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

In the Matter of:

Keith D. Geary, CRD No. 2996679,

Respondent. ODS File No. 12-080

ORDER OF CONDITIONAL REGISTRATION AS AN AGENT

WHEREAS, on February 1, 2012, Keith D. Geary ("Geary") applied for registration under the Oklahoma Uniform Securities Act of 2004 ("Act"), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (2011), as an agent of Union Capital Company, a registered broker-dealer under the Act.

WHEREAS, at the time the application was filed, Geary was the subject of a pending administrative proceeding styled *In the Matter of: Geary Securities, Inc. fka Capital West Securities; Keith D. Geary; Norman Frager; and CEMP, LLC,* ODS File No. 09-141, commenced on September 22, 2010 ("Enforcement Proceeding").

WHEREAS, an application for registration of an agent becomes effective at noon on the 45th day after a completed application is filed if an order is not in effect and a proceeding is not pending under Section 1-411 of the Act.

WHEREAS, Geary agreed to the extension of the 45 day time period described in paragraph 4 above to noon on April 2, 2012.

WHEREAS, on March 30, 2012, the Administrator of the Oklahoma Department of Securities ("Administrator") issued a Summary Order Postponing Application for Registration and Notice of Opportunity for Hearing ("Summary Order") to Geary pursuant to Section 1-411 of the Act, in connection with Respondent's application to register as an agent of Union Capital Company.

WHEREAS, on March 30, 2012, Geary filed a request for hearing.

WHEREAS, on April 18, 2012, a hearing was held to allow Geary to show cause why the Summary Order should be amended or vacated.

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WHEREAS, upon consideration of the arguments and evidence presented at the hearing, the Administrator concluded that the Summary Order would remain in effect pending resolution of the Enforcement Proceeding.

WHEREAS, the Enforcement Proceeding has been resolved by the Agreement that is attached hereto.

NOW THEREFORE, IT IS HEREBY ORDERED that the registration under the Act of Keith D. Geary, CRD No. 2996679, as an agent of Union Capital Corporation shall be effective on April 25, 2012, at 12:00 p.m. For a period of twenty-five (25) months from such effective date, the registration shall be conditioned on Geary's compliance with the Agreement attached hereto and shall be further conditioned as set forth below:

(a) The activities of Respondent Geary as an agent of UCC shall be subject to an annual on-site compliance examination by the firm. UCC shall document the compliance examination and provide a copy of that record to the Department within ten (10) days after the date the examination is completed;

(b) Respondent Geary shall report all verbal or written complaints made by customers of Geary after the date his registration with UCC is made effective, regulatory inquiries or investigations concerning matters involving Geary that arise after the date of Geary's registration with UCC is approved, within ten (10) days of receipt, to his designated supervisor, to UCC's Compliance Department and to the Oklahoma Department of Securities, attn: Director of Examinations, 120 N. Robinson, First National Center, Suite 860, Oklahoma City, OK 73102; and

(c) Respondent Geary will not engage in any outside business activities, as defined in UCC's Compliance Policy and Procedures Manual, unless approved in writing by his designated supervisor and UCC's Compliance Department. If such outside business activities are required to be reported on the Form U-4, Geary will make such updates to the Form U-4 within thirty (30) days of the approval.

WITNESS my Hand and the Official Seal of the Oklahoma Department of Securities this 23rd day of April, 2012.

(SEAL)

IRVING L. FAUGHT, ADMINISTRATOR OF THE
OKLAHOMA DEPARTMENT OF SECURITIES