, 2012, Watkins placed a sell order on behalf of Texas customer Lewis. Watkins received \$150.00 in commission. *Admitted in Respondents' replies to 2013 Recommendation.*

19. On July 23, 2012, Watkins placed a sell order on behalf of Kansas customer Payne. Watkins received \$100.00 in commission. *Admitted in Respondents' replies to 2013 Recommendation.*

20. On July 23, 2012, Watkins placed a buy order on behalf of Texas customer Lewis. Watkins received \$180.00 in commission. *Admitted in Respondents' replies to 2013 Recommendation.*

21. On July 26, 2012, Watkins placed a buy order on behalf of Texas customer Walker. Watkins received \$2,050.65 in commission. *Admitted in Respondents' replies to 2013 Recommendation.*

22. On August 6, 2012, Watkins placed a buy order on behalf of Texas customer Alprin. Watkins received \$180.00 in commission. *Admitted in Respondents' replies to 2013 Recommendation.*

23. On August 6, 2012, Watkins placed a sell order on behalf of Texas customer Ronica Watkins. Watkins received \$65.00 in commission. *Admitted in Respondents' replies to 2013 Recommendation.*

24. On September 19, 2012, Watkins placed a buy order on behalf of Texas customer Williams. Watkins received \$95.00 in commission. *Admitted in Respondents' replies to 2013 Recommendation.*

25. While attempting to resolve the 2012 enforcement action, Watkins did not disclose the securities transactions at issue to the Department. *Admitted in Respondents' replies to 2013 Recommendation.*

26. In connection with Watkins' pending application to register as an agent under the Act, Southeast submitted a proposed plan for the heightened supervision of Watkins. Black executed the plan on November 7, 2012. The plan stated that "Mr. Watkins will be supervised on a daily basis by Southeast Investments representative Lamar Guillory, who holds the FINRA Series 24 license. Mr. Guillory is located in the same office as Mr. Watkins." *See Exhibit 3, proposed Heightened Supervision Plan.* At the time of the submission of the proposed plan, Mr. Guillory maintained an employment address in Tulsa. *See Exhibit 4, CRD record of Lamar Guillory.*

27. In connection with his pending registration application, Watkins provided the Department with the *Affidavit of Rodney Larry Watkins, Jr. (CRD#3091936)* on December 27, 2012 (Watkins' First Affidavit). Watkins' First Affidavit was provided in lieu of the taking of Watkins' deposition by the Department and states in pertinent part:

4. My office and primary place of business is located at 46 E. 16<sup>th</sup> Street, Tulsa, Oklahoma 74119.

5. I am the owner of Watkins & Associates Financial Services located at 46 E. 16<sup>th</sup> Street, Tulsa, Oklahoma 74119. I devote in excess of one hundred (100) hours per month to this business.

\* \* \*

9. On May 11, 2012, while unregistered under the Act, I may have solicited and effected, from the state of Oklahoma, the purchase of 1450.512 shares of Transamerica Asset Allc Growth C (IAALX) by an existing Texas customer, Alprin, and received \$170.00 in commission.

10. The transaction described above in Paragraph 9 was executed through Southeast Investments, N.C. Inc. located in Charlotte, North Carolina.

*See Exhibit 7.*

28. During the Relevant Time Period, Watkins was a resident of Tulsa, Oklahoma. *Admitted in Respondents' replies to 2013 Recommendation.*

29. During the Relevant Time Period, Watkins' employment address was 46 East 16<sup>th</sup> Street, Tulsa, Oklahoma. This office was the designated location subject to supervision by Southeast. *See Exhibit 8, CRD record of Watkins.*

30. On or about February 20, 2012, Watkins notified Southeast of an outside investment related business activity operating under the name of Watkins and Associates Financial Services (Watkins and Associates) at 46 East 16<sup>th</sup> Street, Tulsa, Oklahoma. Watkins used Watkins and Associates to serve his clients' financial needs. *See Exhibit 9, Southeast's "Request to Engage in Outside Activity" form.*

31. On March 26, 2013, the Enforcement Division of the Department filed the 2013 Recommendation to deny the pending agent registration application of Watkins; to bar Watkins from engaging in the offer and/or sale of securities and association with a broker-dealer or investment adviser in any capacity; to censure Black; to suspend the

broker-dealer registration of Southeast; and to impose a civil penalty against Southeast based on the transactions described in paragraphs 13-24 above.

32. On November 21, 2013, Watkins amended his Form U-4 to reflect the change of his residential address to 9801 Royal Lane, Dallas, Texas. *See* Exhibit 10, CRD record of Watkins.

33. On November 21, 2013, Watkins amended his Form U-4 to reflect the change of his employment address, effective June 20, 2013, to 10000 North Central Expressway, Suite 400, Dallas, Texas. *See* Exhibit 10, CRD record of Watkins.

34. In April of 2013, Watkins & Associates maintained a website describing the company as a “full-service Financial Services firm located in OK.” The website also listed telephone and facsimile numbers with the 918 area code, the area code for Tulsa, Oklahoma. *See* copy of website attached as Exhibit 11.

35. During the Relevant Time Period, Watkins communicated with Southeast via email using his Watkins and Associates email address. His email signature line reads:

Rodney L. Watkins Jr.  
Watkins & Associates Financial Services  
46 East 16<sup>th</sup> Street  
Tulsa, Oklahoma 74119

*See* emails attached as Exhibit 12.

36. Southeast issued Watkins’ 2012 Form 1099 to 46 East 16<sup>th</sup> Street, Tulsa, Oklahoma. *See* Exhibit 13. In addition, funds disbursed by Southeast to Watkins as late as of August 2013 were deposited into an account at Bank of Oklahoma. *See* copies of checks attached as Exhibit 14.

37. The Respondents’ Motion included an affidavit by Watkins dated November 26, 2013 (Second Affidavit) in which he states that all of the orders described

in paragraphs 13-24 above were taken by Watkins, in person or by telephone, in Texas. *See* Respondents' Motion.

38. The Respondents' Motion also included affidavits by Watkins' customers who stated, to their knowledge and belief, that Watkins was in Texas to effect the securities transactions at issue. *See* Respondents' Motion.

### STANDARD OF REVIEW

Rule 660:2-9-3 of the Rules provides for motions for summary decision in an administrative proceeding initiated under the Act. The rule authorizes a summary decision only when it appears that there is no substantial controversy as to any material fact and the moving party is entitled to judgment as a matter of law. Subsection (d) provides:

A party may move for summary decision as to any substantive issue in the case. The Administrator, or the Hearing Officer, may issue a summary decision if he finds that there is no genuine issue as to any material fact and that the moving party is entitled to prevail as a matter of law.

The Department believes there are no *material* facts in dispute. However, it is the Department, and not Respondents, that is entitled to prevail, as a matter of law, on a motion for summary decision.

### ARGUMENTS AND AUTHORITY

#### **A. The Respondents' motion fails for lack of credible evidence.**

Respondents' motion for summary disposition should be denied at the outset because they failed to provide appropriate and credible support for the facts they claim are not in dispute. "A party moving for summary judgment may not rely exclusively upon oral testimony, either through testimonial affidavits or deposition testimony, to establish the absence of a genuine issue of material fact." *Burger v. Owens Illinois, Inc.*,

966 A.2d 611, 619-620 (Pa. Super. 2009) (citing to *Gruenwald v. Advanced Computer Applications, Inc.* 730 A.2d 1004, 1009 (Pa. Super. 1999)). The only potentially relevant evidence Respondents provided was Watkins' Second Affidavit and the affidavits of several customers who stated, to their knowledge and belief, that Watkins was in Texas to effect the securities transactions at issue. Under *Burger*, these affidavits are not sufficient to establish the absence of a genuine issue of material fact.

Further, Watkins' Second Affidavit and certain of the customer affidavits should be disregarded because they are not credible. *See Burger* at 620 (An affidavit that is not "wholly credible" may be disregarded). Watkins' Second Affidavit is not credible as it contradicts the First Affidavit he previously provided to the Department wherein he acknowledged that he may have "solicited and effected, from the state of Oklahoma" a transaction for one of his customers. *See Exhibit 15, Watkins' Second Affidavit, ¶ 9.*

At least one of the customers, Alprin, a Texas resident, signed an affidavit for Respondents that stated he believed that Respondent Watkins was in Texas when Respondent Watkins made the offer and sale of the security. *See Respondents' Motion, Exhibit 2, ¶¶ 2, 3.* Upon inquiry by the Department, customer Alprin acknowledged that he had no idea where Respondent Watkins was located when Respondent Watkins made the offer and sale of the security. *See Exhibit 16, ¶¶ 2, 3, Alprin Affidavit.* Customer Alprin did state that when he contacted Respondent Watkins, it was either by the telephone number listed on Respondent Watkins' website or by email. *See Exhibit 16, ¶¶ 9, 10, Alprin Affidavit.* The telephone number was in area code 918, a code identified with northeastern Oklahoma.

Other examples of discrepancies in the customer affidavits include the following:

- a. Customer Payne states that on July 23, 2012, he placed an order with Watkins to purchase \$5,000 of corporate bonds (and received a confirmation on that purchase) when in fact he placed an order to sell the bonds on that date. *See* Payne Affidavit at ¶¶ 2, 3 attached to Respondents' Motion; and Exhibit 17, Order Ticket;
- b. Customer Lewis states that on July 17, 2012, he placed an order with Watkins for 1743.281 shares of a mutual fund (and received a confirmation on that purchase), when in fact, he placed an order to sell those shares on that date. *See* Lewis Affidavit at ¶¶ 2, 3 attached to Respondents' Motion; and Exhibit 18, Order Ticket;
- c. Customer Lewis did not address in his affidavit his transaction on January 23, 2012, wherein he purchased \$18,000 of stock from Watkins. *See* Lewis Affidavit and Exhibit 19, Order Ticket;
- d. Customer Ronica Watkins states that on August 6, 2012, she placed an order with Watkins for 54.497 shares of a mutual fund (and received a confirmation on that purchase), when in fact, she placed an order to sell those shares on that date. *See* Ronica Watkins Affidavit at ¶¶ 2, 3 attached to Respondents' Motion; and Exhibit 20, Order Ticket.

Because these affidavits are not wholly credible, they should also be disregarded.

**B. The Department, not Respondents, is entitled to prevail as a matter of law.**

The securities regulatory scheme under Oklahoma law is set forth in the Act. The Act is based on the Uniform Securities Act of 2002 as approved by the National Conference of Commissioners on Uniform State Laws. Governing the securities-related

actions of those operating within the state of Oklahoma is a key objective of the Act. *See Lintz v. Carey Manor Ltd.*, 613 F. Supp. 543, 551 (W.D. Va. 1985).

Basic to the regulatory scheme in connection with this case is the requirement of registration under the Act of agents of broker-dealers. Section 1-402 expressly provides that an individual may not transact business in this state as an agent without benefit of registration or an exemption from registration. The Act provides that “‘agent’ means an individual, other than a broker-dealer, who represents a broker-dealer in effecting or attempting to effect purchases or sales of securities[.]” § 1-102(2).

Respondents do not dispute that Watkins is a broker-dealer agent of Southeast or that the transactions at issue did not occur. Rather, Respondents dispute the Department’s jurisdiction to regulate Watkins’ licensed activities in Texas and Kansas, or his sales to residents of those states, arguing that the Act has no “extraterritorial effect.” Respondents argue that the Department may not attempt to regulate commerce that takes place “wholly outside” of Oklahoma. Respondents, however, ignore the intrastate elements of the transactions in question—elements that negate their statement that these transactions occurred “wholly outside” of this state.

**1. The Blue Sky laws of multiple states can apply to a single transaction.**

Almost a century ago, the United States Supreme Court upheld the right of the states to regulate the intrastate elements of interstate securities transactions, finding such regulation to only incidentally affect interstate commerce. *Hall v. Geiger-Jones Co.*, 242 U.S. 539 (1917); *Caldwell v. Sioux Falls Stock Yards Co.*, 242 U.S. 559 (1917); and *Merrick v. N.W. Halsey & Co.*, 242 U.S. 568 (1917). Fifty years later, Professor Louis Loss acknowledged that “[i]n the normal course of the securities business a large

percentage of all transactions has points of contact with more than one state.” Louis Loss, *The Conflict of Laws and the Blue Sky Laws*, 71 Harv. L. Rev. 209 (1957). As the court in *Lintz* opined, “so long as there is some territorial nexus to a particular transaction, the laws of two or more states may simultaneously apply.” *Lintz*, 613 F.Supp. at 550. See also, *Nuveen Premium Income Municipal Fund 4, Inc. v. Morgan Keegan & Co., Inc.*, 200 F. Supp.2d 1313, 1318 (W.D. Okla. 2002).<sup>1</sup>

The *Lintz* court found that it is clear that a state “has a legitimate interest in applying its securities laws to operations conducted within the state, even if aimed at non-residents.” *Lintz*, at 552. The same result was reached by the United States Court of Appeals for the Third Circuit in *A.S. Goldmen & Co., Inc. v. New Jersey Bureau of Securities*, 163 F.3d 780 (3d. Cir. 1999). The factual scenario before the *A.S. Goldmen* court involved a broker-dealer with its sole office located in New Jersey. The firm solicited sales to individuals in New York by telephone. The firm did not offer securities to any individual in New Jersey. The broker-dealer argued that the New Jersey Bureau of Securities was without jurisdiction to regulate the securities transactions based on the Commerce Clause. The court observed:

A contract between Goldmen in New Jersey and a buyer in New York does not occur “wholly outside” New Jersey, just as it does not occur “wholly outside” New York. Rather, elements of the transaction occur in each state, and each state has an interest in regulating the aspect of the transaction that occurs within its boundaries.

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<sup>1</sup> While the judgment entered by the court in *Nuveen* was subsequently vacated due to a settlement of the matter by the parties, the legal analysis by the court remains valid.

*Id.* at 787. The court also acknowledged that “states are permitted to regulate in-state components of interstate transactions so long as the regulation furthers legitimate in-state interests.” *Id.* at 785.

**2. Oklahoma’s Blue Sky laws apply when there is a sufficient nexus with the state.**

The courts have reviewed extra-territorial jurisdiction under Oklahoma’s securities statutes in a handful of cases. In *Newsome v. Diamond Oil Producers, Inc., et al.*, [1982-1984 Transfer Binder] Blue Sky L. Rept. (CCH) ¶ 71,869 (Okla. 1983), the district court heard a jurisdictional challenge relating to offers and sales of oil and gas interests from Tulsa to persons outside the State of Oklahoma. The defendants asserted that the sales to residents of the other states were made in accordance with the laws of those states. The court stated that the Oklahoma securities laws “will apply when any portion of the selling process . . . occurs in Oklahoma.” ¶ 71,869. The *Newsome* court further cautioned:

An interpretation of Oklahoma law which would create a ‘safe harbor’ from which a securities promoter could operate with impunity, so long as he never ventured into the states in which the purchasers of his ventures reside, is not compatible with the purposes of the Act.

*Id.*

Under the Act, a sufficient nexus can be established even though the parties are not in Oklahoma at the time of the offer to sell or offer to buy. The Oklahoma Legislature established the territorial scope of the current securities law with its adoption of Section 1-610 of the Act. The substantive provisions of the Act apply when a person sells or offers to sell, or purchases or offers to purchase, a security in this state. § 1-610(A) and (B). Section 1-610(C) clearly establishes that offers to sell or to buy

originating from this state are within the statutory purview of the Act, regardless of the location of the offerees or purchasers. Section 1-610(C) provides as follows:

For the purpose of this section, an offer to sell or to purchase a security is made in this state, whether or not either party is then present in this state, if the offer:

1. Originates from within this state; or
2. Is directed by the offeror to a place in this state and received at the place to which it is directed.

The Official Comments to Section 610 of the Uniform Securities Act of 2002 provide guidance in this regard:

Section 610(c)(1) provides that an offer which originates in State B and is directed to State A is made in both states. The securities act of State A would apply under Section 610(c)(2). The [securities] act of State B would apply also, under Section 610(c)(1). The intent is to prevent a seller in State B from using that state as a base of operations for defrauding [persons] in other states.

The remaining legal question is: when does an offer originate from within this state. In *Nuveen v. Morgan Keegan*, the court addressed the issue of whether there was a sufficient territorial nexus for concluding the transactions in question were within the scope of this state's securities laws under Section 413(c)(1).<sup>2</sup> Section 413(c) provided in pertinent part as follows: "For the purpose of this section, an offer to sell or to buy is made in this state, whether or not either party is then present in this state, when the offer: (1) originates from this state[.]" While recognizing there is little guidance as to the meaning of "originates", the *Nuveen* court concluded that some sort of nexus between the "sale" and the state is required. 200 F.Supp.2d at 1318. The court found the presence of a sufficient nexus to warrant application of this state's securities laws due to, *inter alia*,

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<sup>2</sup> The statutory provisions under review by the court in *Nuveen* were contained in Section 413 of the Oklahoma Securities Act, the predecessor to the Oklahoma Uniform Securities Act. Section 1-610 of the Act replaced Section 413. The language of the two provisions is substantially similar.

an employee's involvement in the preparation of certain of the offering documents and his research activities while in Oklahoma.

The intrastate elements establishing a sufficient nexus, and thereby jurisdiction under blue sky laws, extend beyond the acts necessary to complete the offer and/or sale of a security, that is, taking a buy or sell order and submitting it for execution. In *Arizona Corp. Comm'n. v. Media Products, Inc.*, 763 P.2d 527 (Ariz. Ct. App. 1988), the court evaluated the offers and sales of securities issued by a Delaware corporation, with its principal place of business and base of operations in Arizona, to non-Arizona residents by an underwriter and broker-dealer operating outside of Arizona. The court found the offers and sales to have been made from Arizona and subject to the securities laws of that state. *Id.* at 531. The factors considered by the *Media Products* court included: (a) the principal place of business and base of operations for the issuer was in Arizona; (b) the officers and directors operated from and resided in Arizona; and (c) the issuer was to make certificates for the shares available to the selling agent at the issuer's Arizona address. *Id.* at 529.

Statutory provisions other than Section 1-610 of the Act suggest that the role of an agent encompasses more than the mere offer or sale of a security. The statutory definition of "agent" includes an individual who *effects or attempts to effect* securities transactions on behalf of a broker-dealer. § 1-102(2). The agent registration requirement under the Act references *transacting business* as an agent. § 1-402(A). "[A]ccepting or executing orders for the purchase or sale of securities" is just one of many functions considered in determining whether agent registration is required. NASD Notice to Members 99-49. Other functions include, but are limited to, the following:

“communicating with members of the public to determine their interest in making investments, discussing the nature or details of particular securities or investment vehicles, [and] recommending the purchase or sale of securities[.]” *Id.* Among the determinative factors in analyzing whether an individual is effecting transactions in securities is “whether the person (1) solicit[s] investors to purchase securities . . . and (3) receive(s) transaction-related compensation.” *SEC v. Offill*, 2012 WL 246061, at \*7 (N.D. Tex. Jan. 26, 2012) (citations omitted).

**C. There are material facts establishing a sufficient nexus with this state.**

Respondents cite to *BMW of North America v. Gore*, 517 U.S. 559 (1996), for the proposition that Oklahoma cannot punish a person for conduct that occurs outside its borders that may have been lawful where it occurred. The Department does not disagree with that point of law. However, the Department is not attempting to regulate out-of-state activity. Rather, the Department seeks to protect the reputation of the State of Oklahoma from being perceived as a place where securities laws can be violated. Even if Watkins was literally standing in another state when he accepted and submitted the orders in connection with certain of the transactions at issue, he was holding himself out as based in Tulsa, Oklahoma. During the Relevant Time Period, his CRD records reflected that his office was located in Oklahoma and that he was supervised by his broker-dealer at that location. Watkins dispensed Oklahoma telephone and facsimile numbers for communications with customers and he used email signatures that indicated he was based in Oklahoma. These actions would lead customers to believe that they were dealing with a person operating in this state.

Respondents also cite to *Bigelow v. Virginia*, 421 U.S. 809 (1975), to suggest that the Department is attempting to exert extra-territorial jurisdiction over the securities transactions at issue. In *Bigelow*, an advertisement was run in a Virginia newspaper stating that abortions were legal in New York and the newspaper's editor was convicted of violating a Virginia law prohibiting advertisements encouraging abortions. *Id.* at 811-812. In connection with its ultimate finding that the advertisement was protected speech, the United States Supreme Court stated that Virginia had no authority to regulate services provided in New York or to stop its citizens from traveling to New York to use those services even if Virginia had an interest in the welfare of its citizens. *Id.* at 824. Again, the Department does not dispute those points of law; they are simply not applicable here. The Department is not attempting to enforce another state's securities laws or suggest that another state should enforce or even recognize the laws of Oklahoma. The Department is not attempting to keep Oklahoma citizens from going to another state to purchase or sell securities. However, when someone holds himself out as being based in Oklahoma for purposes of his securities business, the Department has a strong interest in making sure Oklahoma is not used as a haven for improper activity whether or not that person is actually in Oklahoma when he completes a transaction.

As the case law cited above indicates, the Department's exercise of jurisdiction in this case is warranted if the Department establishes that the transactions at issue bear a sufficient nexus with this state. As set forth in the undisputed facts, Watkins maintained his office location and residence in Tulsa, Oklahoma, throughout the Relevant Time Period. The only employment location disclosed by Watkins during the Relevant Time Period is the 46<sup>th</sup> Street location in Tulsa. The Form U-4 instructions state that "[i]f an

individual is applying for registration (or is already registered) with a broker-dealer and will be *physically located* at a location that is not required to be registered/notice filed on Form BR, [the individual needs to] enter the business location's Street 1, Street 2, City, State, Country and Postal Code and search and select the branch office from which this individual is supervised." (Emphasis added.) See General Instructions to Form U-4 Uniform Application for Securities Industry Registration or Transfer attached hereto as Exhibit 21.

Watkins did not disclose the existence of an office in Texas and a change in his residential address until over a year after the occurrence of the transactions at issue and months after the Watkins' First Affidavit wherein he had acknowledged Tulsa, Oklahoma as his place of business. In fact, he first indicated the existence of a Texas office in his reply to the 2013 Recommendation on which this proceeding is based. Furthermore, his website listed the Oklahoma office as his place of business and clients contacted him by a telephone number with an Oklahoma area code. His emails listed the address for the Oklahoma office, an Oklahoma telephone number and an Oklahoma facsimile number as means of contact.

With respect to one of Texas customer Alprin's transactions, Watkins stated in the Watkins' First Affidavit that he "may have" solicited the trade from Oklahoma. Although Watkins subsequently contradicted that statement, the evidence shows that Watkins emailed information about the investment to Alprin using his Watkins and Associates email address three days before the trade was made.

During the Relevant Time Period, Watkins' disclosed location for purposes of supervision by Southeast and Black was Tulsa. This fact is reinforced by Southeast's

proposed heightened supervision plan under which Watkins would be subject to daily supervision by Mr. Guillory who was located in Tulsa. It follows that Southeast believed Watkins was operating his securities business from Tulsa as late as November 2012. Further, Southeast addressed Watkins' 2012 Form 1099 to his office address in Oklahoma.

