

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT**

NO. 2006006515301

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REGISTRATION & DISCLOSURE

**TO: Department of Enforcement
Financial Industry Regulatory Authority ("FINRA")**

**RE: Gregory A. Smarr, Respondent
General Securities Representative and Principal
CRD No. 4305025**

Pursuant to NASD Rule 9216 of FINRA's Code of Procedure, I submit this Letter of Acceptance, Waiver and Consent ("AWC") for the purpose of proposing a settlement of the alleged rule violations described below. This AWC is submitted on the condition that, if accepted, FINRA will not bring any future actions against me alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

- A. I hereby accept and consent, without admitting or denying the findings, and solely for the purposes of this proceeding and any other proceeding brought by or on behalf of FINRA, or to which FINRA is a party, prior to a hearing and without an adjudication of any issue of law or fact, to the entry of the following findings by FINRA:

BACKGROUND

Gregory A. Smarr ("Smarr") entered the securities industry in November 2000. Smarr was subsequently registered as a general securities representative in September 2001. Furthermore, in July 2005, Smarr was registered as a general securities principal. Smarr was employed by UBS Financial Services, Inc. from November 2000 until May 2001, Edward Jones from February 2001 until April 2001, and Lloyd, Scott & Valenti, Ltd. from August 2001 until September 2002 as a general securities representative. Smarr was employed by WaMu Investments, Inc. (k/n/a WM Financial Services, Inc.) from October 2002 until September 2004. Next, he was employed by Securities America, Inc. ("SAI") from December 2004 through October 2006 and was registered as a general securities representative and a general securities principal. Smarr was briefly associated with Brecek & Young Advisors, Inc. ("Brecek & Young") from February 2007 through April 2007, as a general securities representative and a general securities principal. Smarr is currently registered as an investment advisor with the state of Georgia, but is not associated with a FINRA member. Smarr does not have a prior disciplinary history.

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OVERVIEW

Gregory A. Smarr failed to amend his Form U4 with SAI, and further failed to disclose on his Form U4 submitted to Brecek & Young that he had been charged with felony theft by shoplifting, and had subsequently pled guilty to a misdemeanor of theft by shoplifting. Furthermore, Smarr submitted multiple Form U4s with an incorrect date of birth.

FACTS AND VIOLATIVE CONDUCT

Failure to Disclose Reportable Event on Form U4

On April 12, 2006, Smarr was charged with felony theft by shoplifting. Question 14A(1)(b) of the Uniform Application for Securities Industry Registration ("Form U4") asks whether the applicant has ever been charged with a felony. At the time of the felony charge, Smarr was registered by SAI. Smarr willfully failed to disclose this felony charge via an amendment to his Form U4, at any time during his association with SAI.

In addition, on February 13, 2007, after associating with Brecek & Young, Smarr again willfully failed to disclose the felony charge when he completed his Form U4 with Brecek & Young.

Moreover, on August 14, 2006, Smarr pled guilty to a misdemeanor of theft by shoplifting. Question 14B(1)(a) of the Form U4 asks whether the applicant has ever been convicted or pled guilty to a misdemeanor involving wrongful taking of property. Smarr was registered by SAI in August 2006, when he pled guilty to a misdemeanor involving wrongful taking of property. Smarr willfully failed to disclose this guilty plea via an amendment to his Form U4, while he was associated with SAI.

Furthermore, on February 13, 2007, Smarr willfully failed to disclose that he had pled guilty to a misdemeanor for theft when he completed his Form U4 with Brecek & Young.

Such acts, practices and conduct constitute violations of NASD Conduct Rule 2110, Membership and Registration Rule IM-1000-1, and Article V, Section 2 of FINRA's By-laws by Respondent Smarr.

Submission of Inaccurate Forms U4

Question 9 of the Form U4, requires applicants to provide an accurate date of birth ("DOB"). Smarr's Certificate of Birth and his Georgia Driver's License, which was issued on February 7, 2007, reflect his DOB as April 7, 1975. Additionally, Smarr testified during a sworn statement with FINRA that his DOB is April 7, 1975. However, the Form U4s he submitted to UBS Financial Services, Inc., Edward Jones, Lloyd, Scott & Valenti, Ltd., and WaMu Investments, Inc. (k/n/a WM Financial Services, Inc.) contained an inaccurate

DOB of April 7, 1965. Smarr did not correct his DOB, from 1965 to 1975, until SAI submitted a Form U4 on his behalf on November 9, 2004.