The material facts of this case establish a sufficient nexus to the State of Oklahoma to warrant application of the Act to the transactions at issue.

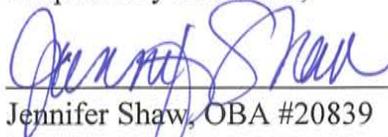
### **CONCLUSION**

This case has been simplified to the issue of jurisdiction and is ripe for decision at the summary decision phase. No other issues or facts remain to be adjudicated in this proceeding. In short, the parties disagree on whether the Department has jurisdiction over the securities transactions outlined in the March 26, 2013 Enforcement Division Recommendation.

The Department has jurisdiction under the Act to regulate Oklahoma agents and their intrastate activities. The Department should be granted summary decision.

WHEREFORE, premises considered, the Department asks that the Hearing Officer deny the Respondents' Motion, grant the Department's motion for summary decision, and preside over a hearing to determine the appropriate sanctions (1) for Watkins transacting business in this state as an unregistered agent and omitting to state material facts in connection with the resolution of the 2012 enforcement action; and (2) for Southeast and Black failing to supervise Watkins.

Respectfully submitted,



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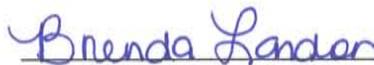
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[acornmesser@securities.ok.gov](mailto:acornmesser@securities.ok.gov)

### CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 28th day of February, 2014, a true and correct copy of the above and foregoing *Department's Response to Respondents' Motion for Summary Disposition and Department's Motion for Summary Decision* was mailed with postage prepaid thereon, addressed to:

Patrick O Waddel, OBA #9254  
1700 Williams Center Tower  
One W 3rd St  
Tulsa OK 74103-3522  
*Attorney for Respondents*



---

Brenda London, Paralegal

# EXHIBIT 1

REPRESENTATIVE'S DECLARATION TO SUPERVISORY OFFICE OF SOUTHEAST

Please INITIAL each item and SIGN at the bottom.

I agree to abide by the following regulatory requirements of SOUTHEAST INVESTMENTS, N.C INC.

RW I understand that I am not permitted to prepare, mail or otherwise provide confirmations and statements to customers or other broker/dealers.

RW All advertising and sales literature, including any published material, form letters, newsletters or general mailing in which the Company's name appears or which makes mention or reference in any way to securities will be sent to the OSJ for review, approval, and maintenance prior to use. This includes any newsletters sent to client or prospects.

RW I will send a copy of any materials to be used in seminars or speaking engagements I conduct to the main office of Southeast Investments, N.C. Inc. for approval prior to use. This includes but is not limited to advertisements, mailers, seminar scripts, slides, handouts, and video presentations. I will also send a list of all attendees at any seminars I hold to Southeast Investments, N.C. Inc. main office for the seminar file as required by FINRA rules.

RW All correspondence with the Company's customer accounts including written or electronic means will be sent to the OSJ for review, approval and record keeping maintenance. I will not use any chat rooms, instant messages, blogs, message boards or online communications of any form to tout or recommend securities. I **UNDERSTAND THE USE OF CHAT ROOMS, INSTANT MESSAGES, BLOGS, MESSAGE BOARDS OR ANY FORM OF ONLINE COMMUNICATIONS TO TOUT OR RECOMMEND SECURITIES IS STRICTLY PROHIBITED BY SOUTHEAST INVESTMENTS POLICY.** Any e-mails or communications of any kind involving securities are required to be sent to the home office CCO prior to use for approval and filing.

RW All original mutual fund and annuity applications (this includes variable and equity index annuities) will be sent to the OSJ for processing and approval and will be sent to the mutual fund or annuity company by the OSJ.

RW I will notify the OSJ or the Company's Supervisory Principal of any customer complaint within 24 hours of receipt of such complaint.

RW I will not give any client tax or legal advice (unless you are a CPA or lawyer) without telling them to seek advice from their accountant or attorney.

RW I certify that all answers I have provided on my U-4 regarding occurrences that are required to be filed have been done and I have reviewed the U-4 for completeness and accuracy. In accordance with FINRA regulations, I will promptly advise Southeast Investments of any occurrence that requires an amendment to my U-4. These events include, but are not limited to, customer complaints, regulatory complaint or proceeding, change of address of home or business, liens, court actions, arrests, warrants and bankruptcy. I will promptly request a copy of the amendment once it is filed to verify the correctness of the amendment. I understand that FINRA will impose a fine which I will pay should my filing of the above information not be promptly submitted to the Home Office for filing with FINRA.

RW I will make it clear to all customers that all my securities transactions are through the Company. If I am engaged in non-securities business such as insurance, I will clearly state to the client that this associated business is not owned by nor affiliated with Southeast Investments. If I utilize a business card for the non-securities business, this information will be clearly stated on the business card.

- RW I will advise my clients that all non-security transactions are not through Southeast Investments but are through my own or other companies which are non-affiliated with or owned by Southeast Investments.
- RW I will not offer or sell any securities except those offered and approved by the Company. I will not introduce anyone to someone seeking to raise money or arrange a loan in a business I own, my friends own, or anyone owns without first discussing it with Southeast Investments' Chief Compliance Officer and receiving permission in writing.
- RW I am familiar with the regulatory requirements regarding insider trading. I will not use any information received from any company insider regarding company events to effectuate trades for the benefit of myself and others.
- RW I will not speak with or receive any communications from State or Federal Regulatory Authorities without first notifying the Compliance Department of Southeast Investments. **Should you receive a call from a State or Federal Regulator or an attorney, simply refer them to the Main Office Compliance Department.**
- RW I am familiar with the regulatory requirements regarding the privacy of client financial information (Regulation S-P) and have not divulged information regarding any client to any unauthorized persons. I will take steps to safeguard the privacy of clients' records and information.
- RW I will review Section VI of the Written Supervisory Procedures for Southeast Investments regarding Employee Conduct and Activities.
- RW I will not engage in any outside business activities without first notifying and having the activity or investment approved by Southeast Investments, i.e., I will not sell away.
- RW I will not engage in any outside business activities involving private securities business with a representative of another broker/dealer nor share in any profit or loss with a customer. I will not settle any errors or losses directly with clients. I will not rebate any commissions to clients.
- RW I will not guarantee profits nor guarantee against loss in a client's account.
- RW I will not offer a money back guarantee of fees or commissions charged. I understand this is against FINRA, SEC, exchange and Southeast Investments rules to say such things and I will not.
- RW I will not share or have an interest in a client's account.
- RW I will inform the OSJ or Supervisory Principal in writing of all outside business activity for which I receive compensation, directly or indirectly.
- RW Other than commissions received through the Company, I will not receive directly or indirectly anything that might be considered compensation from a sponsor or wholesaler of an investment product. Any seminars or meetings for which the sponsoring organization pays over \$100.00 for me to attend will be pre-approved by Southeast Investments.
- RW I will neither borrow from nor loan to clients any monies. I understand this is strictly prohibited by FINRA and Southeast Investments, N.C., Inc. rules. I understand FINRA and Southeast Investments rules prohibit receiving any kind of performance-based gift or bonus from a client. I also understand rules prohibit giving gifts or monies to clients or rebating commissions.
- RW I will receive a copy of the Written Supervisory Procedures for Southeast Investments and will promptly review them. I agree to abide by these procedures.
- RW I will review the Anti-Money Laundering Procedures in Southeast Investments Written Supervisory Procedures.

RW I will not buy nor sell for my own account a private placement such as an oil and gas deal without notifying Southeast Investments.

RW I understand Southeast Investments rules prohibit me or members of my family having accounts at other broker/dealers unless given written approval. I will abide by this rule.

RW I will not receive a check or checks from a client made payable to my name or any business name associated with me. All checks will be made payable to National Financial Securities or the appropriate mutual fund or insurance carrier. I understand it is **STRICTLY PROHIBITED** to deposit client checks in my account or any account I control. I understand it is a violation of FINRA rules even if I temporarily deposit it and write a check for the exact same amount to the intended recipient.

RW I will not raise money for any investment offered by anyone including myself not offered through Southeast Investments.

RW I understand that it is a violation of FINRA regulations to share in the profit or loss with a client. I will not share in the profit or loss with a client.

RW I will not deposit a check from a client to an account under my control. I understand it is a violation of FINRA ruled even if I temporarily deposit it and write a check for the exact same amount to the intended recipient.

RW If I have an RIA, I will send duplicate confirms and statements to Southeast Investments for review or notify Southeast Investments of how to access RIA client accounts in accordance with NASD Notice To Members 94-44 and NASD Rule 3040 which prohibits securities transactions by associated persons without written prior approval. I will print and read NASD Notice to Members 94-44 and NASD Rule 3040.

RW I will not sell nor will I participate in life settlements. I understand FINRA has issued two notices, Regulatory Notice 09-42 and NTM06-38 prohibiting broker/dealers or their registered representatives from entering life settlement business prior to approval by FINRA.

RW I will review the Telemarketing Procedures in Southeast Investments Written Supervisory Procedures including the rules regarding cold calling and the use of scripts. I will follow the regulations of the firm and of regulators regarding these.

RW I am aware of the provisions of the Telephone Consumer Protection Act of 1991 including the DO NOT CALL List. I will read and abide by the firm's rule regarding telemarketing as delineated in the Written Supervisory Procedures.

RW I have notified Southeast Investments of my website address. I am aware that all materials on my website (if I have one) have to be approved prior to adding it to my website. I will not add any materials to my website without prior approval.

RW This certifies that I have received a copy of the Southeast Investments Code of Ethics.

RW **I will not sign a client's name to any document.**

I certify to the above this 20<sup>th</sup> day of February, 2012.

[Signature]  
Registered Representative Signature

Rodney Watkins  
Registered Representative Printed Name

Reviewed by [Signature]  
Firm Supervisory Principal

Date 2-23-12

M1 10/19/2011

SE-00003

# EXHIBIT 2

SOUTHEAST INVESTMENTS, N.C. INC.  
WRITTEN SUPERVISORY PROCEDURES  
AUGUST 2013

- o Independent Contractor agreements; and,
- o Assessment reports, annual interview reports and any other writings reflecting the review or assessment of an employee's conduct;
- Written supervisory policies and procedures;
- Annual business review reports;
- Annual OSJ inspection reports; and,
- All other records required to be maintained at the Main OSJ Office pursuant to applicable federal and state regulations.

**D. Annual Compliance Inspection**

***FINRA Rule 3010(c)***

1. **Requirement.** A review of the Company's business activities must be performed at least annually under the direction of the Designated Supervisory Principal. The review should be designed to detect and prevent irregularities and abuses, and to ensure the Company's on-going compliance with all applicable federal and state securities laws, rules and regulations. Any OSJ shall be audited annually. The Home Office is an OSJ office.
2. **Scope.** The review must include an on-site examination of the business activities of each registered representative (if ever applicable), regardless of their location, including an examination of all books and records. Registered Branch Offices and non-branch offices will be reviewed every 36 months, unless the registered branch office supervises one or more non-branch office. If required, offices may be subject to more frequent review if the OSJ deems it advisable. Factors taken into consideration in determining the need for more frequent review include:
  - Large number of representatives
  - Large number of customer complaints
  - Inadequate paperwork
  - More commissions from frequent trading
  - Failure to follow up on compliance guidelines.
3. **Report.** A written report of the review and the dates upon which each inspection was conducted shall be prepared by the Designated Supervisory Principal, a copy of which shall be maintained for a period of at least three years, the first two in an easily accessible place. Such report shall include, at a minimum:
  - Identity of office reviewed;
  - Dates of review;
  - Scope of review;
  - Identification of all documents and other information reviewed;
  - Identity of all personnel interviewed;
  - Findings, including any compliance deficiencies or other problems identified;
  - Review of Company's limited size and resources with respect to inspection report;
  - Explanation of any corrective actions taken; and,
  - Recommendations, if any.
4. **Compliance Deficiencies.** Where compliance deficiencies are noted, the Designated Supervisory Principal must review such deficiencies with the responsible individuals and take whatever corrective actions are necessary to remedy the problems.

**IV. BRANCH OFFICES**

**A. Office of Supervisory Jurisdiction (OSJ)**

The Company shall designate as an OSJ each location in which one or more of the following functions take place:

- Order execution and/or market making;
- Structuring of public offerings or private placements;
- Processing of customers' funds and/or securities;
- Final approval of new accounts on behalf of the Company;

# EXHIBIT 3

## Southeast Investments, N.C. Inc.

820 Tyvola Road, Suite 104  
Charlotte, NC 28217  
704-527-7873 or 800-828-1295  
Fax 704-527-2166

Member FINRA, SIPC

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### Southeast Investments' Heightened Supervision of Rodney Watkins

1-Mr. Watkins will be supervised on a daily basis by Southeast Investments representative Lamar Guillory, who holds the FINRA Series 24 license. Mr. Guillory is located in the same office as Mr. Watkins.

2-Mr. Watkins will not be allowed to place orders through his location. All orders will be required to be sent to the Southeast Investments main office for review and approval by the CCO of Southeast Investments prior to transmittal to our clearing firm National Financial Services for execution. All mutual fund applications, variable annuity applications or any direct way applications will be required to be sent to the Southeast Investments main office for review and approval by the CCO of Southeast Investments prior to transmittal to the carriers.

3-All documents containing client signatures will be copied and sent by the CCO of Southeast Investments to the client for their records and verification of signatures.

4-Mr. Watkins will not act in any supervisory capacity.

5-All correspondence received in Mr. Watkins' office will be required to immediately be reviewed by Mr. Guillory and then forwarded to the Southeast Investments main office for review by Southeast Investments CCO.

6-Mr. Watkins will be required on a semi-annual basis to certify by signing the Registered Representative Declaration to Supervisory Office that he has followed all state and federal securities rules and regulations re securities.

7-All orders must be placed through the home office of Southeast Investments for review and approval prior to submission. After initial review by Mr. Guillory, all securities account paperwork will be forwarded to the home office. Southeast Investments' CCO will document the account paperwork as approved with a date and signature and maintain the paperwork at the Southeast Investments main office in Charlotte, NC.

8-All complaints regarding Mr. Watkins, whether verbal or written, will be immediately forwarded to the CCO of Southeast Investments or his designee. The compliance department will prepare a memorandum to the file as to what measures were taken to investigate the merits of the complaint and the resolution of the matter, and will keep documents pertaining to these complaints segregated for easy review. The CCO of Southeast Investments will make Mr. Guillory aware of any and all complaints filed against Mr. Watkins.

Frank H. Black  
President, CEO & CCO

Frank H. Black  
Signature

7 November 2012  
Date

# EXHIBIT 4

### Composite Information

Individual CRD#: 5391062

Individual Name: GUILLORY, LAMAR M

|   |  |   |  |                          |                                |
|---|--|---|--|--------------------------|--------------------------------|
| <b>Full Legal Name</b>                            | GUILLORY, LAMAR MONTA  |   |  |                          |                                |
| <b>Social Security Number</b>                     | XXX-XX-XXXX  |   |  |                          |                                |
| <b>Date Of Birth</b>                              | [REDACTED]   |   |  |                          |                                |
| <b>Employment</b>                                 | <b>Name</b>  | SOUTHEAST INVESTMENTS, N.C., INC. (43035) |  |                          |                                |
|   | <b>Firm Billing Code</b>   | LNR                                       |  |                          |                                |
|   | <b>Position</b>  | Registered Representative                 |  |                          |                                |
|   | <b>Independent Contractor</b>  | Yes                                       |  |                          |                                |
|   | <b>CRD Branch Number</b>   | <b>FINRA OSJ</b>                          | <b>Address</b>                                 | <b>Firm Billing Code</b> | <b>NYSE Branch Code Number</b> |
|   | <u>286315</u> - Supervised From  | Yes                                       | 820 TYVOLA ROAD, SUITE 104 CHARLOTTE, NC 28217 |                          |                                |
|   | Non-Registered Location - Located At   |   | 1514 E. 48TH ST. NORTH TULSA, OK 74126         | LNR                      |                                |
| <b>Residential Address</b>                        | 1514 E. 48TH STREET NORTH<br>TULSA, OK 74126   |   |  |                          |                                |
| <b>Reportable Disclosures?</b>                    | The specified individual has no disclosure that qualifies under this section (i.e., disclosure required to be reported on Form U4 or Form U5). Regulatory and Broker/Dealer Users: Please note that there are three types of disclosure in Web CRD: Reportable, Legacy and Archive disclosure. An individual with no reportable disclosure may or may not have Legacy or Archive disclosure. Investment Adviser Users: Please note that IARD does not include Legacy disclosure. Information reported on previous form filings through IARD is available under Filing History. |   |  |                          |                                |
| <b>Statutory Disqualification Status</b>          |  | <b>Last Updated</b>                       |  |                          |                                |
| <b>Has Material Difference in Disclosure?</b>     | No   |   |  |                          |                                |
| <b>Current CE Status</b>                          | Required   |   |  |                          |                                |
| <b>Disclosure Counts - Current Disclosures</b>    | <b>Criminal</b>  | <b>Regulatory Action</b>                  | <b>Customer Complaint</b>                      | <b>Other</b>             |                                |
|   | 0  | 0   | 0  | 0                        |                                |
| <b>Disclosure Counts - Historical Disclosures</b> | <b>Criminal</b>  | <b>Regulatory Action</b>                  | <b>Customer Complaint</b>                      | <b>Other</b>             |                                |
|   | 0  | 0   | 0  | 0                        |                                |

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U4 - AMENDMENT 10/16/2013

Rev. Form U4 (05/2009)

Individual Name: WATKINS (JR.), RODNEY LARRY (3091936)

Firm Name: SOUTHEAST INVESTMENTS, N.C., INC. (43035)

1. GENERAL INFORMATION

|                                  |  |  |                       |
|----------------------------------|--|--|-----------------------|
| <b>First Name:</b><br>RODNEY     | <b>Middle Name:</b><br>LARRY                           | <b>Last Name:</b><br>WATKINS                       | <b>Suffix:</b><br>JR. |
| <b>Firm CRD #:</b><br>43035      | <b>Firm Name:</b><br>SOUTHEAST INVESTMENTS, N.C., INC. | <b>Employment Date (MM/DD/YYYY):</b><br>02/24/2012 |                       |
| <b>Firm Billing Code:</b><br>LNR | <b>Individual CRD #:</b><br>3091936                    | <b>Individual SSN:</b><br>xxx-xx-xxxx              |                       |

Do you have an independent contractor relationship with the above named firm?:  
 Yes  No

| Office of Employment Address |                    |                   |   |                   |                    |            |          |
|------------------------------|--------------------|-------------------|---|-------------------|--------------------|------------|----------|
| CRD Branch #                 | NYSE Branch Code # | Firm Billing Code | Address   | Private Residence | Type of Office     | Start Date | End Date |
| 286315                       |                    |                   | 820 TYVOLA ROAD,<br>SUITE 104<br><br>CHARLOTTE , NC<br>28217<br>UNITED STATES | N                 | Supervised<br>From | 02/24/2012 |          |
|                              |                    | LNR               | 46 E. 16TH STREET<br><br>TULSA , OK 74119<br>UNITED STATES                    | N                 | Located At         | 02/24/2012 |          |

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There are no open NonBranch Offices for **SOUTHEAST INVESTMENTS, N.C., INC.**..

# EXHIBIT 5

October 5, 2012

Mr. Frank Black, President  
Southeast Investments, N.C., Inc.  
820 Tyvola Road, Suite 104  
Charlotte, NC 28217

Re: Rodney Watkins (CRD #3091936)

Dear Mr. Black:

As follow-up to the Department's Order In the Matter of Rodney Larry Watkins, Jr., I would like to request the following records pertaining to Rodney Watkins for the time period of November 1, 2011 to the current date:

1. Copies of all trade blotters
2. Copies of all correspondence, including e-mail sent or received
3. Copies of all commission reports

The requested information should be received in this office by October 19, 2012. If you have any questions, please do not hesitate to contact me at 405-280-7730.

Sincerely,

Carol A. Gruis  
Director of Examinations

# EXHIBIT 6

Re: Investment information

Page 1 of 1

From: fstockjock <fstockjock@aol.com>  
To: Rodney <Rodney@watkinsandassoc.com>  
Subject: Re: Investment information  
Date: Tue, May 8, 2012 3:51 pm

---

rodney-pls give me a call.  
Frank Black  
President - CEO  
Southeast Investments N.C., Inc.  
[www.SoutheastInvestmentsNC.com](http://www.SoutheastInvestmentsNC.com)  
800-828-1295 or 704-527-7873

-----Original Message-----

From: Rodney Watkins <Rodney@watkinsandassoc.com>  
To: Clifford Alprin <caalprin@yahoo.com>  
Sent: Tue, May 8, 2012 3:01 pm  
Subject: Investment information

Dr. Alprin

How bout those Spurs!!! I'm sure you guys are enjoying the playoff run.

As a follow up to a discussion I am attaching a Fact sheet on a Transamerica Growth allocation fund. It has multiple fund companies in the allocation which helps with diversity and the fund has the capacity to go as high as 100% equity.

Give me a shout back with any questions.

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

# EXHIBIT 7

AFFIDAVIT OF RODNEY LARRY WATKINS, JR. (CRD# 3091936)

STATE OF OKLAHOMA                    )  
  )        ss.  
COUNTY OF TULSA                    )

Rodney Larry Watkins, Jr., of lawful age, being first duly sworn, upon oath states as follows:

1. I am a resident of Tulsa, Oklahoma.
2. I first became registered as a broker-dealer agent under Oklahoma securities laws in December 1998.
3. I am currently under contract with Southeast Investments, N.C. Inc. (Southeast) and filed for broker-dealer agent registration under the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (2011), on February 24, 2012. My registration under the Act is pending.
4. I am registered as a broker-dealer agent of Southeast in the states of California, Kansas and Texas.
5. My office and primary place of business is located at 46 E. 16<sup>th</sup> Street, Tulsa, Oklahoma 74119.
6. I am the owner of Watkins & Associates Financial Services located at 46 E. 16<sup>th</sup> Street, Tulsa, Oklahoma 74119. I devote in excess of one hundred (100) hours per month to this business.
7. On March 29, 2012, the Oklahoma Department of Securities filed an *Enforcement Division Recommendation* seeking to bar me from association with a broker-dealer or investment adviser in any capacity and/or to impose a civil penalty.
8. On August 29, 2012, I agreed to an Order issued by the Administrator of the Oklahoma Department of Securities that included the following provisions:

**IT IS FURTHER ORDERED** that Respondent [Watkins] shall not offer and/or sell any security as defined by Section 1-102 of the Act in and/or from the state of Oklahoma for a period of nine months. Such period shall retroactively begin on November 25, 2011, and end on August 26, 2012. This bar would apply to the transaction of business on or before August 26, 2012, in and/or from the state as a broker-dealer, broker-dealer agent, issuer agent, investment adviser, and/or investment adviser representative, as such terms are defined in Section 1-102 of the Act.

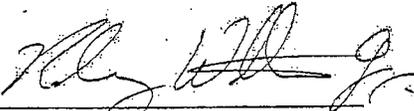
IT IS FURTHER ORDERED that Respondent [Watkins] shall at all times comply with all provisions of the Act and Rules, and successors of the Act and Rules, in connection with offers and/or sales of securities in and/or from the state of Oklahoma.

9. On May 11, 2012, while unregistered under the Act, I may have solicited and effected, from the state of Oklahoma, the purchase of 1450,512 shares of Transamerica Asset Alle Growth C (TAALX) by an existing Texas customer, Alprin, and received \$170.00 in commission.

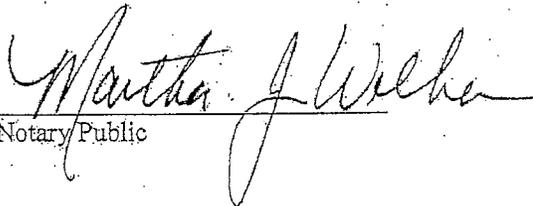
10. The transaction described above in Paragraph 9 was executed through Southeast Investments, N.C. Inc. located in Charlotte, North Carolina.

11. At the time the transaction described above in Paragraph 9 was effected, I was not barred from employment or association with a broker-dealer by an order of the Administrator of the Oklahoma Department of Securities, the United States Securities and Exchange Commission, or a self-regulating organization.

FURTHER AFFLIANT SAITH NOT.

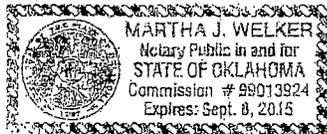
  
Rodney Larry Watkins, Jr.

Subscribed and sworn to before me this 27<sup>th</sup> day of December, 2012, by Rodney Larry Watkins, Jr.

  
Notary Public

(SEAL)

My Commission No.:  
My Commission Expires:



# EXHIBIT 8

## Notice

**CRD® or IARD(TM) Information:** This report contains information from the CRD (Central Registration Depository) system, or the IARD system (Investment Advisers Registration Depository), which are operated by FINRA, a national securities association registered under the Securities Exchange Act of 1934. The CRD system primarily contains information submitted on uniform broker-dealer and agent registration forms and certain other information related to registration and licensing. The IARD system primarily contains information submitted on uniform investment adviser and agent registration forms and certain other information related to registration and licensing. The information on Uniform Forms filed with the CRD or IARD is deemed to have been filed with each regulator with which the applicant seeks to be registered or licensed and shall be the joint property of the applicant and such regulators. The compilation constituting the CRD database as a whole is the property of FINRA. Neither FINRA nor a participating regulator warrants or guarantees the accuracy or the completeness of the CRD or IARD information. CRD information consists of reportable and non-reportable information.

FINRA operates the CRD system in its capacity as a registered national securities association and pursuant to an agreement with the North American Securities Administrators Association, Inc. (NASAA).

FINRA operates the IARD system as a vendor pursuant to a contract with the Securities and Exchange Commission and undertakings with NASAA and participating state regulators.

**Reportable Information:** Information that is required to be reported on the current version of the uniform registration forms.

**Non-Reportable Information:** Information that is not currently reportable on a uniform registration form. Information typically is not reportable because it is out-of-date; it was reported in error; or some change occurred either in the disposition of the underlying event after it was reported or in the question on the form that elicited the information. Although not currently reportable, this information was once reported on a uniform form and, consequently, may have become a state record. Users of this information should recognize that filers have no obligation to update non-reportable data; accordingly, it may not reflect changes that have occurred since it was reported.

CRD® or IARD(TM) System Current As Of: 10/09/2013  
Snapshot - Individual  
CRD® or IARD(TM) System Report provided to: Oklahoma  
Request Submitted: 10/10/2013 8:49:50 AM

Page 2 of 23

Details for Request#: 12440498  
Report: Snapshot - Individual  
Requested By: CAG

| <u>Parameter Name</u>   | <u>Value</u>                             |
|---|--|
| Request by CRD# or SSN:   | CRD#                                     |
| Individual CRD# or SSN  | 3091936                                  |
| Include Personal Information?   | Yes                                      |
| Include All Registrations with Employments:                             | Both Current and Previous<br>Employments |
| Include All Registrations for Current and/or Previous Employments with: | All Regulators                           |
| Include Professional Designations?                                      | Yes                                      |
| Include Employment History?   | Yes                                      |
| Include Other Business?   | Yes                                      |
| Include Exam Information?   | Yes                                      |
| Include Continuing Education Information? (CRD Only)                    | Yes                                      |
| Include Filing History? (CRD Only)                                      | Yes                                      |
| Include Current Reportable Disclosure Information?                      | Yes                                      |
| Include Regulator Archive and Z Record Information? (CRD Only)          | Yes                                      |

---

CRD® or IARD(TM) System Report -- See notice regarding CRD Data on cover page.

CRD® or IARD(TM) System Current As Of: 10/09/2013  
 Snapshot - Individual  
 CRD® or IARD(TM) System Report provided to: Oklahoma  
 Request Submitted: 10/10/2013 8:49:50 AM

Individual 3091936 - WATKINS JR., RODNEY LARRY

Administrative Information

Composite Information

Full Legal Name WATKINS JR., RODNEY LARRY  
 State of Residence OK

Active Employments

Current Employer SOUTHEAST INVESTMENTS, N.C., INC.(43035)

Firm Main Address 820 TYVOLA ROAD-SUITE 104  
 CHARLOTTE  
 NC, UNITED STATES  
 28217

Firm Mailing Address 820 TYVOLA ROAD-SUITE 104  
 CHARLOTTE  
 NC, UNITED STATES  
 28217

Business Telephone# 704-527-7873

Independent Contractor Yes

Office of Employment Address

| CRD Branch# | NYSE Branch Code#   | Firm Billing Code | Registered Location? | Private Residence? | Address Start Date | Address End Date | Type of Office  |
|-------------|---|-------------------|----------------------|--------------------|--------------------|------------------|-----------------|
| 286315      |   |                   | Yes                  | No                 | 02/24/2012         |                  | Supervised From |
|             | Address 820 TYVOLA ROAD, SUITE 104<br>CHARLOTTE, NC 28217 UNITED STATES |                   |                      |                    |                    |                  |                 |
|             |   | LNR               | No                   | No                 | 02/24/2012         |                  | Located At      |
|             | Address 46 E. 16TH STREET<br>TULSA, OK 74119 UNITED STATES              |                   |                      |                    |                    |                  |                 |

Reportable Disclosures? Yes

Statutory Disqualification? SDRQRSRVW

Registered With Multiple Firms? No

Material Difference in Disclosure? No

Personal Information

Individual CRD# 3091936

Other Names Known By WATKINS, RODNEY LARRY  
 WATKINS, RODNEY LARRY  
 WATKINS, RODNEY LARRY

Year of Birth 1973

Registrations with Current Employer(s)

| From       | To      | Regulator | Registration Category | Status Date | Registration Status                      | Approval Date |
|------------|---------|-----------|-----------------------|-------------|--|---------------|
| 02/24/2012 | Present |           |                       |             | SOUTHEAST INVESTMENTS, N.C., INC.(43035) |               |

CRD® or IARD(TM) System Report -- See notice regarding CRD Data on cover page.

Individual 3091936 - WATKINS JR., RODNEY LARRY

Administrative Information

Registrations with Current Employer(s)

| Regulator | Registration Category | Status Date | Registration Status | Approval Date |
|-----------|-----------------------|-------------|---------------------|---------------|
| AL        | AG                    | 06/15/2012  | T_NOREG             |               |
| CA        | AG                    | 02/27/2012  | APPROVED            | 02/27/2012    |
| FINRA     | GP                    | 10/02/2013  | DEFICIENT           |               |
| FINRA     | GP                    | 04/09/2013  | PURGED              |               |
| FINRA     | GS                    | 02/27/2012  | APPROVED            | 02/24/2012    |
| KS        | AG                    | 02/28/2012  | APPROVED            | 02/28/2012    |
| OK        | AG                    | 02/24/2012  | PENDING             |               |
| TX        | AG                    | 03/08/2012  | APPROVED            | 03/08/2012    |

Registrations with Previous Employer(s)

From 01/20/2012 To 02/27/2012 CONCERT WEALTH MANAGEMENT(141253)

Reason for Termination Voluntary

Termination Comment

| Regulator | Registration Category | Status Date | Registration Status | Approval Date |
|-----------|-----------------------|-------------|---------------------|---------------|
| CA        | RA                    | 02/27/2012  | TERMED              | 01/23/2012    |
| OK        | RA                    | 02/27/2012  | T_NOREG             |               |

From 10/24/2011 To 11/25/2011 INVESTACORP, INC.(7684)

Reason for Termination Voluntary

Termination Comment

| Regulator | Registration Category | Status Date | Registration Status | Approval Date |
|-----------|-----------------------|-------------|---------------------|---------------|
| AL        | AG                    | 11/25/2011  | TERMED              | 10/24/2011    |
| CA        | AG                    | 11/25/2011  | TERMED              | 10/24/2011    |
| FINRA     | GS                    | 11/25/2011  | TERMED              | 10/24/2011    |
| KS        | AG                    | 11/25/2011  | TERMED              | 10/24/2011    |
| MD        | AG                    | 11/25/2011  | TERMED              | 10/24/2011    |
| NY        | AG                    | 11/25/2011  | TERMED              | 10/24/2011    |
| OK        | AG                    | 11/25/2011  | TERMED              | 10/24/2011    |
| TX        | AG                    | 11/25/2011  | TERMED              | 10/24/2011    |

From 10/24/2011 To 11/25/2011 INVESTACORP ADVISORY SERVICES INC(109011)

Reason for Termination Voluntary

Termination Comment

| Regulator | Registration Category | Status Date | Registration Status | Approval Date |
|-----------|-----------------------|-------------|---------------------|---------------|
| OK        | RA                    | 11/25/2011  | TERMED              | 10/24/2011    |

From 03/06/2009 To 10/24/2011 AMERIPRISE FINANCIAL SERVICES, INC.(6363)

Reason for Termination Voluntary

Termination Comment

| Regulator | Registration Category | Status Date | Registration Status | Approval Date |
|-----------|-----------------------|-------------|---------------------|---------------|
| AL        | AG                    | 10/26/2011  | TERMED              | 03/06/2009    |
| AR        | AG                    | 10/26/2011  | TERMED              | 03/06/2009    |
| CA        | AG                    | 10/26/2011  | TERMED              | 03/06/2009    |
| FINRA     | GS                    | 10/26/2011  | TERMED              | 03/06/2009    |
| KS        | AG                    | 10/26/2011  | TERMED              | 03/06/2009    |

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Individual 3091936 - WATKINS JR., RODNEY LARRY

Administrative Information

Registrations with Previous Employer(s)

| Regulator | Registration Category | Status Date | Registration Status | Approval Date |
|-----------|-----------------------|-------------|---------------------|---------------|
| MD        | AG                    | 10/26/2011  | TERMED              | 09/22/2010    |
| NY        | AG                    | 10/26/2011  | TERMED              | 03/06/2009    |
| OK        | AG                    | 10/26/2011  | TERMED              | 03/06/2009    |
| OK        | RA                    | 10/26/2011  | TERMED              | 03/06/2009    |
| TX        | AG                    | 10/26/2011  | TERMED              | 03/06/2009    |
| TX        | RA                    | 10/26/2011  | TERMED              | 03/06/2009    |

From 04/02/2009 To 05/05/2011 SECURITIES AMERICA, INC.(10205)

Reason for Termination Voluntary

Termination Comment

| Regulator | Registration Category | Status Date | Registration Status | Approval Date |
|-----------|-----------------------|-------------|---------------------|---------------|
| AL        | AG                    | 05/05/2011  | TERMED              | 04/02/2009    |
| AR        | AG                    | 05/05/2011  | TERMED              | 04/02/2009    |
| CA        | AG                    | 05/05/2011  | TERMED              | 04/02/2009    |
| FINRA     | GS                    | 05/05/2011  | TERMED              | 04/02/2009    |
| KS        | AG                    | 05/05/2011  | TERMED              | 04/02/2009    |
| NY        | AG                    | 05/05/2011  | TERMED              | 04/02/2009    |
| OK        | AG                    | 05/05/2011  | TERMED              | 04/02/2009    |
| TX        | AG                    | 05/05/2011  | TERMED              | 04/02/2009    |

From 11/16/1998 To 03/06/2009 MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED(7691)

Reason for Termination Voluntary

Termination Comment

| Regulator | Registration Category | Status Date | Registration Status | Approval Date |
|-----------|-----------------------|-------------|---------------------|---------------|
| AL        | AG                    | 03/12/2009  | TERMED              | 04/29/2005    |
| AR        | AG                    | 03/12/2009  | TERMED              | 01/30/2001    |
| ARCA      | GS                    | 03/12/2009  | TERMED              | 12/18/1998    |
| CA        | AG                    | 03/12/2009  | TERMED              | 06/26/2001    |
| CBOE      | GS                    | 03/12/2009  | TERMED              | 12/18/1998    |
| CO        | AG                    | 12/31/2005  | TERMED              | 12/02/2002    |
| FINRA     | GS                    | 03/12/2009  | TERMED              | 12/18/1998    |
| FL        | AG                    | 12/31/2005  | TERMED              | 01/29/1999    |
| GA        | AG                    | 12/31/2003  | TERMED              | 05/19/1999    |
| IL        | AG                    | 12/31/2000  | TERMED              | 05/25/1999    |
| IN        | AG                    | 12/31/2008  | TERMED              | 09/15/2004    |
| IN        | AG                    | 12/31/2002  | TERMED              | 05/25/1999    |
| ISE       | GS                    | 03/12/2009  | TERMED              | 01/26/2008    |
| KS        | AG                    | 03/12/2009  | TERMED              | 07/23/2004    |
| KY        | AG                    | 12/31/2003  | TERMED              | 03/30/2001    |
| KY        | AG                    | 12/31/2000  | TERMED              | 05/26/1999    |
| MD        | AG                    | 03/12/2009  | TERMED              | 03/13/2000    |
| MI        | AG                    | 12/31/2004  | TERMED              | 08/06/2003    |
| MI        | AG                    | 12/31/2002  | TERMED              | 04/08/1999    |
| NJ        | AG                    | 12/31/2007  | TERMED              | 12/09/2005    |

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Individual 3091936 - WATKINS JR., RODNEY LARRY

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Registrations with Previous Employer(s)

| Regulator | Registration Category | Status Date | Registration Status | Approval Date |
|-----------|-----------------------|-------------|---------------------|---------------|
| NM        | AG                    | 12/31/2000  | TERMED              | 06/12/2000    |
| NQX       | GS                    | 03/12/2009  | TERMED              | 07/12/2006    |
| NV        | AG                    | 12/31/2000  | TERMED              | 01/21/2000    |
| NY        | AG                    | 03/12/2009  | TERMED              | 09/08/1999    |
| NYSE      | GS                    | 03/12/2009  | TERMED              | 12/18/1998    |
| NYSE-MKT  | GS                    | 03/12/2009  | TERMED              | 12/18/1998    |
| OH        | AG                    | 12/31/2001  | TERMED              | 08/04/2000    |
| OK        | AG                    | 03/12/2009  | TERMED              | 12/18/1998    |
| OK        | RA                    | 03/12/2009  | TERMED              | 01/22/1999    |
| PA        | AG                    | 12/31/2001  | TERMED              | 10/19/2000    |
| PHLX      | GS                    | 03/12/2009  | TERMED              | 12/18/1998    |
| TX        | AG                    | 03/12/2009  | TERMED              | 01/29/1999    |
| TX        | RA                    | 03/12/2009  | TERMED              | 01/29/1999    |

From 04/27/1998 To 11/11/1998 FIDELITY BROKERAGE SERVICES, INC.(7784)

Reason for Termination Voluntary

Termination Comment

| Regulator | Registration Category | Status Date | Registration Status | Approval Date |
|-----------|-----------------------|-------------|---------------------|---------------|
| AK        | AG                    | 11/20/1998  | TERMED              | 08/21/1998    |
| AL        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| AR        | AG                    | 11/20/1998  | TERMED              | 08/25/1998    |
| AZ        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| CA        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| CO        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| CT        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| DC        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| DE        | AG                    | 11/20/1998  | TERMED              | 08/21/1998    |
| FINRA     | GS                    | 11/20/1998  | TERMED              | 08/07/1998    |
| FL        | AG                    | 11/20/1998  | TERMED              | 10/06/1998    |
| GA        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| HI        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| IA        | AG                    | 11/20/1998  | TERMED              | 08/21/1998    |
| ID        | AG                    | 11/20/1998  | TERMED              | 08/21/1998    |
| IL        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| IN        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| KS        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| KY        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| LA        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| MA        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| MD        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| ME        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| MI        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| MN        | AG                    | 11/20/1998  | TERMED              | 10/05/1998    |
| MO        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |

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 Individual 3091936 - WATKINS JR., RODNEY LARRY
 

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## Administrative Information

## Registrations with Previous Employer(s)

| Regulator | Registration Category | Status Date | Registration Status | Approval Date |
|-----------|-----------------------|-------------|---------------------|---------------|
| MS        | AG                    | 11/20/1998  | TERMED              | 08/25/1998    |
| MT        | AG                    | 11/20/1998  | TERMED              | 08/24/1998    |
| NC        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| ND        | AG                    | 11/20/1998  | TERMED              | 08/25/1998    |
| NE        | AG                    | 11/20/1998  | TERMED              | 08/21/1998    |
| NH        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| NJ        | AG                    | 11/20/1998  | TERMED              | 10/20/1998    |
| NM        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| NV        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| NY        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| NYSE      | GS                    | 11/20/1998  | TERMED              | 08/24/1998    |
| OH        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| OK        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| OR        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| PA        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| RI        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| SC        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| SD        | AG                    | 11/20/1998  | TERMED              | 08/25/1998    |
| TN        | AG                    | 11/20/1998  | TERMED              | 08/25/1998    |
| TX        | AG                    | 11/20/1998  | TERMED              | 08/21/1998    |
| UT        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| VA        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| VT        | AG                    | 11/20/1998  | TERMED              | 08/12/1998    |
| WA        | AG                    | 11/20/1998  | TERMED              | 10/01/1998    |
| WI        | AG                    | 11/20/1998  | TERMED              | 10/02/1998    |
| WV        | AG                    | 11/20/1998  | TERMED              | 08/24/1998    |
| WY        | AG                    | 11/20/1998  | TERMED              | 08/24/1998    |

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Individual 3091936 - WATKINS JR., RODNEY LARRY

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Administrative Information

Professional Designations

<<No Professional Designations found for this Individual.>>

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Employment History

|      |         |    |         |                    |   |
|------|---------|----|---------|--------------------|---|
| From | 02/2012 | To | Present | Name               | SOUTHEAST INVESTMENTS, N.C. INC.                      |
|      |         |    |         | Location           | CHARLOTTE, NC, USA                                    |
|      |         |    |         | Position           | REGISTERED REPRESENTATIVE                             |
|      |         |    |         | Investment Related | Yes   |
| From | 08/2011 | To | Present | Name               | WATKINS AND ASSOCIATES FINANCIAL SERVICES             |
|      |         |    |         | Location           | TULSA, OK, USA  |
|      |         |    |         | Position           | OWNER   |
|      |         |    |         | Investment Related | Yes   |
| From | 08/2007 | To | Present | Name               | S&M UNLIMITED   |
|      |         |    |         | Location           | SAND SPRINGS, OK, USA                                 |
|      |         |    |         | Position           | RENTAL PROPERTY                                       |
|      |         |    |         | Investment Related | No  |
| From | 01/2012 | To | 02/2012 | Name               | CONCERT WEALTH MANAGEMENT, INC.                       |
|      |         |    |         | Location           | SAN JOSE, CA, USA                                     |
|      |         |    |         | Position           | INVESTMENT ADVISOR REPRESENTATIVE                     |
|      |         |    |         | Investment Related | Yes   |
| From | 10/2011 | To | 11/2011 | Name               | INVESTACORP ADVISORY SERVICES                         |
|      |         |    |         | Location           | MIAMI, FL, USA  |
|      |         |    |         | Position           | REGISTERED INVESTMENT ADVISOR                         |
|      |         |    |         | Investment Related | Yes   |
| From | 10/2011 | To | 11/2011 | Name               | INVESTACORP INC                                       |
|      |         |    |         | Location           | MIAMI, FL, USA  |
|      |         |    |         | Position           | REGISTERED REPRESENTATIVE                             |
|      |         |    |         | Investment Related | Yes   |
| From | 03/2009 | To | 10/2011 | Name               | AMERIPRISE  |
|      |         |    |         | Location           | TULSA, OK, USA  |
|      |         |    |         | Position           | FINANCIAL ADVISOR                                     |
|      |         |    |         | Investment Related | Yes   |
| From | 12/1998 | To | 03/2009 | Name               | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED |
|      |         |    |         | Location           | TULSA, OK   |

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Individual 3091936 - WATKINS JR., RODNEY LARRY

Administrative Information  
 Employment History

Position FINANCIAL ADVISOR  
 Investment Related Yes

Office of Employment History

From 02/2012 To Present

Name SOUTHEAST INVESTMENTS, N.C., INC.(43035)

Independent Contractor Yes

Office of Employment Address

| CRD Branch# | NYSE Branch Code#   | Firm Billing Code | Registered Location? | Private Residence? | Address Start Date | Address End Date | Type of Office  |
|-------------|---|-------------------|----------------------|--------------------|--------------------|------------------|-----------------|
| 286315      |   |                   | Yes                  | No                 | 02/24/2012         |                  | Supervised From |
|             | Address 820 TYVOLA ROAD, SUITE 104<br>CHARLOTTE, NC 28217 UNITED STATES |                   |                      |                    |                    |                  |                 |
|             |   | LNR               | No                   | No                 | 02/24/2012         |                  | Located At      |
|             | Address 46 E. 16TH STREET<br>TULSA, OK 74119 UNITED STATES              |                   |                      |                    |                    |                  |                 |

From 01/2012 To 02/2012

Name CONCERT WEALTH MANAGEMENT(141253)

Independent Contractor Yes

Office of Employment Address

| CRD Branch# | NYSE Branch Code#  | Firm Billing Code | Registered Location? | Private Residence? | Address Start Date | Address End Date | Type of Office  |
|-------------|--|-------------------|----------------------|--------------------|--------------------|------------------|-----------------|
| IA Main     |  |                   | Yes                  | No                 | 01/20/2012         | 02/27/2012       | Supervised From |
|             | Address 1900 THE ALAMEDA, STE. 300<br>SAN JOSE, CA 95128 UNITED STATES |                   |                      |                    |                    |                  |                 |
|             |  |                   | No                   | No                 | 01/20/2012         | 02/27/2012       | Located At      |
|             | Address 46 EAST 16TH STREET<br>TULSA, OK 74119 UNITED STATES           |                   |                      |                    |                    |                  |                 |

From 10/2011 To 11/2011

Name INVESTACORP ADVISORY SERVICES INC(109011)

Independent Contractor Yes

Office of Employment Address

| CRD Branch# | NYSE Branch Code#  | Firm Billing Code | Registered Location? | Private Residence? | Address Start Date | Address End Date | Type of Office |
|-------------|--|-------------------|----------------------|--------------------|--------------------|------------------|----------------|
|             |  |                   | No                   | No                 | 10/24/2011         | 11/25/2011       | Located At     |
|             | Address 46 E. 16TH STREET<br>TULSA, OK 74119 UNITED STATES |                   |                      |                    |                    |                  |                |