Such acts, practices and conduct constitute violations of NASD Conduct Rule 2110 and Membership and Registration Rule IM-1000-1 by Respondent Smarr.

B. I also consent to the imposition of the following sanctions:

\$5,000 fine and an eight-month suspension from association with any FINRA member in all capacities.

The fine shall be due and payable either immediately upon re-association with a member firm following the eight-month suspension noted above, or prior to any application or request for relief from any statutory disqualification resulting from this or any other event or proceeding, whichever is earlier.

I understand that this settlement includes findings, among others, that, on or about April 12, 2006, August 14, 2006 and February 13, 2007, I willfully failed to disclose a material fact on a Form U4, and that under Section 15(b)(4)(A) of the Securities Exchange Act of 1934 and Article III, Section 4(f) of the FINRA By-Laws, this nondisclosure makes me subject to a statutory disqualification with respect to association with a member.

I specifically and voluntarily waive any right to claim that I am unable to pay, now or at any time hereafter, the monetary sanction(s) imposed in this matter.

The sanctions imposed herein shall be effective on a date set by FINRA staff.

II.

WAIVER OF PROCEDURAL RIGHTS

I specifically and voluntarily waive the following rights granted under FINRA's Code of Procedure:

- A. To have a Formal Complaint issued specifying the allegations against me;
- B. To be notified of the Formal Complaint and have the opportunity to answer the allegations in writing;
- C. To defend against the allegations in a disciplinary hearing before a hearing panel, to have a written record of the hearing made and to have a written decision issued; and
- D. To appeal any such decision to the National Adjudicatory Council ("NAC") and then to the U.S. Securities and Exchange Commission and a U.S. Court of Appeals.

Further, I specifically and voluntarily waive any right to claim bias or prejudgment of the General Counsel, the NAC, or any member of the NAC, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including acceptance or rejection of this AWC.

I further specifically and voluntarily waive any right to claim that a person violated the ex parte prohibitions of NASD Rule 9143 or the separation of functions prohibitions of NASD Rule 9144, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including its acceptance or rejection.

III.

OTHER MATTERS

I understand that:

- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs ("ODA"), pursuant to NASD Rule 9216;
- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against me; and
- C. If accepted:
 - 1. This AWC will become part of my permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against me;
 - 2. This AWC will be made available through FINRA's public disclosure program in response to public inquiries about my disciplinary record;
 - 3. FINRA may make a public announcement concerning this agreement and the subject matter thereof in accordance with NASD Rule 8310 and IM-8310-3; and
 - 4. I may not take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any finding in this AWC or create the impression that the AWC is without factual basis. I may not take any position in any proceeding brought by or on behalf of FINRA, or to which FINRA is a party, that is inconsistent with any part of this AWC. Nothing in this provision affects my right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party.
- D. I may attach a Corrective Action Statement to this AWC that is a statement of

demonstrable corrective steps taken to prevent future misconduct. I understand that I may not deny the charges or make any statement that is inconsistent with the AWC in this Statement. This Statement does not constitute factual or legal findings by FINRA, nor does it reflect the views of FINRA or its staff.

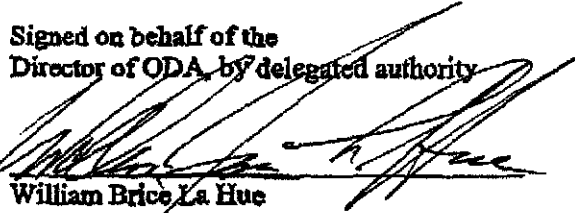
I certify that I have read and understand all of the provisions of this AWC and have been given a full opportunity to ask questions about it; that I have agreed to its provisions voluntarily; and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein and the prospect of avoiding the issuance of a Complaint, has been made to induce me to submit it.

7/22/08
Date

Gregory A. Smarr
Gregory A. Smarr, Respondent

7/28/08
Date

Signed on behalf of the
Director of ODA, by delegated authority


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