From 10/2011 To 11/2011

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Individual 3091936 - WATKINS JR., RODNEY LARRY

Administrative Information

Office of Employment History

Name INVESTACORP, INC.(7684)

Independent Contractor Yes

Office of Employment Address

| CRD Branch#  | NYSE Branch Code# | Firm Billing Code | Registered Location? | Private Residence? | Address Start Date | Address End Date | Type of Office  |
|--|-------------------|-------------------|----------------------|--------------------|--------------------|------------------|-----------------|
| 486325   |                   |                   | Yes                  | No                 | 10/27/2011         | 11/25/2011       | Located At      |
| Address 46 EAST 16TH STREET<br>TULSA, OK 74119 UNITED STATES             |                   |                   |                      |                    |                    |                  |                 |
| 201091   |                   |                   | Yes                  | No                 | 10/24/2011         | 10/27/2011       | Supervised From |
| Address 4400 BISCAYNE BLVD; 11TH FLOOR<br>MIAMI, FL 33137. UNITED STATES |                   |                   |                      |                    |                    |                  |                 |

From 03/2009 To 10/2011

Name AMERIPRISE FINANCIAL SERVICES, INC.(6363)

Independent Contractor Yes

Office of Employment Address

| CRD Branch#   | NYSE Branch Code# | Firm Billing Code | Registered Location? | Private Residence? | Address Start Date | Address End Date | Type of Office |
|---|-------------------|-------------------|----------------------|--------------------|--------------------|------------------|----------------|
| 431531  |                   | 115057            | Yes                  | No                 | 01/04/2010         | 10/24/2011       | Located At     |
| Address 46 E 16TH ST<br>TULSA, OK 74119 UNITED STATES             |                   |                   |                      |                    |                    |                  |                |
| 142829  |                   | 67748             | Yes                  | No                 | 03/06/2009         | 01/03/2010       | Located At     |
| Address 8801 S YALE AVE, STE 250<br>TULSA, OK 74137 UNITED STATES |                   |                   |                      |                    |                    |                  |                |

From 09/2011 To 10/2011

Name H.D. VEST INVESTMENT SERVICES(13686)

Independent Contractor

Office of Employment Address

| CRD Branch#   | NYSE Branch Code# | Firm Billing Code | Registered Location? | Private Residence? | Address Start Date | Address End Date | Type of Office |
|---|-------------------|-------------------|----------------------|--------------------|--------------------|------------------|----------------|
|   |                   |                   | No                   | No                 | 09/26/2011         | 10/18/2011       | Located At     |
| Address 6333 N STATE HIGHWAY 161, SUITE 400<br>IRVING, TX 75038 USA |                   |                   |                      |                    |                    |                  |                |

From 04/2009 To 05/2011

Name SECURITIES AMERICA, INC.(10205)

Independent Contractor Yes

Office of Employment Address

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Individual 3091936 - WATKINS JR., RODNEY LARRY

Administrative Information

Office of Employment History

Office of Employment Address

| CRD Branch#   | NYSE Branch Code# | Firm Billing Code | Registered Location? | Private Residence? | Address Start Date | Address End Date | Type of Office  |
|---|-------------------|-------------------|----------------------|--------------------|--------------------|------------------|-----------------|
| 400942  |                   | 68506-OK          | Yes                  | No                 | 04/02/2009         | 05/05/2011       | Located At      |
| Address 8801 S YALE AVE STE 250<br>TULSA, OK 74137-3535 UNITED STATES |                   |                   |                      |                    |                    |                  |                 |
| BD Main   |                   |                   | Yes                  | No                 | 04/02/2009         | 05/05/2011       | Supervised From |
| Address 12325 PORT GRACE BLVD.<br>LAVISTA, NE 68128 UNITED STATES     |                   |                   |                      |                    |                    |                  |                 |

From 11/1998 To 03/2009

Name MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED(7691)

Independent Contractor No

Office of Employment Address

| CRD Branch#  | NYSE Branch Code# | Firm Billing Code | Registered Location? | Private Residence? | Address Start Date | Address End Date | Type of Office |
|--|-------------------|-------------------|----------------------|--------------------|--------------------|------------------|----------------|
| 92774  | 050-595           | 050-595           | Yes                  | No                 | 11/16/1998         | 03/06/2009       | Located At     |
| Address 6100 SOUTH YALE AVE<br>TULSA, OK 74136 UNITED STATES                       |                   |                   |                      |                    |                    |                  |                |
|  |                   | 050595            | No                   | No                 | 11/16/1998         | 01/11/2006       | Located At     |
| Address ONE WARREN PLACE, 6100 SOUTH YALE AVENUE, SUITE 1500<br>TULSA, OK 74136 US |                   |                   |                      |                    |                    |                  |                |

From 04/1998 To 11/1998

Name FIDELITY BROKERAGE SERVICES, INC.(7784)

Independent Contractor No

Office of Employment Address

| CRD Branch#  | NYSE Branch Code# | Firm Billing Code | Registered Location? | Private Residence? | Address Start Date | Address End Date | Type of Office |
|--|-------------------|-------------------|----------------------|--------------------|--------------------|------------------|----------------|
|  |                   | FRIS DTW          | No                   | No                 | 04/27/1998         | 11/11/1998       | Located At     |
| Address 2711 HASKELL DRIVE, SUITE 1400<br>DALLAS, TX 75204 |                   |                   |                      |                    |                    |                  |                |

Other Business

S&M UNLIMITED: 104 E. 13TH ST., SAN SPRINGS, OK 74063. 08/2007. I AM OWNER OF THIS RENTAL PROPERTY. I WILL DEVOTE 5 HOURS PER MONTH TO THIS BUSINESS. I AM COMPENSATED BY A PERCENTAGE OF PROFITS.

WATKINS & ASSOCIATES FINANCIAL SERVICES: 46 E. 16TH ST, TULSA, OK 74119. 08/2011. I AM OWNER OF THIS FINANCIAL SERVICES BUSINESS. I WILL DEVOTE 100 HOURS PER MONTH TO THIS BUSINESS. I AM COMPENSATED BY COMMISSIONS.

CRD® or IARD(TM) System Report -- See notice regarding CRD Data on cover page.

CRD® or IARD(TM) System Current As Of: 10/09/2013

Snapshot - Individual

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Request Submitted: 10/10/2013 8:49:50 AM

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Individual 3091936 - WATKINS JR., RODNEY LARRY

Administrative Information

Exam Appointments

| Exam ID | Enrollment ID | Appointment Status | Appointment Date | Vendor | Confirmation Number | Vendor Center ID | Location | Window Dates          |
|---------|---------------|--------------------|------------------|--------|---------------------|------------------|----------|-----------------------|
| S24     | 34048529      |                    |                  |        |                     |                  |          | 10/03/2013-01/31/2014 |

Exam History

| Exam ID | Enrollment ID | Exam Status     | Status Date | Exam Date  | Grade  | Score | Window Dates          |
|---------|---------------|-----------------|-------------|------------|--------|-------|-----------------------|
| S7      | 22873715      | Official Result | 08/06/1998  | 08/06/1998 | Passed | 90    | -                     |
| S24     | 22873712      | Official Result | 04/03/2013  | 04/02/2013 | Failed | 61    | 12/04/2012-04/03/2013 |
| S24     | 22873711      | Official Result | 08/31/2012  | 08/30/2012 | Failed | 68    | 08/25/2012-12/23/2012 |
| S63     | 22873713      | Official Result | 08/20/1998  | 08/20/1998 | Passed | 88    | -                     |
| S65     | 22873714      | Official Result | 01/05/1999  | 01/05/1999 | Passed | 82    | -                     |

CE Regulatory Element Status

Current CE Status REQUIRED

CE Base Date 09/25/2013

CE Appointments

<<No CE Appointments found for this Individual.>>

Current CE

| Requirement Type  | Session | Status   | Status Date | Window Dates          | Result |
|-------------------|---------|----------|-------------|-----------------------|--------|
| Directed Sequence | 101     | REQUIRED | 09/27/2013  | 09/25/2013-01/22/2014 |        |

Next CE

| Window Dates          | Requirement Type | Session |
|-----------------------|------------------|---------|
| 09/25/2015-01/22/2016 | Anniversary      | 101     |

CE Directed Sequence History

| Source | Type of Penalty | Date of Action | Effective Date |
|--------|-----------------|----------------|----------------|
| FINRA  | SEQUENCE        | 09/25/2013     | 09/25/2013     |
| OK     | SEQUENCE        | 08/29/2012     | 10/13/2012     |

Inactive CE History Dates

<<No Inactive CE History Dates found for this Individual.>>

Previous CE Requirement Status

| Requirement Type  | Session | Status    | Status Date | Window Dates          | Result             |
|-------------------|---------|-----------|-------------|-----------------------|--------------------|
| Directed Sequence | 101     | SATISFIED | 12/04/2012  | 10/13/2012-02/09/2013 | 12/04/2012 - CMPLT |
| Directed Sequence | 101     | REQUIRED  | 09/24/2012  | 10/13/2012-02/09/2013 |                    |
| Anniversary       | 101     | SATISFIED | 12/04/2012  | 08/07/2012-12/04/2012 | 12/04/2012 - CMPLT |
| Anniversary       | 101     | REQUIRED  | 09/24/2012  | 08/07/2012-12/04/2012 | 09/24/2012 - SPNDD |
| Anniversary       | 101     | REQUIRED  | 08/07/2012  | 08/07/2012-12/04/2012 |                    |
| Anniversary       | 101     | SATISFIED | 11/11/2009  | 08/07/2009-12/04/2009 | 11/11/2009 - CMPLT |
| Anniversary       | 101     | REQUIRED  | 08/07/2009  | 08/07/2009-12/04/2009 |                    |
| Anniversary       | 101     | SATISFIED | 10/27/2006  | 08/07/2006-12/04/2006 | 10/27/2006 - CMPLT |
| Anniversary       | 101     | REQUIRED  | 08/07/2006  | 08/07/2006-12/04/2006 |                    |
| Anniversary       | 101     | SATISFIED | 10/03/2003  | 08/07/2003-12/04/2003 | 10/03/2003 - CMPLT |

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Individual 3091936 - WATKINS JR., RODNEY LARRY

Administrative Information

Previous CE Requirement Status

| Requirement Type | Session | Status    | Status Date | Window Dates          | Result             |
|------------------|---------|-----------|-------------|-----------------------|--------------------|
| Anniversary      | 101     | REQUIRED  | 08/07/2003  | 08/07/2003-12/04/2003 |                    |
| Anniversary      | 101     | SATISFIED | 08/18/2000  | 08/07/2000-12/04/2000 | 08/18/2000 - CMPLT |
| Anniversary      | 101     | REQUIRED  | 08/08/2000  | 08/07/2000-12/04/2000 |                    |

Filing History

| Filing Date | Form Type | Filing type               | Source  |
|-------------|-----------|---------------------------|---|
| 10/08/2013  | U4        | Amendment                 | SOUTHEAST INVESTMENTS, N.C., INC. (43035)                 |
| 10/02/2013  | U4        | Amendment                 | SOUTHEAST INVESTMENTS, N.C., INC. (43035)                 |
| 09/26/2013  | U6        | CRD Individual            | FINRA   |
| 12/03/2012  | U4        | Amendment                 | SOUTHEAST INVESTMENTS, N.C., INC. (43035)                 |
| 10/10/2012  | U4        | Amendment                 | SOUTHEAST INVESTMENTS, N.C., INC. (43035)                 |
| 09/21/2012  | U6        | CRD Individual            | OK  |
| 08/24/2012  | U4        | Amendment                 | SOUTHEAST INVESTMENTS, N.C., INC. (43035)                 |
| 06/15/2012  | U5        | Partial                   | SOUTHEAST INVESTMENTS, N.C., INC. (43035)                 |
| 02/27/2012  | U5        | Full                      | CONCERT WEALTH MANAGEMENT (141253)                        |
| 02/24/2012  | U4        | Relicense All             | SOUTHEAST INVESTMENTS, N.C., INC. (43035)                 |
| 01/20/2012  | U4        | Initial                   | CONCERT WEALTH MANAGEMENT (141253)                        |
| 11/25/2011  | U5        | Full                      | INVESTACORP ADVISORY SERVICES INC (109011)                |
| 11/25/2011  | U5        | Full                      | INVESTACORP, INC. (7684)                                  |
| 11/15/2011  | U5        | Amendment                 | AMERIPRISE FINANCIAL SERVICES, INC. (6363)                |
| 10/27/2011  | U4        | Amendment                 | INVESTACORP, INC. (7684)                                  |
| 10/27/2011  | BR        | Initial                   | INVESTACORP, INC. (7684)                                  |
| 10/26/2011  | U5        | Full                      | AMERIPRISE FINANCIAL SERVICES, INC. (6363)                |
| 10/24/2011  | U4        | Relicense All             | INVESTACORP, INC. (7684)                                  |
| 10/18/2011  | NRF       | Amendment                 | H.D. VEST INVESTMENT SERVICES (13686)                     |
| 09/27/2011  | NRF       | Initial                   | H.D. VEST INVESTMENT SERVICES (13686)                     |
| 08/11/2011  | U4        | Amendment                 | AMERIPRISE FINANCIAL SERVICES, INC. (6363)                |
| 05/19/2011  | U4        | Amendment                 | AMERIPRISE FINANCIAL SERVICES, INC. (6363)                |
| 05/05/2011  | U5        | Full                      | SECURITIES AMERICA, INC. (10205)                          |
| 09/22/2010  | U4        | Amendment                 | AMERIPRISE FINANCIAL SERVICES, INC. (6363)                |
| 03/02/2010  | U4        | Amendment                 | AMERIPRISE FINANCIAL SERVICES, INC. (6363)                |
| 01/05/2010  | U4        | Amendment                 | AMERIPRISE FINANCIAL SERVICES, INC. (6363)                |
| 01/05/2010  | BR        | Initial                   | AMERIPRISE FINANCIAL SERVICES, INC. (6363)                |
| 06/24/2009  | U4        | Amendment                 | AMERIPRISE FINANCIAL SERVICES, INC. (6363)                |
| 05/21/2009  | U4        | Upload - New U4 Questions | SECURITIES AMERICA, INC. (10205)                          |
| 04/28/2009  | U4        | Amendment                 | AMERIPRISE FINANCIAL SERVICES, INC. (6363)                |
| 04/21/2009  | U4        | Amendment                 | SECURITIES AMERICA, INC. (10205)                          |
| 04/02/2009  | BR        | Initial                   | SECURITIES AMERICA, INC. (10205)                          |
| 04/02/2009  | U4        | Dual                      | SECURITIES AMERICA, INC. (10205)                          |
| 03/12/2009  | U5        | Full                      | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 03/06/2009  | U4        | Amendment                 | AMERIPRISE FINANCIAL SERVICES, INC. (6363)                |

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Individual 3091936 - WATKINS JR., RODNEY LARRY

Administrative Information

Filing History

| Filing Date | Form Type | Filing type            | Source  |
|-------------|-----------|------------------------|---|
| 03/06/2009  | U4        | Relicense All          | AMERIPRISE FINANCIAL SERVICES, INC. (6363)                |
| 12/18/2008  | U5        | Partial                | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 05/23/2008  | U4        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 01/26/2008  | U4        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 11/21/2007  | U5        | Partial                | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 09/25/2006  | BR        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 07/29/2006  | U4        | Conversion             | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 06/27/2006  | BR        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 03/13/2006  | U4        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 02/07/2006  | BR        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 01/11/2006  | U4        | Individual-Branch Link | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 12/12/2005  | U5        | Partial                | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 12/09/2005  | U4        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 06/28/2005  | U4        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 04/29/2005  | U4        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 12/17/2004  | U5        | Partial                | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 09/15/2004  | U4        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 07/23/2004  | U4        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 12/11/2003  | U5        | Partial                | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 08/05/2003  | U4        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 12/17/2002  | U5        | Partial                | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 12/02/2002  | U4        | Amendment              | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 05/08/2002  | U4        | RA Transition          | MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (7691) |
| 04/07/2002  | U4        | RA Transition          | MERRILL LYNCH, PIERCE, FENNER & SMITH                     |

CRD® or IARD(TM) System Report -- See notice regarding CRD Data on cover page.

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Individual 3091936 - WATKINS JR., RODNEY LARRY

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Administrative Information

Filing History

| Filing Date | Form Type | Filing type | Source  |
|-------------|-----------|-------------|---|
| 12/19/2001  | U5        | Partial     | INCORPORATED (7691)<br>MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691) |
| 11/09/2001  | U4        | Amendment   | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 10/19/2001  | U4        | Amendment   | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 06/26/2001  | U4        | Amendment   | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 03/30/2001  | U4        | Amendment   | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 01/30/2001  | U4        | Amendment   | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 12/20/2000  | U5        | Partial     | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 10/19/2000  | U4        | Amendment   | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 08/03/2000  | U4        | Amendment   | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 06/09/2000  | U4        | Amendment   | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 03/13/2000  | U4        | Amendment   | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 01/20/2000  | U4        | Amendment   | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 09/08/1999  | U4        | Amendment   | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 07/05/1999  | U4        | Conversion  | MERRILL LYNCH, PIERCE, FENNER & SMITH<br>INCORPORATED (7691)                        |
| 07/05/1999  | U5        | Conversion  | FIDELITY BROKERAGE SERVICES LLC (7784)  |
| 07/05/1999  | U4        | Conversion  | FIDELITY BROKERAGE SERVICES LLC (7784)  |

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Individual 3091936 - WATKINS JR., RODNEY LARRY

Reportable Events

Number of Reportable Events

|                    |   |
|--------------------|---|
| Bankruptcy         | 0 |
| Bond               | 0 |
| Civil Judicial     | 0 |
| Criminal           | 0 |
| Customer Complaint | 0 |
| Internal Review    | 1 |
| Investigation      | 0 |
| Judgement/Lien     | 0 |
| Regulatory Action  | 2 |
| Termination        | 1 |

|                                   |         |                 |                 |
|-----------------------------------|---------|-----------------|-----------------|
| Occurrence#                       | 1587685 | Disclosure Type | Internal Review |
| FINRA Public Disclosable          | No      | Reportable      | Yes             |
| Material Difference in Disclosure | No      |                 |                 |

|                               |  |                     |              |
|-------------------------------|--|---------------------|--------------|
| Filing ID                     | 31357134                                   | Form (Form Version) | U5 (05/2009) |
| Filing Date                   | 11/15/2011                                 |                     |              |
| Source                        | 6363 - AMERIPRISE FINANCIAL SERVICES, INC. |                     |              |
| Disclosure Questions Answered | 7B   |                     |              |

Internal Review DRP

DRP Version: 05/2009

Part I

1. Notice received from: AMERIPRISE FINANCIAL SERVICES, INC.
2. Date initiated/Explanation: 07/25/2011
3. Details: REVIEW OF POTENTIAL VIOLATIONS OF THE FOLLOWING FIRM POLICIES: DISCRETIONARY POWER; UNACCEPTABLE ACTIVITIES/TRANSACTIONS; PRE-SIGNED FORMS AND APPLICATIONS; FORGERY, SIGNATURE STAMPS, AND OTHER SIGNATURE ISSUES; ANNUITY OVERVIEW.
4. Internal review pending: No
5. Resolution details:
  - A. Date concluded/ Explanation: 10/24/2011
  - B. Internal review resolution: ADVISOR RESIGNED WHILE SUSPENDED FOR VIOLATING FIRM POLICIES ON: DISCRETIONARY POWER; UNACCEPTABLE ACTIVITIES/TRANSACTIONS; PRE-SIGNED FORMS AND APPLICATIONS; FORGERY, SIGNATURE STAMPS AND OTHER SIGNATURE ISSUES; ANNUITY OVERVIEW.
6. Comment:

Part II

Summary:

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Individual 3091936 - WATKINS JR., RODNEY LARRY

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## Reportable Events

|                                   |   |                     |              |
|-----------------------------------|---|---------------------|--------------|
| Occurrence#                       | 1600257                                   | Disclosure Type     | Termination  |
| FINRA Public Disclosable          | Yes                                       | Reportable          | Yes          |
| Material Difference in Disclosure | No  |                     |              |
| Filing ID                         | 31994319                                  | Form (Form Version) | U4 (05/2009) |
| Filing Date                       | 02/24/2012                                |                     |              |
| Source                            | 43035 - SOUTHEAST INVESTMENTS, N.C., INC. |                     |              |
| Disclosure Questions Answered     | 14J(1)                                    |                     |              |

## Termination DRP

DRP Version 05/2009

1. Firm name: AMERIPRISE FINANCIAL SERVICES INC.
2. Termination type: Voluntary Resignation
3. Date filed/Explanation: 10/24/2011
4. Allegation(s): VIOLATING FIRM POLICIES ON DISCRETIONARY POWER, UNACCEPTABLE ACTIVITIES/TRANSACTIONS, PRE-SIGNED FORMS AND APPLICATIONS, FORGERY, SIGNATURE STAMPS AND OTHER SIGNATURE ISSUES, ANNUITY OVERVIEW.
5. Product type(s): Annuity-Fixed  
Annuity-Variable
6. Comment: THE BASIS FOR THE ACTIVITIES IN REVIEW WERE EFFORTS TO PROVIDE CONVENIENCE AND UNINTERRUPTED SERVICE TO CLIENTS AS WELL AS MISUNDERSTOOD PROCESSES AND PROCEDURES.

|                                   |   |                     |                   |
|-----------------------------------|---|---------------------|-------------------|
| Occurrence#                       | 1627779                                   | Disclosure Type     | Regulatory Action |
| FINRA Public Disclosable          | Yes                                       | Reportable          | Yes               |
| Material Difference in Disclosure | No  |                     |                   |
| Filing ID                         | 33347790                                  | Form (Form Version) | U4 (05/2009)      |
| Filing Date                       | 10/10/2012                                |                     |                   |
| Source                            | 43035 - SOUTHEAST INVESTMENTS, N.C., INC. |                     |                   |
| Disclosure Questions Answered     | 14D(1)(a),14D(1)(b),14D(1)(d),14D(1)(e)   |                     |                   |

## Regulatory Action DRP

DRP Version 05/2009

1. Regulatory Action initiated by:
  - A. Initiated by: Jurisdiction
  - B. Full name of regulator: OKLAHOMA DEPARTMENT OF SECURITIES
2. Sanction(s) sought: Bar  
Civil and Administrative Penalty(ies)/Fine(s)
3. Date initiated/Explanation: 03/29/2012
4. Docket/Case#: 12-058
5. Employing firm: AMERIPRISE FINANCIAL SERVICES INC.
6. Product type(s): No Product

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Individual 3091936 - WATKINS JR., RODNEY LARRY

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Reportable Events

Regulatory Action: **DRP**

DRP Version 05/2009

7. Allegation(s): THE DEPARTMENT ALLEGED THAT WATKINS ENGAGED IN UNETHICAL PRACTICES IN VIOLATION OF 660:11-5-42.
8. Current status: Final
9. Limitations or restrictions while pending:
10. If on appeal:
- A. Appealed to:
- B. Date appealed/Explanation:
- C. Limitations or restrictions while on appeal:
11. Resolution details:
- A. Resolution detail: Order
- B. Resolution date/Explanation: 08/29/2012
12. Final order: No
13. Sanction detail:
- A. Sanctions ordered: Bar (Temporary/Time Limited)  
Civil and Administrative Penalty(ies)/Fine(s)
- B. Other sanctions: 3 YEARS HEIGHTENED SUPERVISION
- C. Sanction type details:
- Sanction type: Bar (Temporary/Time Limited)
- Registration capacities affected: ALL CAPACITIES
- Duration (length of time)/Explanation: 9 MONTHS
- Start date/Explanation: 11/25/2011
- End date/Explanation: 08/26/2012
- D. Requalification type details:
- E. Monetary related sanction type details:
- Monetary related sanction type: Civil and Administrative Penalty(ies)/Fine(s)
- Total amount: \$2,500.00
- Portion levied: \$2,500.00
- Payment plan: NO CURRENT PAYMENT PLAN.
- Payment plan current: No

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CRD® or IARD(TM) System Report -- See notice regarding CRD Data on cover page.

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Reportable Events

Regulatory Action DRP

DRP Version 05/2009

Date paid / Explanation:

Penalty waived: No

Amount:

14. Comment:

Filing ID 33188683

Form (Form Version) U6 (05/2009)

Filing Date 09/21/2012

Source Oklahoma

Disclosure Questions Answered

Regulatory Action DRP

DRP Version 05/2009

1. Regulatory Action initiated by:

A. Initiated by: Jurisdiction

B. Full name of regulator: OKLAHOMA DEPARTMENT OF SECURITIES

2. Sanction(s) sought: Bar  
Civil and Administrative Penalty(ies)/Fine(s)

3. Date initiated/Explanation: 03/29/2012

4. Docket/Case#: 12-058

5. Employing firm: AMERIPRISE FINANCIAL SERVICES, INC.

6. Product type(s): No Product

7. Allegation(s): THE DEPARTMENT ALLEGED THAT WATKINS ENGAGED IN UNETHICAL PRACTICES IN VIOLATION OF 660:11-5-42

8. Current status: Final

9. Limitations or restrictions while pending:

10. If on appeal:

A. Appealed to:

B. Date appealed/Explanation:

C. Limitations or restrictions while on appeal:

11. Resolution details:

A. Resolution detail: Order

B. Resolution date/Explanation: 08/29/2012

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CRD® or IARD(TM) System Report -- See notice regarding CRD Data on cover page.

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Individual 3091936 - WATKINS JR., RODNEY LARRY

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Reportable Events

Regulatory Action DRP

DRP Version 05/2009

12. Final order: No

13. Sanction detail:

A. Sanctions ordered: Bar (Temporary/Time Limited)  
Civil and Administrative Penalty(ies)/Fine(s)

B. Other sanctions: FUTURE REGISTRATIONS WILL BE SUBJECT TO HEIGHTENED  
SUPERVISION FOR 3 YEARS.

C. Willful violation or failure  
to supervise:

i. Willfully violated:

ii. Willfully aided, abetted,  
counseled,  
commanded, induced,  
or procured:

iii. Failed reasonably to  
supervise another  
person:

D. Sanction type details:

Sanction type: Bar (Temporary/Time Limited)

Registration capacities affected: ALL CAPACITIES

Duration (length of  
time)/Explanation: 9 MONTHS

Start date/Explanation: 11/25/2011

End date/Explanation: 08/26/2012

E. Requalification type details:

F. Monetary related sanction type details:

Monetary related sanction type: Civil and Administrative Penalty(ies)/Fine(s)

Total amount: \$2,500.00

Portion levied: \$2,500.00

Payment plan:

Payment plan current:

Date paid / Explanation:

Penalty waived: No

Amount:

14. Comment:

Individual 3091936 - WATKINS JR., RODNEY LARRY

Reportable Events

|                                   |            |                     |                   |
|-----------------------------------|------------|---------------------|-------------------|
| Occurrence#                       | 1675108    | Disclosure Type     | Regulatory Action |
| FINRA Public Disclosable          | Yes        | Reportable          | Yes               |
| Material Difference in Disclosure | No         |                     |                   |
| Filing ID                         | 35321126   | Form (Form Version) | U6 (05/2009)      |
| Filing Date                       | 09/26/2013 |                     |                   |
| Source                            | FINRA      |                     |                   |
| Disclosure Questions Answered     |            |                     |                   |

Regulatory Action DRP

DRP Version 05/2009

1. Regulatory Action initiated by:

A. Initiated by: Self Regulatory Organization

B. Full name of regulator: FINRA

2. Sanction(s) sought: Other: N/A

3. Date initiated/Explanation: 09/25/2013

4. Docket/Case#: 2011029407801

5. Employing firm: AMERPRISE FINANCIAL SERVICES, INC.

6. Product type(s): No Product

7. Allegation(s): FINRA RULE 2010, NASD RULE 2510(B): WATKINS EXERCISED DISCRETIONARY POWER IN CUSTOMER ACCOUNTS. WATKINS TRANSACTED THESE SECURITIES TRANSACTIONS IN HIS CUSTOMERS' ACCOUNTS WHEN HE DID NOT HAVE WRITTEN CUSTOMER AUTHORIZATION AND WITHOUT WRITTEN APPROVAL BY HIS MEMBER FIRM. THE FIRM DID NOT PERMIT DISCRETIONARY TRADING WITHOUT WRITTEN AUTHORIZATION. WATKINS, IN ACCOMMODATION TO HIS CUSTOMERS, ALSO RECYCLED CUSTOMER SIGNATURES AND SIGNED CUSTOMER SIGNATURES WITHOUT AUTHORIZATION ON VARIOUS DOCUMENTS, INCLUDING ANNUITY AND BROKERAGE CASH DISTRIBUTION AND REDEMPTION FORMS, BENEFICIARY CHANGE FORMS, ANNUITY RECEIPTS, AND ANNUITY DISCLOSURE FORMS.

8. Current status: Final

9. Limitations or restrictions while pending:

10. If on appeal:

A. Appealed to:

B. Date appealed/Explanation:

C. Limitations or restrictions while on appeal:

11. Resolution details:

A. Resolution detail: Acceptance, Waiver & Consent(AWC)

CRD® or IARD(TM) System Report -- See notice regarding CRD Data on cover page.



CRD® or IARD(TM) System Current As Of: 10/09/2013

Snapshot - Individual

CRD® or IARD(TM) System Report provided to: Oklahoma

Request Submitted: 10/10/2013 8:49:50 AM

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Individual 3091936 - WATKINS JR., RODNEY LARRY

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<<No Regulator Archive and Z Records found for this Individual.>>

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CRD® or IARD(TM) System Report -- See notice regarding CRD Data on cover page.

# EXHIBIT 9

**SOUTHEAST INVESTMENTS, N.C., INC.**  
**REQUEST TO ENGAGE IN OUTSIDE ACTIVITY**

**(ALL QUESTIONS MUST BE COMPLETELY ANSWERED AS THIS INFORMATION WILL GO ON YOUR NASD CRD RECORD)**

Account Executive Name Rodney Watkins

I hereby request permission to engage in the following outside activity:

- To become associated with a company as an officer or director  
 To become associated with a company as an employee or agent  
 To continue an existing outside activity relationship

Name of Company Watkins and Associates Financial Services

Address of Company 46 E. 16<sup>th</sup> St Tulsa, OK 74119

Nature of Business Financial Services

Is this business investment related?  YES  NO

What is your position, title, and relationship with this business? OWNER

What is the starting date of your involvement with this business? 8/2011

Are any clients involved in this business?  YES  NO

If "YES" please list the client's name and account number with Southeast and describe his/her involvement:

Is the company's stock publicly traded?  YES  NO

Do you own or plan to own stock in the company?  YES  NO

If you already own stock in the company, please indicate the following information:

Number of shares owned \_\_\_\_\_ Value of Investment \_\_\_\_\_ % of ownership \_\_\_\_\_

Have you ever recommended or do you intend to recommend the purchase of this stock to any of your clients?  YES  NO

If this association is approved, what will your responsibility be? Please describe in full detail.

Some Clients Financial Services Needs

(PLEASE CONTINUE WITH COMPLETION ON THE RESERVE SIDE)

How many **hours per month** do you plan to devote to this activity? 100

How many hours do you devote to this business **during securities trading hours**? 100

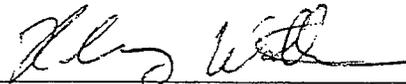
How will you be compensated (either direct or indirect compensation)?

         Fees             Wages             % of Profits     Commissions  
         Other         

I fully understand that if this request is approved, I am subject to certain restrictions on disclosure of information and solicitation of clients.

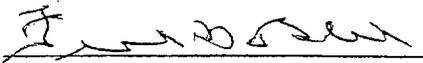
**I UNDERSTAND THAT IF I RAISE MONEY IN ANY FASHION OR RECOMMEND AN INVESTMENT OF ANY KIND OTHER THAN INSURANCE PRODUCTS AS A LICENSED INSURANCE REPRESENTATIVE TO A CLIENT INVOLVING MONEY, IT MUST FIRST BE APPROVED IN WRITING BY SOUTHEAST INVESTMENTS, N.C. INC.**

**I UNDERSTAND I WILL NOT REFER ANYONE WHETHER A CLIENT OR AN ACQUAINTANCE TO ANYONE FOR THE PURPOSE OF RAISING FUNDS FOR AN INVESTMENT WITHOUT FIRST HAVING IT APPROVED IN WRITING BY SOUTHEAST INVESTMENTS, N.C. INC.**

  
AE SIGNATURE

2/20/12  
DATE

APPROVAL BY SOUTHEAST INVESTMENTS, N.C., INC.

  
PRINCIPAL SIGNATURE

2/23/12  
DATE

# EXHIBIT 10

U4 - AMENDMENT 11/21/2013

Rev. Form U4 (05/2009)

Individual Name: WATKINS (JR.), RODNEY LARRY (3091936)

Firm Name: SOUTHEAST INVESTMENTS, N.C., INC. (43035)

1. GENERAL INFORMATION

|                                  |  |  |                       |
|----------------------------------|--|--|-----------------------|
| <b>First Name:</b><br>RODNEY     | <b>Middle Name:</b><br>LARRY                           | <b>Last Name:</b><br>WATKINS                       | <b>Suffix:</b><br>JR. |
| <b>Firm CRD #:</b><br>43035      | <b>Firm Name:</b><br>SOUTHEAST INVESTMENTS, N.C., INC. | <b>Employment Date (MM/DD/YYYY):</b><br>02/24/2012 |                       |
| <b>Firm Billing Code:</b><br>LNR | <b>Individual CRD #:</b><br>3091936                    | <b>Individual SSN:</b><br>xxx-xx-xxxx              |                       |

Do you have an independent contractor relationship with the above named firm?  
 Yes  No

| CRD Branch # | NYSE Branch Code # | Firm Billing Code | Address   | Private Residence | Type of Office  | Start Date | End Date   |
|--------------|--------------------|-------------------|---|-------------------|-----------------|------------|------------|
| 286315       |                    |                   | 820 TYVOLA ROAD, SUITE 104<br>CHARLOTTE, NC 28217<br>UNITED STATES            | N                 | Supervised From | 02/24/2012 |            |
|              |                    | LNR               | 46 E. 16TH STREET<br>TULSA, OK 74119<br>UNITED STATES                         | N                 | Located At      | 02/24/2012 | 06/20/2013 |
|              |                    | LNR               | 10000 NORTH CENTRAL EXPRESSWAY SUITE 400<br>DALLAS, TX 75231<br>UNITED STATES | N                 | Located At      | 06/20/2013 |            |

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U4 - AMENDMENT 11/21/2013

Rev. Form U4 (05/2009)

Individual Name: WATKINS (JR.), RODNEY LARRY (3091936)

Firm Name: SOUTHEAST INVESTMENTS, N.C., INC. (43035)

11. RESIDENTIAL HISTORY

Starting with the current address, give all addresses for the past 5 years. Report changes as they occur.

| From    | To      | Street               | City         | State | Country | Postal Code |
|---------|---------|----------------------|--------------|-------|---------|-------------|
| 06/2013 | PRESENT | 9801 ROYAL LANE      | DALLAS       | TX    | USA     | 75231       |
| 12/2005 | 06/2013 | 104 EAST 13TH STREET | SAND SPRINGS | OK    | US      | 74063       |

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**Small Business Accounting**

As a small business owner you have more important things to do than to keep your own books. We take care of your books for you, so you can get back to the job of running your business and generating profits.

**Payroll**

We offer payroll solutions that meet your business's needs and enable you to spend time doing what you do best—running your company.

**Part-Time CFO Services**

Our Part-Time CFO service gives you a professional financial manager who works with you to help guide your business to success.

**Audits - Reviews - Compilations**

Your stockholders, creditors, or private investors have different levels of risk tolerance, so we provide three levels of assurance to meet your needs.

**Cash Flow Management**

A cash crisis can be emotionally devastating. It can even kill your business. The starting point for avoiding a cash crisis is allowing us to develop a cash flow projection for you.

**Bank Financing**

Requesting a business loan without adequate preparation sends a clear message to the lender: High Risk! It pays to be prepared and organized in your approach for financing.

**Business Valuation**

Objective valuation can make the difference between loss or gain, success or failure. You need

**Strategic Business Planning**

**Succession Planning**

professionals who are well qualified, with significant experience in evaluating all types of organizations.

If you still have all your plans and ideas locked up inside your head, preparing a strategic plan can help you clarify your company's direction.

Developing and implementing a well-designed succession plan is essential to the survival of a family business from one generation to the next.

**New Business Formation**

Opening your own business is exciting and thrilling. It's everything that comes after the excitement and thrill has worn off that dictates whether a small business will make it or not.

**Non-Profit Organizations**

The IRS uses very specific revenue and expense classifications to determine if your organization will retain its tax-exempt status.

**Internal Controls**

We assess your internal control systems to determine the efficiency and effectiveness of your operating procedures, then we make recommendations that help your company become stronger.

**Litigation Support**

In today's world of increasingly complex litigation you simply cannot do it alone. Your probability of a success increases when you have the expertise of an experienced "court savvy" Certified Public Accountant on your side.

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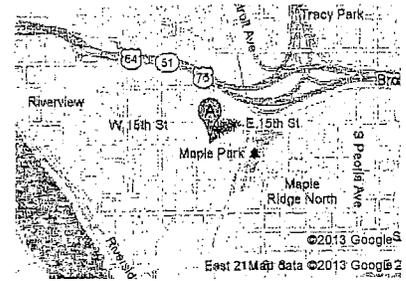
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**Personal Financial Planning**

You get one-on-one guidance and a comprehensive financial plan that helps manage risk, improve performance, and ensure the growth and longevity of your wealth.

**Estate Planning**

The hassles and red tape associated with estate planning can be daunting, but you don't need to do it alone. Our team is waiting to assist you through every step of the process

**Elder Care**

With our elder care services, you get the help of a caring, honest and knowledgeable professional. Someone on your team, looking out for your loved one's best interest.

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Tax Preparation

According to a study released by the US Government's General Accounting Office last year, most taxpayers (77% of 71 million taxpayers) believe they benefited from using a professional tax preparer.

Tax Planning

Planning is the key to successfully and legally reducing your tax liability. We go beyond tax compliance and proactively recommend tax saving strategies to maximize your after-tax income.

Tax Problems

We're here to help you resolve your tax problems and put an end to the misery that the IRS can put you through. We pride ourselves on being very efficient, affordable, and of course, extremely discrete.

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Why Quickbooks

QuickBooks is the ideal business accounting software for small to mid-sized business owners. Here's 10 reasons why you should be using QuickBooks.

QuickBooks Setup

Although QuickBooks is designed for the layman to understand, the initial setup and installation can be tricky. Save hours of frustration by allowing us to setup QuickBooks for you correctly.

QuickBooks Training

Once QuickBooks is setup and working properly, we can train you or your employees to properly operate QuickBooks specifically for your business.

QuickAnswers

Employees in your accounting department will find comfort in knowing that the answers to their QuickBooks questions are only an email or phone call away. Email and telephone support prevents many wasted hours of aggravation and embarrassment.

QuickTuneup

Whether you need to prepare your books for tax time, a financial review, or you just need to clean up some problem areas, you'll get your Quickbooks running smoothly again with a complete Tune-up.

Online Backup

Backing up your files with an online service is the best way to protect your critical data.

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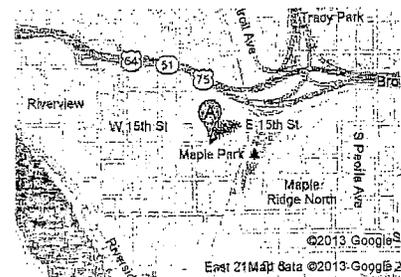
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If you have any unanswered questions, please let us know.

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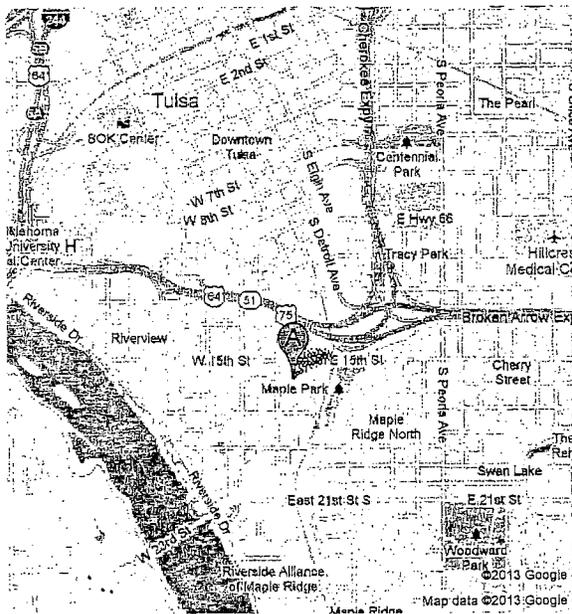
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Watkins and Associates Financial Services is dedicated to providing comprehensive solutions to assist our clients in meeting their accounting, tax and investment management needs.

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# EXHIBIT 12

From: Rodney Watkins <Rodney@watkinsandassoc.com>  
To: 'Jeanette Roberts' <jroberts@seinvestnc.com>  
Cc: 'Dominique Black' <dblack@seinvestnc.com>; fstockjock <fstockjock@aol.com>  
Subject: RE: Southeast Investments Broker Kit (email 2 of 2)  
Date: Mon, Feb 20, 2012 2:12 pm  
Attachments: Finra\_Letter.pdf (1576K), U4\_signature\_pages.pdf (2785K), U4\_dated\_5-09\_with\_completions\_-\_SE\_invest.pdf (540K)

---

Attached are the following:

Finra Letter, U4 signature pages, and U4 document.

The Finra letter states there is no disclosure required since they're still in the review stage. I've not received any correspondence since this letter.

I left those boxes unchecked to get guidance on what we should do there. I will await your feedback.

Thanks a bunch.

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

46 East 16th Street

Tulsa, Oklahoma 74119

[www.watkinsandassoc.com](http://www.watkinsandassoc.com)

Office Phone: 918-770-7769

Office Fax: 918-794-1632

---

From: Rodney Watkins [mailto:Rodney@watkinsandassoc.com]  
Sent: Monday, February 20, 2012 12:58 PM  
To: 'Jeanette Roberts'  
Cc: 'Dominique Black'; 'fstockjock@aol.com'  
Subject: Southeast Investments Broker Kit (email 1 of 2)

Attached is the initial paperwork

Thx

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

46 East 16th Street

Tulsa, Oklahoma 74119

[www.watkinsandassoc.com](http://www.watkinsandassoc.com)

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---

From: Jeanette Roberts [<mailto:roberts@seinvestnc.com>]

Sent: Saturday, February 18, 2012 12:04 PM

To: [rodney@watkinsandassoc.com](mailto:rodney@watkinsandassoc.com)

Cc: 'Dominique Black'

Subject: Southeast Investments Broker Kit

THIS IS FROM FRANK BLACK:

Rodney, I certainly enjoyed our conversation and look forward to working with you.

The forms in our broker kit are attached. You will need to print them out for completion and signature. We will print out your U4 on Tuesday and send to you and a finger print card will follow in the mail.

Should you have any questions regarding any of the forms, please give Dominique Black a call at 800-828-1295.

If you think of any further questions, please don't hesitate to call me.

RE: Southeast Investments Broker Kit (email 2 of 2)

Page 3 of 3

No virus found in this message.

Checked by AVG - [www.avg.com](http://www.avg.com)

Version: 2012.0.1913 / Virus Database: 2112/4817 - Release Date: 02/18/12

Email came back as too large, I am breaking the attachment into two separate emails

---

From: Rodney Watkins [mailto:Rodney@watkinsandassoc.com]  
Sent: Monday, February 20, 2012 2:31 PM  
To: Jeanette Roberts  
Cc: Dominique Black; 'fstocklock@aol.com'  
Subject: RE: Southeast Investments Broker Kit (email 1 of 2)

---

From: Rodney Watkins [mailto:Rodney@watkinsandassoc.com]  
Sent: Monday, February 20, 2012 12:58 PM  
To: Jeanette Roberts  
Cc: Dominique Black; 'fstocklock@aol.com'  
Subject: Southeast Investments Broker Kit (email 1 of 2)

Attached is the initial paperwork

Thx

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

45 East 16th Street

Tulsa, Oklahoma 74119

[www.watkinsandassoc.com](http://www.watkinsandassoc.com)

Office Phone: 918-770-7789

Office Fax: 918-794-1632

---

From: Jeanette Roberts [mailto:roberts@sainvesting.com]  
Sent: Saturday, February 18, 2012 12:04 PM  
To: rodney@watkinsandassoc.com  
Cc: Dominique Black  
Subject: Southeast Investments Broker Kit

THIS IS FROM FRANK BLACK

Rodney, I certainly enjoyed our conversation and look forward to working with you.

The forms in our broker kit are attached. You will need to print them out for completion and signature. We will print out your U4 on Tuesday and send to you and a finger print card will follow in the mail.

<http://mail.aol.com/37105-111/aol-6/en-us/suite.aspx>

10/27/2012

Should you have any questions regarding any of the forms, please give Dominique Black a call at 800-828-1295.

If you think of any further questions, please don't hesitate to call me.

---

No virus found in this message.  
Checked by AVG - [www.avg.com](http://www.avg.com)  
Version: 2012.0.1913 / Virus Database: 2112/4817 - Release Date: 02/18/12

From: Rodney Watkins <Rodney@watkinsandassoc.com>  
To: 'Jeanette Roberts' <jroberts@seinvestnc.com>  
Cc: 'Dominique Black' <dblack@seinvestnc.com>; fstockjock <fstockjock@aol.com>  
Subject: RE: Southeast Investments Broker Kit (email 1 of 2)  
Date: Mon, Feb 20, 2012 4:59 pm  
Attachments: Southeast\_inv\_paperwork\_2.pdf (15178K)

---

2<sup>nd</sup> email

---

From: Rodney Watkins [mailto:Rodney@watkinsandassoc.com]  
Sent: Monday, February 20, 2012 3:31 PM  
To: 'Jeanette Roberts'  
Cc: 'Dominique Black'; 'fstockjock@aol.com'  
Subject: RE: Southeast Investments Broker Kit (email 1 of 2)

Email came back as too large, I am breaking the attachment into two separate emails.

---

From: Rodney Watkins [mailto:Rodney@watkinsandassoc.com]  
Sent: Monday, February 20, 2012 2:31 PM  
To: 'Jeanette Roberts'  
Cc: 'Dominique Black'; 'fstockjock@aol.com'  
Subject: RE: Southeast Investments Broker Kit (email 1 of 2)

---

From: Rodney Watkins [mailto:Rodney@watkinsandassoc.com]  
Sent: Monday, February 20, 2012 12:58 PM  
To: 'Jeanette Roberts'  
Cc: 'Dominique Black'; 'fstockjock@aol.com'  
Subject: Southeast Investments Broker Kit (email 1 of 2)

Attached is the initial paperwork

Thx

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

46 East 16th Street

Tulsa, Oklahoma 74119

[www.watkinsandassoc.com](http://www.watkinsandassoc.com)

Office Phone: 918-770-7769

Office Fax: 918-794-1632

---

From: Jeanette Roberts [<mailto:jroberts@seinvestnc.com>]  
Sent: Saturday, February 18, 2012 12:04 PM  
To: [rodney@watkinsandassoc.com](mailto:rodney@watkinsandassoc.com)  
Cc: 'Dominique Black'  
Subject: Southeast Investments Broker Kit

THIS IS FROM FRANK BLACK:

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If you think of any further questions, please don't hesitate to call me.

---

No virus found in this message.

Checked by AVG - [www.avg.com](http://www.avg.com)

Version: 2012.0.1913 / Virus Database: 2112/4817 - Release Date: 02/18/12

From: Rodney Watkins <Rodney@watkinsandassoc.com>  
To: 'Jeanette Roberts' <jroberts@seinvestnc.com>  
Cc: 'Dominique Black' <dblack@seinvestnc.com>; fstockjock <fstockjock@aol.com>

Subject: U4 and signature pages

Date: Tue, Feb 21, 2012 3:51 pm

Attachments: U4\_dated\_5-09\_with\_completions\_-\_SE\_invest..pdf (540K), U4\_signature\_pages.pdf (2785K)

-----  
This is the filled out U4 and signature pages. Was not sure of how to respond on a few of the areas in question but I sent over the Finra letter in a previous email

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

46 East 16th Street

Tulsa, Oklahoma 74119

[www.watkinsandassoc.com](http://www.watkinsandassoc.com)

Office Phone: 918-770-7769

Office Fax: 918-794-1632

-----  
From: Jeanette Roberts [<mailto:jroberts@seinvestnc.com>]  
Sent: Saturday, February 18, 2012 12:04 PM  
To: [rodney@watkinsandassoc.com](mailto:rodney@watkinsandassoc.com)  
Cc: 'Dominique Black'  
Subject: Southeast Investments Broker Kit

THIS IS FROM FRANK BLACK:

Rodney, I certainly enjoyed our conversation and look forward to working with you.

The forms in our broker kit are attached. You will need to print them out for completion and signature. We will print out your U4 on Tuesday and send to you and a finger print card will follow in the mail.

Should you have any questions regarding any of the forms, please give Dominique Black a call at 800-828-1295.

If you think of any further questions, please don't hesitate to call me.

---

No virus found in this message.

Checked by AVG - [www.avg.com](http://www.avg.com)

Version: 2012.0.1913 / Virus Database: 2112/4817 - Release Date: 02/18/12

Employment Release/OBA (email 1 of 2)

Page 1 of 1

From: Rodney Watkins <Rodney@watkinsandassoc.com>

To: 'Jeanette Roberts' <jroberts@seinvestnc.com>

Cc: 'Dominique Black' <dblack@seinvestnc.com>; fstockjock <fstockjock@aol.com>

Subject: Employment Release/OBA (email 1 of 2)

Date: Tue, Feb 21, 2012 3:59 pm

Attachments: OBA-Employment\_Release.pdf (8039K)

---

OBA for Watkins and Assoc.

Employment Release for all the companies within last 3 years

From: Rodney Watkins <Rodney@watkinsandassoc.com>

To: 'Jeanette Roberts' <jroberts@seinvestnc.com>

Cc: 'Dominique Black' <dblack@seinvestnc.com>; fstockjock <fstockjock@aol.com>

Subject: Drivers Lic. OK Ins. Lic (email 2 of 2)

Date: Tue, Feb 21, 2012 4:07 pm

Attachments: OK\_driver\_lic..pdf (576K), OK\_Ins.\_Lic.pdf (970K)

---

RE: U4 and signature pages

Page 1 of 3

From: Rodney Watkins <Rodney@watkinsandassoc.com>  
To: 'Dominique Black' <dblack@seinvestnc.com>  
Cc: fstockjock <fstockjock@aol.com>  
Subject: RE: U4 and signature pages  
Date: Wed, Feb 22, 2012 11:52 am  
Attachments: 2-U4\_dated\_5-09\_with\_completions\_-\_SE\_invest..pdf (547K)

---

Per our discussion, I've attached the update form. Let me know what else is needed.

Thx

---

From: Dominique Black [mailto:dblack@seinvestnc.com]  
Sent: Wednesday, February 22, 2012 7:51 AM  
To: 'Rodney Watkins'  
Cc: Jeanette Roberts  
Subject: U4 and signature pages

Rodney,

Based on my review of your CRD record and the correspondence with FINRA, you will need to answer yes to question 14J1 on the U4. I have completed the corresponding DRP with the majority of the information; however, I need to know what product types applied to this disclosure, and if you would like to include any comment. Please refer to page 37 of the U4 and let me know how to complete questions 5 and 6.

I know you spoke with Frank yesterday regarding your RIA firm. Are you going to resign from Concert Wealth Management? I will need a copy of the resignation letter. Also, if you wish to keep your S65 license, please be sure to include the fee for NC RA registration in your check. I also need to know what licenses you are transferring to Southeast.

Thanks!

Dominique N. Black  
Administrative Assistant

Southeast Investments, N.C. Inc.  
704-527-7873 or 800-828-1295  
Fax: 704-527-2166

From: Rodney Watkins [mailto:Rodney@watkinsandassoc.com]  
Sent: Tuesday, February 21, 2012 3:50 PM

<http://mail.aol.com/37105-111/aol-6/en-us/mail/PrintMessage.aspx>

10/27/2012

RE: U4 and signature pages

Page 2 of 3

To: 'Jeanette Roberts'  
Cc: 'Dominique Black'; [fstockjock@aol.com](mailto:fstockjock@aol.com)  
Subject: \*\*\*\*\*SPAM\*\*\*\*\* U4 and signature pages

This is the filled out U4 and signature pages. Was not sure of how to respond on a few of the areas in question but I sent over the Finra letter in a previous email

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

46 East 16th Street

Tulsa, Oklahoma 74119

[www.watkinsandassoc.com](http://www.watkinsandassoc.com)

Office Phone: 918-770-7769

Office Fax: 918-794-1632

---

From: Jeanette Roberts [<mailto:roberts@seinvestnc.com>]  
Sent: Saturday, February 18, 2012 12:04 PM  
To: [rodnev@watkinsandassoc.com](mailto:rodnev@watkinsandassoc.com)  
Cc: 'Dominique Black'  
Subject: Southeast Investments Broker Kit

THIS IS FROM FRANK BLACK:

Rodney, I certainly enjoyed our conversation and look forward to working with you.

The forms in our broker kit are attached. You will need to print them out for completion and signature. We will print out your U4 on Tuesday and send to you and a finger print card will follow in the mail.

Should you have any questions regarding any of the forms, please give Dominique Black a call at 800-828-1295.

If you think of any further questions, please don't hesitate to call me.

---

<http://mail.aol.com/37105-111/aol-6/en-us/mail/PrintMessage.aspx>

10/27/2012

---

No virus found in this message.

Checked by AVG - [www.avg.com](http://www.avg.com)

Version: 2012.0.1913 / Virus Database: 2112/4817 - Release Date: 02/18/12

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No virus found in this message.

Checked by AVG - [www.avg.com](http://www.avg.com)

Version: 2012.0.1913 / Virus Database: 2113/4823 - Release Date: 02/21/12

FW: business card review

Page 1 of 2

From: Rodney Watkins <Rodney@watkinsandassoc.com>  
To: 'Jeanette Roberts' <jroberts@seinvestnc.com>; fstockjock <fstockjock@aol.com>  
Subject: FW: business card review  
Date: Fri, Apr 20, 2012 12:55 pm  
Attachments: business\_card\_approval\_request.pdf (1183K)

---

Jeanette

I've attached the business card request

thx

---

From: Rodney Watkins [<mailto:Rodney@watkinsandassoc.com>]  
Sent: Thursday, April 19, 2012 2:59 PM  
To: 'Dominique Black'  
Subject: business card review

Dominique

I've attached a business card sample request for approval

thx

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

46 East 16th Street

Tulsa, Oklahoma 74119

Office Phone: 918-770-7769

Toll Free Phone: 877-759-7820

Office Fax: 918-794-1632

<http://mail.aol.com/37105-111/aol-6/en-us/mail/PrintMessage.aspx>

10/27/2012



Dr. Alprin

How bout those Spurs!!! I'm sure you guys are enjoying the playoff run.

As a follow up to a discussion I am attaching a Fact sheet on a Transamerica Growth allocation fund. It has multiple fund companies in the allocation which helps with diversity and the fund has the capacity to go as high as 100% equity.

Give me a shout back with any questions.

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

Re: Investment information

Page 1 of 1

From: fstockjock <fstockjock@aol.com>  
To: Rodney <Rodney@watkinsandassoc.com>  
Subject: Re: Investment information  
Date: Tue, May 8, 2012 3:51 pm

---

rodney-pls give me a call.  
Frank Black  
President - CEO  
Southeast Investments N.C., Inc.  
[www.SoutheastInvestmentsNC.com](http://www.SoutheastInvestmentsNC.com)  
800-828-1295 or 704-527-7873

-----Original Message-----  
From: Rodney Watkins <Rodney@watkinsandassoc.com>  
To: Clifford Alprin <calprin@yahoo.com>  
Sent: Tue, May 8, 2012 3:01 pm  
Subject: Investment information

Dr. Alprin

How bout those Spurs!!! I'm sure you guys are enjoying the playoff run.

As a follow up to a discussion I am attaching a Fact sheet on a Transamerica Growth allocation fund. It has multiple fund companies in the allocation which helps with diversity and the fund has the capacity to go as high as 100% equity.

Give me a shout back with any questions.

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

From: Rodney Watkins <Rodney@watkinsandassoc.com>  
To: fstockjock <fstockjock@aol.com>  
Subject: OK sec. comm. document  
Date: Fri, Jun 1, 2012 1:42 pm  
Attachments: State\_Of\_Oklahoma\_Sec\_Comm..pdf (8182k)

---

Frank

I've attached the document from the OK securities commission.

Thanks again for all your help and support.

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

46 East 16th Street

Tulsa, Oklahoma 74119

Office Phone: 918-770-7769

Toll Free Phone: 877-759-7820

Office Fax: 918-794-1632

RODNEY, LET'S HAVE LAMAR TAKE 24 AND I RECOMMEND YOU DO TOO

Page 1 of 1

From: fstockjock <fstockjock@aol.com>

To: RODNEY <RODNEY@WATKINSANDASSOC.COM>

Subject: RODNEY, LET'S HAVE LAMAR TAKE 24 AND I RECOMMEND YOU DO TOO

Date: Tue, Jul 31, 2012 9:17 am

---

Frank Black  
President - CEO  
Southeast Investments N.C., Inc.  
[www.SoutheastInvestmentsNC.com](http://www.SoutheastInvestmentsNC.com)  
800-828-1295 or 704-527-7873

From: Rodney Watkins <Rodney@watkinsandassoc.com>  
To: fstockjock <fstockjock@aol.com>  
Subject: Production Report  
Date: Thu, Sep 27, 2012 10:28 am  
Attachments: Lamar's\_Production.pdf (1009K)

---

Frank

I've attached a production report and I'll touch base with you to see if this was the information you were needing.

thx

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

46 East 16th Street

Tulsa, Oklahoma 74119

Office Phone: 918-770-7769

Toll Free Phone: 877-759-7820

Office Fax: 918-794-1632

Letter-Check sent to Oklahoma Dept. of Securities

Page 1 of 1

From: Rodney Watkins <Rodney@watkinsandassoc.com>  
To: 'Dominique Black' <dblack@seinvestnc.com>  
Cc: fstockjock <fstockjock@aol.com>  
Subject: Letter-Check sent to Oklahoma Dept. of Securities  
Date: Thu, Oct 25, 2012 10:18 am  
Attachments: Letter-check\_sent\_to\_ODS.pdf (1354K)

---

Dominique

I've attached a copy of the letter and the check sent to Oklahoma Dept. of Securities.

Let me know any updates.

Thx

Rodney L. Watkins Jr.

Watkins & Associates Financial Services

46 East 16th Street

Tulsa, Oklahoma 74119

Office Phone: 918-770-7769

Toll Free Phone: 877-759-7820

Office Fax: 918-794-1632

# EXHIBIT 13

VOID  CORRECTED

|   |   |   |  |  |  |                       |
|---|---|---|--|--|--|-----------------------|
| PAYER'S name, street address, city, state, ZIP code, and telephone no.<br>Southeast Investments, N.C. Inc.<br>820 Tyvola Road<br>Suite 104<br>Charlotte, NC 28217 |   | 1 Rents<br>\$   | 2 Royalties<br>\$  | CMD No. 1545-0115<br><b>2012</b><br>Form 1099-MISC | Miscellaneous<br>Income  |                       |
| PAYER'S Federal identification number<br>[REDACTED]   |   | 3 Other income<br>\$  | 4 Federal income tax withheld<br>\$                          | Copy C<br>For Payer                                |  |                       |
| RECIPIENT'S name<br>Rodney Watkins  | RECIPIENT'S identification number<br>[REDACTED] | 5 Fishing boat proceeds<br>\$   | 6 Medical and health care payments<br>\$                     |  | For Privacy Act<br>and Paperwork<br>Reduction Act<br>Notice, see the<br>2012 General<br>Instructions for<br>Certain<br>Information<br>Returns. |                       |
| Street address (including apt. no.)<br>46 E. 16th Street  | City, state, and ZIP code<br>Tulsa, OK 74119    | 7 Nonemployee compensation<br>\$ 4644.11  | 8 Substitute payments in lieu of dividends or interest<br>\$ |  |  |                       |
| Account number (see instructions)   | 2nd TIN no.<br><input type="checkbox"/>         | 9 Pays more direct sales of \$5,000 or more of consumer products to a buyer (recipient) for resale <input type="checkbox"/> | 10 Crop insurance proceeds<br>\$                             |  |  |                       |
| 5a Section 408A deferrals   | 15b Section 408A income                         | 11  | 12   |  |  |                       |
| \$  | \$  | 13 Excess golden parachute payments<br>\$   | 14 Gross proceeds paid to an attorney<br>\$                  | 16 State tax withheld<br>\$                        | 17 State/Payer's state no.   | 18 State income<br>\$ |

Form 1099-MISC

Department of the Treasury - Internal Revenue Service

### Instructions for Payer

General and specific form instructions are provided as separate products. The products you should use to complete Form 1099-MISC are the 2012 General Instructions for Certain Information Returns and the 2012 Instructions for Form 1099-MISC. A chart in the general instructions gives a quick guide to which form must be filed to report a particular payment. To order these instructions and additional forms, visit IRS.gov or call 1-800-TAX-FORM (1-800-829-3676).

**Caution:** Because paper forms are scanned during processing, you cannot file with the IRS Forms 1096, 1097, 1098, 1099, 3921, 3922, or 5498 that you print from the IRS website.

**Due dates.** Furnish Copy B of this form to the recipient by January 31, 2013. The due date is extended to February 15, 2013, if you are reporting payments in boxes 8 or 14.

File Copy A of this form with the IRS by February 28, 2013. If you file electronically, the due date is April 1, 2013. To file electronically, you must have software that generates a file according to the specifications in Pub. 1220, Specifications for Filing Forms 1097, 1098, 1099, 3921, 3922, 5498, 8935, and W-2G Electronically. IRS does not provide a fill-in form option.

**Need help?** If you have questions about reporting on Form 1099-MISC, call the information reporting customer service site toll free at 1-866-455-7438 or 304-263-8700 (not toll free). For TTY/TDD equipment, call 304-579-4827 (not toll free). The hours of operation are Monday through Friday from 8:30 a.m. to 4:30 p.m., Eastern time.

*1099 for Rodney Watkins  
2012*

SE-01300

*confidential*

# EXHIBIT 14



10907

STANLEY INDUSTRIAL, INC. INC.  
 1000 W. 10th St.  
 Tulsa, Okla. 74103

12/13/2017

PAY TO THE ORDER OF INDUSTRY VALUE \$ 77.22

Serial/Date and ZIP Code

MEMO ROY CORN

VOID LINE IN THIS AREA

*(Signature)*

10/17/2017

ROY CORN

12/13/2017

STANLEY INDUSTRIAL, INC. INC.  
 1000 W. 10th St.  
 Tulsa, Okla. 74103

12/13/2017

PAY TO THE ORDER OF INDUSTRY VALUE \$ 77.22

Serial/Date and ZIP Code

MEMO ROY CORN

VOID LINE IN THIS AREA

*(Signature)*

10/17/2017

SE-01302  
 Confidential

- JOB 99567

102009

THE BANK OF AMERICA, NATIONAL ASSOCIATION  
100 N. WALTON ST.  
ATLANTA, GA 30303

4-27-12

51,000.00

DATE: 4/27/12

MEMORANDUM TO: [REDACTED]

FROM: [REDACTED]

RE: [REDACTED]

Bank of America  
DEPOSITARY BANK  
100 N. WALTON ST. CH PH  
ATLANTA, GA 30303

4-27-12

51,000.00

DATE: 4/27/12

MEMORANDUM TO: [REDACTED]

FROM: [REDACTED]

RE: [REDACTED]

SE-01303

Confidential

OB16887

|  |   |         |
|--|---|---------|
| 10002  | AMERICAN NATIONAL ASSOCIATION<br>11032027 | 10002   |
| First National Bank, N.C., Inc.<br>10002027                              | AMERICAN NATIONAL ASSOCIATION<br>11032027 | 10002   |
| PAY TO THE ORDER OF<br>Over: Thousand Five Hundred Twenty One and 00/100 | \$ 1,571.00                               | DOLLARS |
| 10002  | JULY 10 1964                              |         |

|  |   |
|--|---|
| Bank of California<br>DEPOSIT SLIP<br>10550002788 4177013 10 10 10<br>1020000000 |  |
|--|---|

SE-01304  
Confidential



# EXHIBIT 15

STATE OF OKLAHOMA  
DEPARTMENT OF SECURITIES  
THE FIRST NATIONAL CENTER  
120 N. ROBINSON, SUITE 860  
OKLAHOMA CITY, OKLAHOMA 73102

In the Matter of:

Rodney Larry Watkins, Jr. (CRD #3091936);  
Southeast Investments, N.C. Inc. (CRD #43035); and  
Frank H. Black (CRD #22451);

Respondents.

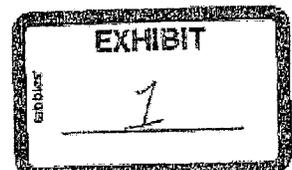
ODS File No. 12-058

AFFIDAVIT OF RODNEY L. WATKINS

STATE OF OKLAHOMA            )  
  ) SS  
COUNTY OF TULSA            )

Rodney L. Watkins ("Affiant"), of lawful age and being first duly sworn, deposes and states as follows:

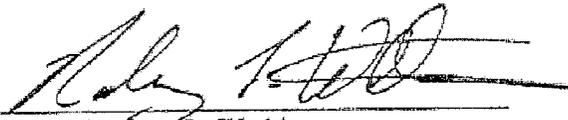
1. I am one of the respondents in the captioned proceeding. I am a party to an Independent Contractor Agreement with Southeast Investments, NC Inc. ("Southeast") dated February 20, 2012, under which I have agreed to engage in the purchase and sale of securities by and through Southeast under the regulatory supervision of Southeast. A copy of the contract is attached hereto as Exhibit A.
2. During the period of time between November 25, 2011 and the date of this affidavit, I have not solicited and/or transacted any securities with any Southeast customer from my office in Tulsa, Oklahoma or from any other location in Oklahoma.
3. I have read the Enforcement Division Recommendation filed herein on March 26, 2013 ("Recommendation"). The transactions described in paragraphs 11 through 25 of the



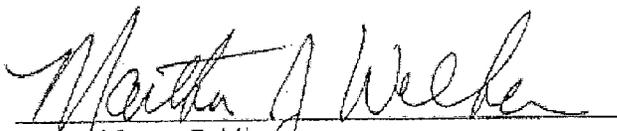
Recommendation constitute all of the securities sales I have made between November 25, 2011 and the date of this Affidavit. All of the orders identified there, with the exception of the sales to Mr. Payne and Mr. Alprin, were given to me in person at the customer's home or a public place in the State of Texas. I then called each order in to Southeast from Texas. I took the Alprin and Payne orders by phone in Texas and relayed the orders to Southeast in North Carolina by phone from Texas.

4. None of the customers have complained to me or expressed any concern about the handling of the transactions described in this Affidavit. On the contrary I have confirmed that each was satisfied with the results and my handling of the transactions.

Further Affiant saith not.

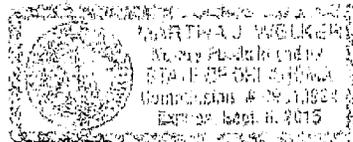
  
Rodney L. Watkins

SUBSCRIBED and SWORN to before me this 26<sup>th</sup> day of November, 2013.

  
Notary Public

My commission expires:

9-8-2015  
[SEAL]



# **EXHIBIT 16**



# EXHIBIT 17

Div

|                  |                          |   |   |   |   |        |            |   |  |                |
|------------------|--------------------------|---|---|---|---|--------|------------|---|--|----------------|
| BUY              |                          | Long  | <input type="checkbox"/> Calls<br><input type="checkbox"/> Puts<br><input type="checkbox"/> Spreads<br><input type="checkbox"/> Straddles<br><input type="checkbox"/> Combo | <input type="checkbox"/> Covered<br><input type="checkbox"/> Uncovered<br><input type="checkbox"/> Open<br><input type="checkbox"/> Close | Stock Description<br><input type="checkbox"/> Security in BR<br><input type="checkbox"/> Security in SR*<br><input type="checkbox"/> Client has*<br><input type="checkbox"/> Client confirms security will be in good delivery by settlement date | O.F.O. | Unit Price | Day<br><input type="checkbox"/> Open<br><input type="checkbox"/> MKT<br><input checked="" type="checkbox"/> 213 | <input type="checkbox"/> New A/C<br><input type="checkbox"/> Call Exercise<br><input type="checkbox"/> Put Exercise<br><input type="checkbox"/> Put Assignment |                |
| SELL             |                          | Short   |   |   |   |        |            |   | <input type="checkbox"/> New Address<br><input type="checkbox"/> Put Assignment  |                |
| Quantity         | 5                        | Symbol  | Security description in full. If Bonds, Bearer or Registered?   |   |   |        |            |   |  | Price Expected |
| Account Number   | [Redacted]               | Order Type  | Call 100<br>Mkt. 2<br>Short 3   |   |   |        |            |   |  | 99.75          |
| Client's Name    | Terry Payne RA           | Commission  | Trade 7/23/12<br>Settlement   |   |   |        |            |   |  | Agri<br>Plan   |
| INSTRUCTIONS:    |                          | % Discount  | SPECIAL INSTRUCTIONS  |   |   |        |            |   |  |                |
| Option Close     | <input type="checkbox"/> | 1 Send Check  | 1 Unspecified Order   |   |   |        |            |   |  |                |
| 2 Hold Funds     | <input type="checkbox"/> | 2 Sweep to CLP                                      | 2 We make market in this security   |   |   |        |            |   |  |                |
| 3 Sweep to MKT   | <input type="checkbox"/> | 3 Underwriting Prospectus to follow                 | 3 Underwriting Prospectus to follow   |   |   |        |            |   |  |                |
| 4 Sweep to CEF   | <input type="checkbox"/> | 4 Officer or director is a director in this company | 4 Officer or director is a director in this company   |   |   |        |            |   |  |                |
| 5 Sweep to ISP   | <input type="checkbox"/> | 5 Sweep to ISP                                      | 5 Sweep to ISP  |   |   |        |            |   |  |                |
| 6 Sweep to Other | <input type="checkbox"/> | 6 Sweep to Other                                    | 6 Sweep to Other  |   |   |        |            |   |  |                |
| 7                | <input type="checkbox"/> | 7 Save order Rule 144                               | 7 Save order Rule 144   |   |   |        |            |   |  |                |
| 8                | <input type="checkbox"/> | 8 Free include odd lot dtk                          | 8 Free include odd lot dtk  |   |   |        |            |   |  |                |
| 9                | <input type="checkbox"/> | 9 Buy in  | 9 Buy in  |   |   |        |            |   |  |                |
| FR               | LWR                      | Pay/Del. Insr.                                      | David<br>101.75<br>RPLS.  |   |   |        |            |   |  |                |
| R.R.             | <input type="checkbox"/> | Disc  |   |   |   |        |            |   |  |                |
| 354              |                          | Sec   |   |   |   |        |            |   |  |                |
| FR               |                          | Interact  |   |   |   |        |            |   |  |                |

918-770-7769

# EXHIBIT 18

TRADE DATE 7/17/12 REP # 354 ACCT# [REDACTED] CLIENT NAME Lonnice Lewis Sr. T.T.R.A

BUY

SELL

PARTIAL LIQUIDATION  
 FULL LIQUIDATION

SYMBOL AGGCX

CLASS TYPE

A  
 B  
 C  
NET GROSS

NAME OF FUND Columbia Portfolio Builder

DOLLAR AMOUNT \_\_\_\_\_ OR SHARE AMOUNT 911

OR PURCHASES: IS CLIENT ELIGIBLE FOR A BREAKPOINT? \_\_\_\_\_ YES \_\_\_\_\_ NO

IF YES, PLEASE ENTER BREAKPOINT RANGE OR PERCENTAGE \_\_\_\_\_

SOLICITED \_\_\_\_\_ UNSOL LIQUIDATION FEE AMOUNT 150.00

ORDER INFO: CONFIRMATION NUMBER G17CZCVY TIME 3:48

EXECUTION: BOT \_\_\_\_\_ #SHS \_\_\_\_\_ PRICE \_\_\_\_\_

COMMISSION ON PURCHASE \_\_\_\_\_

SOLD 1743.281 #SHS 10.52 PRICE \_\_\_\_\_

# **EXHIBIT 19**

MUTUAL FUND ORDER TICKET

TRADE DATE 7/23/12 REP # 354 ACCT# [REDACTED] CLIENT NAME Lonnie Lewis IRA

BUY

SELL            PARTIAL LIQUIDATION  
           FULL LIQUIDATION

SYMBOL IMLX CLASS TYPE            A            B            NET            GROSS

NAME OF FUND Transamerica Asset Alloc Mkt Growth C

DOLLAR AMOUNT 18000<sup>00</sup> OR SHARE AMOUNT           

FOR PURCHASES: IS CLIENT ELIGIBLE FOR A BREAKPOINT?            YES            NO           

IF YES, PLEASE ENTER BREAKPOINT RANGE OR PERCENTAGE           

X SOLICITED            UNSOL            LIQUIDATION FEE AMOUNT           

ORDER INFO: CONFIRMATION NUMBER G232MLBG TIME 3:21

|                                |                        |                         |                                      |
|--------------------------------|------------------------|-------------------------|--------------------------------------|
| EXECUTION: BOT <u>1528.014</u> | #SHS <u>1178</u>       | PRICE <u>          </u> | COMMISSION ON PURCHASE <u>180.00</u> |
| SOLD <u>          </u>         | #SHS <u>          </u> | PRICE <u>          </u> |                                      |

# EXHIBIT 20

MUTUAL FUND ORDER TICKET

TRADE DATE 8/16/12 REP # 354 ACCT# [REDACTED] CLIENT NAME RONICA WATKINS IRA

BUY

SELL  PARTIAL LIQUIDATION  
 FULL LIQUIDATION

SYMBOL MCLDX

CLASS TYPE A  B  C  
NET GROSS

NAME OF FUND Blackrock Global Allocations

DOLLAR AMOUNT 1,000 OR SHARE AMOUNT \_\_\_\_\_

FOR PURCHASES: IS CLIENT ELIGIBLE FOR A BREAKPOINT? YES  NO

IF YES, PLEASE ENTER BREAKPOINT RANGE OR PERCENTAGE \_\_\_\_\_

SOLICITED  UNSOL LIQUIDATION FEE AMOUNT ~~65.00~~ 65.00

ORDER INFO: CONFIRMATION NUMBER H06237X TIME 2:46

N06232NM 2:46

EXECUTION: BOT \_\_\_\_\_ #SHS \_\_\_\_\_ PRICE \_\_\_\_\_ COMMISSION ON PURCHASE \_\_\_\_\_  
SOLD 50497 #SHS 17.70 PRICE \_\_\_\_\_

# EXHIBIT 21

**Form U4**  
**Uniform Application**  
**for**  
**Securities Industry**  
**Registration or Transfer**

**GENERAL INSTRUCTIONS**

The Form U4 is the Uniform Application for Securities Industry Registration or Transfer. Representatives of broker-dealers, investment advisers, or issuers of securities must use this form to become registered in the appropriate *jurisdictions* and/or *SROs*. These instructions apply to the filing of Form U4 electronically with the Central Registration Depository ("CRD<sup>®</sup>") or the Investment Adviser Registration Depository ("IARD<sup>SM</sup>"). Filers submitting paper filings should read the Special Instructions for Paper Filers in conjunction with the other instructions to the form. In addition, paper filers should contact the appropriate *jurisdiction* and/or *SRO* for specific filing instructions or requirements.

**Filers must answer all questions and submit all requested information, unless otherwise directed in the Specific Instructions.**

Use the Disclosure Reporting Page(s) (DRPs U4) to provide details to the "Yes" answers on Section 14 (DISCLOSURE QUESTIONS). Upon request, you may be required to provide documents to clarify or support responses to the form.

An individual is under a continuing obligation to amend and update information required by Form U4 as changes occur. Amendments must be filed electronically (unless the filer is an approved paper filer) by updating the appropriate section of Form U4. A copy, with original signatures, of the initial Form U4 and amendments to DRPs U4 must be retained by the *filing firm* and must be made available for inspection upon regulatory request. Social Security Numbers are collected for regulatory purposes and may be publicly disclosed by certain *jurisdictions*.

The Sections of the Form U4 are as follows:

1. GENERAL INFORMATION
2. FINGERPRINT INFORMATION
3. REGISTRATION WITH UNAFFILIATED FIRMS
4. SRO REGISTRATIONS
5. JURISDICTION REGISTRATIONS
6. REGISTRATION REQUESTS WITH AFFILIATED FIRMS
7. EXAMINATION REQUESTS
8. PROFESSIONAL DESIGNATIONS
9. IDENTIFYING INFORMATION/NAME CHANGE
10. OTHER NAMES
11. RESIDENTIAL HISTORY
12. EMPLOYMENT HISTORY
13. OTHER BUSINESS
14. DISCLOSURE QUESTIONS
  - CRIMINAL DISCLOSURE (Questions 14A, 14B)
  - REGULATORY ACTION DISCLOSURE (Questions 14C, 14D, 14E, 14F,

- 14G)
  - CIVIL JUDICIAL DISCLOSURE (Question 14H)
  - CUSTOMER COMPLAINT/ARBITRATION/CIVIL LITIGATION DISCLOSURE (Question 14I)
  - TERMINATION DISCLOSURE (Question 14J)
  - FINANCIAL DISCLOSURE (Questions 14K, 14L, 14M)
- 15. SIGNATURE
  - 15A. INDIVIDUAL/APPLICANT'S ACKNOWLEDGMENT AND CONSENT
  - 15B. FIRM/APPROPRIATE SIGNATORY REPRESENTATIONS
  - 15C. TEMPORARY REGISTRATION ACKNOWLEDGMENT
  - 15D. AMENDMENT INDIVIDUAL/APPLICANT'S ACKNOWLEDGMENT AND CONSENT
  - 15E. FIRM/APPROPRIATE SIGNATORY AMENDMENT REPRESENTATIONS
  - 15F. FIRM/APPROPRIATE SIGNATORY CONCURRENCE
- DISCLOSURE REPORTING PAGES (DRPs U4)
  - CRIMINAL DRP
  - REGULATORY ACTION DRP
  - INVESTIGATION DRP
  - CIVIL JUDICIAL DRP
  - CUSTOMER COMPLAINT/ARBITRATION/CIVIL LITIGATION DRP
  - TERMINATION DRP
  - BANKRUPTCY/SIPC/COMPROMISE WITH CREDITORS DRP
  - BOND DRP
  - JUDGMENT/LIEN DRP

Contact the appropriate *SRO* or *jurisdiction*, if you have questions about the Form U4.

## SPECIFIC INSTRUCTIONS

### Completing the Form U4

#### 1. GENERAL INFORMATION

**First Name**

Enter the individual's first name. Do not use nicknames or abbreviations or make modifications to the individual's first name.

**Middle Name**

If the individual has a middle name, specify the full middle name. Do not use nicknames or abbreviations or make modifications to the individual's middle name. If the individual does not have a middle name, leave this field blank.

**Last Name**

Enter the individual's last name. Do not use nicknames or abbreviations or make modifications to the individual's last name. Include punctuation when and where appropriate.

**Suffix**

Enter any suffix that follows the individual's last name, such as Jr., Sr., etc. Include punctuation when and where appropriate.

**Firm CRD Number**

Enter the *Firm CRD Number*.

**Firm Name**

Enter the *firm's* complete name as listed on the Form BD or the Form ADV. Do not abbreviate, shorten, or modify the *firm* name in any way.

**Employment Date**

Enter the month, day, and year of hire. Do not enter the date of application for registration. Your entry must be numeric (MM/DD/YYYY).

**Firm Billing Code**

Enter your *firm's* billing code. A billing code is an alpha/numeric value consisting of up to eight characters that your *firm* has established. If your *firm* does not use billing codes, leave this field blank.

**Individual CRD Number**

Enter the assigned individual CRD number.

**Individual SSN**

Enter the individual's Social Security Number. If the individual does not have a CRD number or a Social Security number, please contact FINRA's Gateway Call Center.

**Independent Contractor**

Indicate whether the individual will maintain an independent contractor relationship with the *firm* entered in the "*Firm Name*" field.

**Office of Employment Address Street 1/Street 2 and Supervising Address, if different.**

If the individual is applying for registration (or is already registered) with a broker-dealer, search and select all branch offices with which the individual will be physically located. The NYSE Branch Code Number (if applicable), *Firm Billing Code*, branch office address, and start/end dates will prepopulate based on information provided by the branch office on its Form BR.

If the individual is applying for registration (or is already registered) with a broker-dealer and will be physically located at a location that is **not** required to be

registered/notice filed on Form BR, enter the business location's Street 1, Street 2, City, State, Country and Postal Code and search and select the branch office from which this individual is supervised.

If the individual is applying for registration (or is already registered) with only an investment-adviser enter the business location's Street 1, Street 2, City, State, Country and Postal Code.

**Private Residence Check Box**

Check this box if the Office of Employment address is a private residence.

---

**2. FINGERPRINT INFORMATION**

**Electronic Filing Representation**

Select the radio button to affirm the following: "By selecting this option, I represent that I am submitting, have submitted, or promptly will submit to the appropriate SRO a fingerprint card as required under applicable SRO rules; or, By selecting this option, I represent that I have been employed continuously by the *filing firm* since the last submission of a fingerprint card to CRD and am not required to resubmit a fingerprint card at this time; or, By selecting this option, I represent that I have been employed continuously by the *filing firm* and my fingerprints have been processed by an SRO other than FINRA. I am submitting, have submitted, or promptly will submit the processed results for posting to CRD." (Paper filers should skip this representation and should submit cards with their filing if required to do so.)

**Fingerprint Bar Code**

Enter the bar code as it appears on the individual's fingerprint card. Submission of the bar code is optional.

**Exceptions to the Fingerprint Requirement**

If the individual is not required to submit a fingerprint card with an initial Form U4, select the radio button that affirms, "By selecting one or more of the following two options, I affirm that I am exempt from the federal fingerprint requirement because I/filing firm currently satisfy(ies) the requirements of at least one of the permissive exemptions indicated below pursuant to Rule 17f-2 under the Securities Exchange Act of 1934, including any notice or application requirements specified therein:" and select one or more of the check boxes:

[Check box] Rule 17f-2(a)(1)(i)

[Check box] Rule 17f-2(a)(1)(iii)

**Investment Adviser Representative Only Applicants**

Contact the specific *jurisdiction* about any fingerprint requirements. Complete the following sections:

**Investment adviser representative only representation**

- I affirm that I am applying only as an investment adviser representative and that I am not also applying or have not also applied with this *firm* to become a broker-dealer representative. If this radio button/box is selected, continue below.
  - I am applying for registration only in *jurisdictions* that do not have fingerprint card filing requirements, or

- I am applying for registration in jurisdictions that have fingerprint card filing requirements and I am submitting, have submitted, or promptly will submit the appropriate fingerprint card directly to the *jurisdictions* for processing pursuant to applicable *jurisdiction* rules.

---

### 3. REGISTRATION WITH UNAFFILIATED FIRMS

Some *jurisdictions* prohibit "dual registration," which occurs when an individual chooses to maintain a concurrent registration as a representative/agent with two or more *firms* (either BD or IA *firms*) that are not *affiliated*. *Jurisdictions* that prohibit dual registration would not, for example, permit a broker-dealer agent working with brokerage *firm* A to maintain a registration with brokerage *firm* B if *firms* A and B are not owned or controlled by a common parent. Before seeking a dual registration status, you should consult the applicable rules or statutes of the *jurisdictions* with which you seek registration for prohibitions on dual registrations or any liability provisions.

Please indicate whether the individual will maintain a "dual registration" status by answering the questions in this section. (Note: An individual should answer 'yes' only if the individual is currently registered and is seeking registration with a *firm* (either BD or IA) that is not *affiliated* with the individual's current employing *firm*. If this is an initial application, an individual must answer 'no' to these questions; a "dual registration" may be initiated only after an initial registration has been established). Answer "yes" or "no" to the following questions:

A. Will *applicant* maintain registration with a broker-dealer that is not *affiliated* with the *filing firm*?

If you answer "yes," list the *firm(s)* in Section 12 (EMPLOYMENT HISTORY).

B. Will *applicant* maintain registration with an investment adviser that is not *affiliated* with the *filing firm*?

If you answer "yes," list the *firm(s)* in Section 12 (EMPLOYMENT HISTORY).

---

### 4. SRO REGISTRATION

**Investment adviser representative only *applicants* may skip this item.  
Registration with SRO(s)**

Indicate with which *SRO(s)* the individual seeks to register by selecting the appropriate *SRO* registration request box(es).

**"Other" Box**

See Special Instructions for Paper Filers.

---

### 5. JURISDICTION REGISTRATION

Select the type of registration you are seeking; broker-dealer agent (AG) and/or investment adviser representative (RA).

Select the appropriate *jurisdiction(s)* to register as an AG and/or RA.

**Agent of an Issuer**

If you are seeking registration as an Agent of an Issuer (AI), select the box marked AI, then enter the two-letter *jurisdiction* code for each *jurisdiction* in which you seek to register. (Note: This instruction applies to paper filers only.)

---

**6. REGISTRATION REQUESTS WITH AFFILIATED FIRMS**

If the individual seeks registration with *firm(s) affiliated* with the *filing firm*, complete the following to make a request for registration with the additional *affiliated firm(s)*.

**Affiliated Firm CRD Number**

Enter the *affiliated firm's CRD Number*.

**Affiliated Firm Name**

Enter the *affiliated firm's* name. This should be the name of the *affiliated firm* as listed on the Form BD or Form ADV. Agents of Issuers should enter the *affiliated issuer* name in this field. Do not abbreviate, shorten or otherwise modify the *firm* name in any way.

**Affiliated Firm Designation - Broker-Dealer or Investment Adviser (BD/IA)**

Select the appropriate radio button (paper filers check the appropriate box) marked as "BD" or "IA" to indicate whether the *affiliated firm* is a broker-dealer or an investment adviser.

**Employment Date with Affiliated Firm**

Enter the month, day, and year of hire by the *affiliated firm*. Do not enter the date of application for registration. Your entry must be numeric (MM/DD/YYYY).

**Affiliated Firm Billing Code**

Enter your *firm's* billing code. A billing code is an alpha/numeric value consisting of up to eight characters that your *firm* has established. If your *firm* does not use billing codes, leave this field blank.

**Independent Contractor**

Indicate whether the individual will maintain an independent contractor relationship with the *firm* entered in the "Firm Name" field.

**Office of Employment Address Street 1/Street 2 and Supervising Address, if different.**

If the individual is applying for registration (or is already registered) with a broker-dealer, search and select all branch offices with which the individual will be physically located. The NYSE Branch Code Number (if applicable), *Firm* Billing Code, branch office address, and start/end dates will prepopulate based on information provided by the branch office on its Form BR.

If the individual is applying for registration (or is already registered) with a broker-dealer and will be physically located at a location that is **not** required to be registered/notice filed on Form BR, enter the business location's Street 1, Street 2, City, State, Country and Postal Code and search and select the branch office from which this individual is supervised.

If the individual is applying for registration (or is already registered) with only an investment-adviser enter the business location's Street 1, Street 2, City, State, Country and Postal Code.

**Designation for Registrations with SROs and Jurisdictions Identical to Filing Firm**

Select this radio button/box to indicate that you wish to register with the same *SROs* and *jurisdictions* that you registered with for association with the *filing firm*.

**Designation for Registrations with *SROs* and *Jurisdictions* that Differ from Your Registrations with *Filing Firm***

For electronic filers, select the button/box if you wish to register with *SROs* and *jurisdictions* that differ from your *SRO* and *jurisdictions* registrations with the *filing firm*. After you make this designation, additional screens for *SROs* and *jurisdictions* will appear for you to complete as appropriate.

**Fingerprint Information for *Affiliated Firms***

**Electronic or Other Filing Representation**

Select a radio button to affirm: "By selecting this option, I represent that I am submitting, have submitted, or promptly will submit to the appropriate *SRO* a fingerprint card as required under applicable *SRO* rules; or, By selecting this option, I represent that I have been employed continuously by the *affiliated firm* since the last submission of a fingerprint card to CRD and am not required to resubmit a fingerprint card at this time; or, I am not required to submit a fingerprint card at this time because the fingerprint card submitted by the *filing firm* applies; or, By selecting this option, I represent that I have been employed continuously by the *affiliated firm* and my fingerprints have been processed by an *SRO* other than FINRA. I am submitting, have submitted, or promptly will submit the processed results for posting to CRD.

**Fingerprint Bar Code**

Enter the bar code as it appears on the individual's fingerprint card. Submission of the bar code is optional.

**Exceptions to the Fingerprint Requirement**

If the individual is not required to submit a fingerprint card with an initial Form U4, select the radio button that affirms, "By selecting one or more of the following two options, I affirm that I am exempt from the federal fingerprint requirement because I/*filing firm* currently satisfy(ies) the requirements of at least one of the permissive exemptions indicated below pursuant to Rule 17f-2 under the Securities Exchange Act of 1934, including any notice or application requirements specified therein:" and select one or more of the check boxes:

- [Check box] Rule 17f-2(a)(1)(i)
- [Check box] Rule 17f-2(a)(1)(iii)

**Investment Adviser Representative Only Applicants**

- I affirm that I am applying only as an investment adviser representative and that I am not also applying or have not also applied with this *firm* to become a broker-dealer representative. If this radio button/box is selected, continue below.
  - I am applying for registration only in *jurisdictions* that do not have fingerprint card filing requirements, or

- I am applying for registration in *jurisdictions* that have fingerprint card filing requirements and I am submitting, have submitted, or promptly will submit the appropriate fingerprint card directly to the *jurisdictions* for processing pursuant to applicable *jurisdiction* rules.
- 

## **7. EXAMINATION REQUESTS**

### **Scheduling or Rescheduling Examinations**

Complete this section only if you are scheduling or rescheduling an examination or continuing education session. Do not select the Series 63 (S63) or Series 65 (S65) examinations in this section if you have completed Section 5 (JURISDICTION REGISTRATION) and have selected registration in a *jurisdiction*. If you have completed Section 5 (JURISDICTION REGISTRATION), and requested an AG registration in a *jurisdiction* that requires that you pass the S63 examination, an S63 examination will be automatically scheduled for you upon submission of this Form U4. If you have completed Section 5 (JURISDICTION REGISTRATION), and requested an RA registration in a *jurisdiction* that requires that you pass the S65 examination, an S65 examination will be automatically scheduled for you upon submission of this Form U4.

#### **"Other" Box**

Paper filers should check the "Other" box only to request other examinations not currently listed on the Form U4.

---

## **8. PROFESSIONAL DESIGNATIONS**

Select the designation(s) you currently maintain. If you maintain one or more of the designations listed in Section 8 (PROFESSIONAL DESIGNATIONS), you may be eligible for a waiver from the examination(s) required to become an RA. Refer to the UNIFORM FORMS REFERENCE GUIDE for additional information about designations. Note: This field is optional unless you are seeking a waiver from the examination(s) required to become an RA.

---

## **9. IDENTIFYING INFORMATION/NAME CHANGE**

This section will be pre-populated with the identifying information provided in Section 1 (GENERAL INFORMATION).

If the individual's name has changed, enter the new name.

#### **First Name**

Enter the individual's first name. Do not use nicknames or abbreviations or make modifications to the individual's first name.

#### **Middle Name**

If the individual has a middle name, specify the full middle name. Do not use nicknames or abbreviations or make modifications to the individual's middle name. If the individual does not have a middle name, leave this field blank.

**Last Name**

Enter the individual's last name. Do not use nicknames or abbreviations or make modifications to the individual's last name. Include punctuation when and where appropriate.

**Suffix**

Enter any suffix that follows the individual's last name, such as Jr., Sr., etc. Include punctuation when and where appropriate.

**Date of Birth**

Enter your date of birth. Your entry must be numeric (MM/DD/YYYY).

**State/Province of Birth**

Enter the name of the state or province where you were born.

**Country of Birth**

Enter the name of the country where you were born.

**Sex**

Select the appropriate button to indicate your gender.

**Height (ft)/(in)**

Enter your height, measured in feet and inches.

**Weight (lbs)**

Enter your weight, measured in pounds.

**Hair Color**

Enter your hair color.

**Eye Color**

Enter your eye color.

---

**10. OTHER NAMES**

Enter all other names that you have used or are using, or by which you are known or have been known, other than your legal name, since the age of 18. This field must include, for example, nicknames, aliases, and names used before or after marriage.

---

**11. RESIDENTIAL HISTORY**

Provide your residential addresses for the past five (5) years. Leave no gaps greater than three (3) months between addresses. Begin by entering your current residential address. Enter "Present" as the end date for your current address. Post Office boxes are not acceptable. Report changes as they occur.

**From (MM/YYYY)**

Enter the month and year you began residing at this address.

**To (MM/YYYY)**

Enter the month and year you stopped residing at this address. Enter "Present" as the end date for your current address.

**Street Address 1/Street Address 2**

Enter your street address here. Post office boxes are not acceptable. Include the street name; building name or number; and unit, suite, apartment or condominium number, as applicable; as well as other identifying information. Continue on Street Address 2 if you need more space.

**City**

Enter your city.

**State**

Enter the state of residence relating to this address.

**Country**

Enter the name of the country of residence for this address.

**Postal Code**

Enter the postal code for this address.

---

**12. EMPLOYMENT HISTORY**

Provide your employment and personal history for the past ten (10) years. Leave no gaps greater than three (3) months between entries. All entries must include the beginning and end dates of employment. Begin by entering your current employment. Enter "Present" as the end date for your current employment. Include in your response the *firm* named in Section 1 (GENERAL INFORMATION); the *firm(s)* named in Section 3 (REGISTRATION WITH UNAFFILIATED FIRMS); and the *firm(s)* named in Section 6 (REGISTRATION REQUESTS WITH AFFILIATED FIRMS). Account for full-time and part-time employment, self-employment, military service, and homemaking. Include unemployment, full-time education, extended travel, and other similar statuses.

**From (MM/YYYY)**

Enter the month and year you started this position. Your entry must be numeric (MM/DD/YYYY).

**To (MM/YYYY)**

Enter the month and year you ended this position. Your entry must be numeric (MM/DD/YYYY). Enter "Present" as the end date for your current employment.

**Name**

Enter the name of the employing *firm* or company for this position.

**City**

Enter the name of the city where you are/were employed in this position.

**State**

Enter the name of the state where you are/were employed in this position. Paper filers should enter the two-character state identification.

**Country**

Enter the name of the country where you are/were employed in this position.

**Investment-Related Business**

Enter "yes" or "no" to indicate whether the employer is or was an *investment-related* business at the time of your employment, regardless of the position that you hold or held at the time of employment.

**Position Held**

Enter your last title or position held with this employer.

---

**13. OTHER BUSINESS**

Enter "yes" or "no" to indicate whether you currently are engaged in any other business, either as a proprietor, partner, officer, director, employee, trustee, agent, or otherwise. Exclude non-*investment-related* activity that is exclusively charitable, civic, religious or fraternal, and is recognized as tax exempt.

If you answer "yes" to this question, provide the following information:

- name and address of the other business
- the nature of the other business, including whether it is *investment-related*

- your position, title, or association with the other business, including your duties
- the start date of your relationship with the other business
- the approximate number of hours per month you devote to the other business
- the number of hours you devote to the other business during securities trading hours

---

## 14. DISCLOSURE QUESTIONS

Check the appropriate "yes" or "no" response for each question. Provide complete details explaining any "yes" answers on the appropriate Disclosure Reporting Pages (DRPs).

Note that an affirmative answer to certain disclosure questions may make an individual subject to a statutory disqualification as defined in Section 3(a)(39) and Section 15(b)(4) of the Securities Exchange Act of 1934.

Questions 14D(1) and 14D(2) are not mutually exclusive. For purposes of Question 14D(1), state regulatory agency means any state regulatory agency and is not limited to state financial regulatory agencies. For purposes of Question 14D(2), all terms have the same meanings as intended by Congress and interpreted by the U.S. Securities and Exchange Commission under parallel provisions contained in Section 3(a)(39) and Section 15(b)(4) of the Securities Exchange Act of 1934.

Questions 14I(4) or 14I(5) should be answered "yes" if the individual was not named as a respondent/defendant but (1) the Statement of Claim or Complaint specifically mentions the individual by name and alleges the individual was *involved* in one or more *sales practice violations* or (2) the Statement of Claim or Complaint does not mention the individual by name, but the *firm* has made a good faith determination that the *sales practice violation(s)* alleged *involves* one or more particular individuals.

### **Criminal Disclosure**

14A - *Felony* Criminal Disclosure

14B - *Misdemeanor* Criminal Disclosure

### **Regulatory Action Disclosure**

14C - Regulatory Action by SEC or CFTC

14D(1) - Regulatory Action by other federal regulator, state regulator, or foreign financial regulator

14D(2) - Final order of state securities commission, state authority that supervises or examines banks, savings associations, or credit unions, state insurance commission, appropriate Federal Banking agency, or National Credit Union Administration

14E - Regulatory Action by SRO 14F - Professional Suspension

14G - Formal Pending Action/*Investigation*

### **Civil Judicial Disclosure**

14H - Civil Judicial Actions

## **Customer Complaint/Arbitration/Civil Litigation Disclosure**

14I - Customer Complaints

## **Termination Disclosure**

14J - Terminations for Cause

## **Financial Disclosure**

14K - Bankruptcy, SIPC and Compromise with Creditors

14L - Bonding Payouts or Revocations

14M - Unsatisfied Judgments and Liens

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## **15. SIGNATURES**

### **Please Read Carefully**

All signatures required on this Form U4 filing must be made in this section.

A "signature" includes a manual signature or an electronically transmitted equivalent. For purposes of an electronic form filing, a signature is effected by typing a name in the designated signature field. By typing a name in this field, the signatory acknowledges and represents that the entry constitutes in every way, use, or aspect, his or her legally binding signature.

The form includes signature fields for the individual/*applicant* and for the *Appropriate Signatory*. *Firms* are responsible for obtaining the individual/*applicant's* consent to the undertakings and attestations enumerated in Section 15A

(INDIVIDUAL/APPLICANT'S ACKNOWLEDGMENT AND CONSENT). *Firms* also are responsible for complying with all records retention requirements applicable to this form.

When making entries in this section, both the Date and Name/Signature fields must be completed as follows:

Date. For individual/*applicant*, enter the date that the application or amendment is being signed. For *Appropriate Signatory* entries, enter the date that the application or amendment is being filed. Entries must be numeric (MM/DD/YYYY). Future dates may not be entered in this section.

Name/Signature of Individual or Appropriate Signatory. Enter the name of the individual or the *Appropriate Signatory*. The signatory's full legal name must be displayed under the signature. The name must be typed or printed as it appears in signature form. By typing a name in this field, the signatory acknowledges that this entry constitutes in every way, use, or aspect, his or her legally binding signature.

### **15A INDIVIDUAL/APPLICANT'S ACKNOWLEDGMENT AND CONSENT**

**This section must be completed on all initial or Temporary Registration form filings.**

### **15B FIRM/APPROPRIATE SIGNATORY REPRESENTATIONS**

**This section must be completed on all initial or Temporary Registration form filings.**

### **15C TEMPORARY REGISTRATION ACKNOWLEDGMENT**

**This section must be completed on Temporary registration form filings to be able to receive Temporary Registration.**

### **15D INDIVIDUAL/APPLICANT'S AMENDMENT ACKNOWLEDGMENT AND CONSENT**

**This section must be completed on any amendment filing that amends any**

information in Section 14 (Disclosure Questions) or any Disclosure Reporting Page (DRP).

**15E FIRM/APPROPRIATE SIGNATORY AMENDMENT REPRESENTATIONS**

This section must be completed on all amendment form filings.

**15F FIRM/APPROPRIATE SIGNATORY CONCURRENCE**

This section must be completed to concur with a U4 filing made by another *firm* (IA/BD) on behalf of an individual that is also registered with that other *firm* (IA/BD).

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**APPENDIX**  
**Drop-Down Pick Lists**

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**General**

State: Alabama, Alaska, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Puerto Rico, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virgin Islands, Virginia, Washington, West Virginia, Wisconsin, Wyoming.

**Identifying Information/Name Changes**

Hair Color: Bald, black, blonde or strawberry, brown, gray or partially gray, red/auburn, sandy, white, unknown, blue, green, orange, pink, purple.

Eye Color: Black, blue, brown, gray, green, hazel, maroon, multicolored, pink, unknown.

**DRPs**

Bankruptcy/SIPC/Compromise with Creditors

Action Type: Bankruptcy, Compromise, Declaration, Liquidated, Other, Receivership.

If not pending, provide disposition type: Direct Payment Procedure, Discharged, Dismissed, Dissolved, Other, SIPA Trustee Appointed, Satisfied/Released.

Bond

Disposition Type: Denied, Payout, Revoked.

Civil Judicial

Relief sought: Cease and Desist, Civil and Administrative Penalty(ies)/Fine(s), Disgorgement, Injunction, Monetary Penalty other than fines , Other, Restitution, Restraining Order.

Product type(s): No Product, Annuity – Charitable, Annuity-Fixed, Annuity-Variable, Banking Product (Other than CD), CD, Commodity Option, Debt-Asset Backed, Debt-Corporate, Debt-Government, Debt-Municipal, Derivative, Direct Investment-DPP & LP Interest, Equipment Leasing, Equity-OTC, Equity Listed (Common & Preferred Stock), Futures-Commodity, Futures-Financial, Index Option, Insurance, Investment Contract, Money Market Fund, Mutual Fund, Oil & Gas, Options, Penny Stock, Prime Bank Instrument, Promissory Note, Real Estate Security, Security Futures, Unit Investment Trust, Viatical Settlement, Other.

How was matter resolved: Consent, Dismissed, Judgment Rendered, Other, Settled, Vacated, Vacated Nunc Pro Tunc/ab initio, Withdrawn.

Customer Complaint/Arbitration/Civil Litigation

Customer's state of residence: Alabama, Alaska, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Puerto Rico, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virgin Islands, Virginia, Washington, West Virginia, Wisconsin, Wyoming.

Product type(s): No Product, Annuity-Charitable, Annuity-Fixed, Annuity-Variable, Banking Product (Other than CD), CD, Commodity Option, Debt-Asset Backed, Debt-Corporate, Debt-Government, Debt-Municipal, Derivative, Direct Investment-DPP & LP Interest(s), Equipment Leasing, Equity-OTC, Equity Listed (Common & Preferred Stock), Futures-Commodity, Futures-Financial, Index Option, Insurance, Investment Contract, Money Market Fund, Mutual Fund, Oil & Gas Options, Other, Penny Stock, Prime Bank Instrument, Promissory Note, Real Estate Security, Security Futures, Unit Investment Trust, Viatical Settlement, Other.

If the arbitration/CFTC reparation is not pending, what was the disposition?: Award to Applicant (Agent/Representative), Award to Customer, Denied, Dismissed, Judgment (other than monetary), No Action, Other, Settled, Withdrawn.

If the civil litigation is not pending, what was the disposition?: Denied, Dismissed, Judgment (other than monetary), Monetary Judgment to Applicant (Agent/Representative), Monetary Judgment to Customer, No Action, Other, Settled, Withdrawn.

Judgment/Lien

Judgment/Lien Type: Civil, Tax.

If no, how was matter resolved?: Discharged, Released, Removed, Satisfied.

Regulatory Action

Sanctions/Relief Sought: Bar, Cease and Desist, Censure, Civil and Administrative Penalty(ies)/Fine(s), Denial, Disgorgement, Expulsion, Monetary Penalty other than

finances, Other, Prohibition, Reprimand, Requalification, Rescission, Restitution, Revocation, Suspension, Undertaking.

Product type(s): No Product, Annuity – Charitable, Annuity-Fixed, Annuity-Variable, Banking Product (Other than CD), CD, Commodity Option, Debt-Asset Backed, Debt-Corporate, Debt-Government, Debt-Municipal, Derivative, Direct Investment-DPP & LP Interest, Equipment Leasing, Equity-OTC, Equity Listed (Common & Preferred Stock), Futures-Commodity, Futures-Financial, Index Option, Insurance, Investment Contract, Money Market Fund, Mutual Fund, Oil & Gas, Options, , Penny Stock, Prime Bank Instrument, Promissory Note, Real Estate Security, Security Futures, Unit Investment Trust, Viatical Settlement, Other.

How was matter resolved: Acceptance, Waiver & Consent (AWC), Consent, Decision, Decision & Order of Offer of Settlement, Dismissed, Order, Other, Settled, Stipulation and Consent, Vacated, Vacated Nunc Pro Tunc/ab initio, Withdrawn.

#### Termination

Termination Type: Discharged, Permitted to Resign, Voluntary Resignation.

Product type(s): No Product, Annuity – Charitable, Annuity-Fixed, Annuity-Variable, Banking Product (Other than CD), CD, Commodity Option, Debt-Asset Backed, Debt-Corporate, Debt-Government, Debt-Municipal, Derivative, Direct Investment-DPP & LP Interest, Equipment Leasing, Equity-OTC, Equity Listed (Common & Preferred Stock), Futures-Commodity, Futures-Financial, Index Option, Insurance, Investment Contract, Money Market Fund, Mutual Fund, Oil & Gas, Options, Penny Stock, Prime Bank Instrument, Promissory Note, Real Estate Security, Security Futures, Unit Investment Trust, Viatical Settlement, Other.

### **SPECIAL INSTRUCTIONS FOR PAPER FILERS**

If you plan to file the Form U4 on paper rather than electronically through Web CRD or IARD, please refer to the following instructions for paper filings. These instructions should be read in conjunction with the other instructions (General Instructions, Specific Instructions, and the Explanation of Terms) contained in this Form U4. Please note that paper filings generally are not permitted for broker-dealer registrations.

#### **Submission of Forms**

When applying for the first time, you must file a complete Form U4. To amend your Form U4, you must:

- Complete Section 1 (GENERAL INFORMATION).
- Update/amend the appropriate section(s) of the Form U4.
- Update/amend the appropriate Disclosure Reporting Pages.
- Include necessary signatures.
- Submit the amendment to the appropriate *SRO* or *jurisdictions*.

The *firm* must retain and, upon request, must make available for regulatory inspection, a copy of the signed initial Form U4 and a copy of each amendment to the Form U4.

## 1. GENERAL INFORMATION

You should note the following:

**Individual CRD Number.** Provide the *individual's CRD number* that was generated by the CRD system for the individual. If the *individual's CRD number* has not been generated or is not known, leave this item blank.

**Firm CRD Number.** Provide the *firm's CRD number* that was generated by the CRD system for the *firm*. If the *firm's CRD number* has not been generated or is not known, leave this item blank.

**Firm Name.** If you are an Agent of an Issuer, enter in the field labeled "Firm Name" the name of the issuer of the securities whom you represent. Do not abbreviate, shorten, or modify the name in any way.

**CRD Branch Number.** This is not a required field.

## 2. FINGERPRINT INFORMATION

You must submit to the appropriate *SRO* or *jurisdiction* fingerprint cards if required to do so.

## 4. & 5. REGISTRATIONS

- Select the appropriate *SRO* or *jurisdiction* registration category with whom you are seeking registration by selecting the appropriate request box(es).
- If you are an Agent of an Issuer (AI), select the box marked AI; then enter the two-letter *jurisdiction* identification for the relevant state(s). Contact the appropriate *jurisdiction* for instructions regarding AI registration processing.
- Use the "Other" box only to request registration categories not listed on the Form U4.
- Applicable fees should be submitted with your filing.

## 6. REGISTRATION REQUESTS WITH AFFILIATED FIRMS

This section does not apply for paper filers.

## 7. EXAMINATION REQUESTS

Check the "other" box only to request examination categories not listed on the Form U4.

## 9. IDENTIFYING INFORMATION/NAME CHANGE

**Hair Color.** Enter your hair color from the list of choices appended to this form.

**Eye Color.** Enter your eye color from the list of choices appended to this form.

**15F. *FIRM*/APPROPRIATE SIGNATORY CONCURRENCE**

This section does not apply for paper filers.



## **CRD FAQ - Form Filing for Individuals - General Registered Representative (AG)**

### **How do I submit form filings to Web CRD?**

Upon completion of a filing, select the "Submit to CRD" link. By selecting the "Submit to CRD" link, a completeness check will automatically run. If the completeness check is successful, a "Submit the Filing" button will be displayed. It is very important to select this button to actually submit the filing to Web CRD. Once this button has been selected and the completeness check is successful, a message will be displayed that the filing has been Successfully Queued for Submission. At this time an "OK" button will be displayed. You may select this "OK" button to return to the Form Filing application or you may navigate anywhere in the system.

### **How long does a filing remain "pending" in Web CRD?**

Your "pending" U4, U5, BDW and U6 filings will remain "pending" in Web CRD for a period of two (2) months and your "pending" BD filings will remain for six (6) months. If they are not submitted during that timeframe, the system will automatically delete them after they reach their expiration date. It is important to review your Pending Filing Queue on a regular basis to insure that pending filings are completed and submitted within a two month period of time from the date of creation. This will insure that all pending filings that you wish to submit are not systematically deleted as a result of their two-month "pending" filing status. You can retrieve your pending filings by clicking on the FORMS Menu Item, selecting a filing type sub menu item (U4, U5, BD, BDW or U6) and then clicking on the PENDING Tab. Using the "Pending Filings Search Criteria" Screen, you can sort by Filing Creation Date in either Ascending or Descending order. You should review the filings whose Creation Dates are nearing their two-month expiration date in order to identify those that you wish to submit.

### **What happens if, while there is a "pending" filing for an individual, another filing is processed that changes the individual's data?**

When you create and save the information on a filing (Forms U4, U5, U6), that filing is placed in an "in process" area in Web CRD. If another filing is received that changes an individual's record (data) prior to the "pending" filing being submitted, the "pending" filing (U4 or U5) for that individual is rendered invalid and cannot be submitted. This is due to the fact that the data that existed when the "pending" filing was initially created has now been changed. The invalid filings would have to be reinitiated. To ease the recreation of the filing, we recommend you print the invalidated "pending" filing and reenter the text and/or you may want to copy and paste lengthy text from the "pending" filing on to the new filing.

### **Where can I find the Web CRD "picklists" for the Uniform Registration Forms?**

The picklists can be found on the [Current Uniform Registration Forms for Electronic Filing in Web CRD](#) page.

### **Should titles (i.e., Mr., Ms., etc.) be captured in any of the name fields on the Uniform Forms?**

When creating an individual and inputting the individual's name, **do not** use titles such as Mr., Mrs., Ms., etc., in any of the name fields. As Web CRD cannot perform a completeness check on these fields since they are free text fields, the titles are stored as part of the name itself, which can prevent or delay a match when a name search is performed.

### **What address do I provide for the "Employment Address" on a Form U4?**

When filing a Form U4, be sure to provide the street address of the office where the individual is physically located, not the address of the main office of your firm (unless that is the location of the Registered Representative's office), under "Office of Employment Address Street 1." You may not use a post office box number for this address.

### **Why does my current employing firm listed in Section 1 of the Form U4 not appear in the Employment History list?**

Web CRD **does not** automatically update Section 2, Employment History because that section of the filing requires additional information that is not entered in Section 1. It is important that when filling out the Form U4 for Employment History - the current firm should be entered in the Employment History.

### **Why is there only 10 years of Employment History displayed in an individual's record, and how can I determine if the representative has worked in an investment-related business for longer than 10 years?**

At the time of the data conversion, the system populated the individual record with only 10 years worth of Employment History. To see if an individual has any other investment-related employment, go to Form Filing and click on Legacy Filings. This will return a summary of filings that were submitted to the CRD by the different firms that employed the individual.

**My firm has an individual that has been working with the firm as an NRF and now is going to become a Registered Representative (AG). Does the firm need to terminate the NRF record prior to registering the individual?**

The firm does not have to terminate the NRF record. The firm should submit the Form U4 and select the second fingerprint option, indicating the individual has been continuously registered with the filing firm since the last submission of a fingerprint card.

**Who should be the contact provided on a Form U5?**

When providing a contact name on a Form U5 for a disclosure event, please provide the name of a person who is knowledgeable about the disclosure information provided on the Form U5 Filing. This will ensure that a regulator can reach the correct person within your firm to obtain additional information, if needed, regarding the disclosure.

**Why isn't the actual U5 date the date the system looks to rather than the processed date (i.e. new hire to our firm had a U5 Termination date of 2/22 and on 3/28, I was still able to Relicense him; system would not let me do otherwise).**

The Web CRD System, for Relicensing purposes, looks at the registration date within the last 30 days, not the Termination Date listed on the U5. In the situation where you are hiring an individual who has been out of the industry for more than 30 days (however the U5 was processed within the last 30 days), the system will only allow you to choose Relicensing. You should not complete the Temporary Registration Acknowledgement.

**What does a filing status of "conversion" mean?**

"Conversion" indicates that the information contained in the filing was converted from the Legacy CRD system to Web CRD. The conversion priority was that if U6 information existed for the disclosure event that was converted, word-for-word, into Web CRD. If the information was disclosed only on a Form U4 and a Form U5, the information that was submitted on a Form U5 was converted first. If the information was submitted on a Form U4 filing only, then that U4 data was converted.

**What does it mean when a registration request reflects a "purged" status?**

Registration requests, which result in one or more of the following deficiencies, will be systematically purged in Web CRD if they remain deficient longer than 90 days: FUNDS, FINGERPRINT, DUAL, and NASD-AR. A purged registration status is an inactive status and means that a new filing would have to be submitted by the firm to re-request the purged registrations. New fees would be assessed. As an example, if a filing was submitted on August 16, and the registration requests associated with that filing were deficient for any of the above deficiencies, and they remained deficient until November 14th (the 90th calendar day after the filing was submitted), the status of those registration requests would systematically be changed to "PURGED" after the 90th day. Therefore, it is very important to monitor your deficient registration requests to insure that the deficiencies outlined above are resolved within 90 days of the filing's submission date. To review the individuals in your firm who have deficiencies associated with registration requests to ensure that the request does not "purge", check your Current Individual Deficiencies Notice Queue regularly.