

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 20080123679-04**

TO: Department of Market Regulation
Financial Industry Regulatory Authority ("FINRA")

RE: Howe Barnes Hoefler & Arnett, Inc., Respondent
Broker-Dealer
CRD No. 2240

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, Howe Barnes Hoefler & Arnett, Inc. ("HOWE" or the "firm") submits 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 the firm alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

- A. The firm hereby accepts and consents, 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

The firm was a member of FINRA (or its predecessor, NASD) between February 29, 1968 and July 17, 2013. Its FINRA membership was withdrawn on July 17, 2013.

RELEVANT DISCIPLINARY HISTORY

The firm has no relevant disciplinary history.

SUMMARY

In matter 20080123679, the staff of the Fixed Income Investigations Team of the Department of Market Regulation (the "staff") conducted a review of HOWE for compliance with rules and requirements related to trading in fixed income products during the review period of January 1, 2007 through December 31, 2008, (the "review period").

FACTS AND VIOLATIVE CONDUCT

1. The staff concluded that, during the review period, HOWE's Private Client Services ("PCS") group sold 50 zero-coupon municipal bonds and 83 US Treasury and Agency Separate Trading of Registered Interest and Principal Securities ("STRIPS") to customers which exceeded HOWE's mark-up guidelines for these securities.¹ These trades were placed through another FINRA registered broker-dealer (the "BD Firm"), an entity which owns a non-voting 20% preferred stock interest in HOWE.
2. For each of these 133 securities transactions in municipal bonds and STRIPS, the trading pattern was as follows: the BD Firm's trading desk purchased the securities from the street on the same day the securities were ultimately sold to HOWE's customers. The BD Firm's trading desk offered the municipal and STRIP securities to a BD Firm salesman, inclusive of a mark-up. The BD Firm salesman bought the securities from the BD Firm trading desk and sold them to HOWE inclusive of a second mark-up charged by the BD Firm salesman. A HOWE broker then sold the securities to HOWE's customers inclusive of a third mark-up. HOWE was unaware of the number or percentage of the BD Firm's mark-ups.
3. The BD Firm's salesman for HOWE,² who had previously been a trader for HOWE, was physically located in a FINRA-registered BD Firm branch in the same office with HOWE's brokers. For each of the 133 subject transactions, the BD Firm salesman suggested to HOWE's brokers HOWE's mark-ups for the municipal and STRIPS securities transactions. Three HOWE brokers purchased the securities from the BD Firm's salesman, and accepted the mark-ups suggested by the BD Firm's salesman without alteration even though the mark-ups resulted in excessive charges to HOWE's customers. In multiple instances related to the subject transactions, the BD Firm's salesman added information to the HOWE order tickets, including the sales price and the BD Firm's inventory number, and, in a few instances, communicated directly with HOWE's customers regarding the transactions subject to this review.
4. As a result of the foregoing conduct, in 50 municipal bond transactions, HOWE's customers paid excessive mark-ups that ranged from 5.24% to 8.48% (which included the BD Firm's embedded markups) in violation of MSRB Rule G-30. See Exhibit A attached hereto. Also as a result of the conduct, in 83 STRIPS transactions, HOWE's customers paid excessive mark-ups that ranged from 3.87% to 6.75% (which included the BD Firm's embedded markups) in violation of NASD Rule 2110. See Exhibit B attached hereto. The foregoing conduct caused HOWE's customers to pay over \$64,000 more than they otherwise should have paid. HOWE has voluntarily provided restitution to its clients in the total amount. The conduct described in this paragraph constitutes separate and distinct violations of NASD Rule 2110 and MSRB Rule G-30.

¹ These 133 transactions were from a total 2,482 trades in municipal bonds and STRIPS executed by the PCS group during the review period.

² The BD Firm and the BD Firm's salesman are the subject of separate AWCs accepted by FINRA.

5. During the review period, HOWE also did not reasonably supervise the mark-ups charged for these transactions and failed to reasonably supervise the communications between HOWE's brokers and the BD Firm salesman. Additionally, HOWE failed to reasonably enforce its fair pricing reviews in connection with the trades, which resulted in HOWE's customers paying excessive mark-ups. Furthermore, in light of the potential conflict of interest in directing trades to an entity which held a non-controlling interest in HOWE, HOWE failed to reasonably monitor the appropriateness of the trades with BD Firm. The conduct described in this paragraph constitutes separate and distinct violations of NASD Rules 2110 and 3010 and MSRB Rule G-27.

- B. The firm also consents to the imposition of the following sanctions:

A censure and a fine of \$200,000 (\$76,000 is attributable to the MSRB related violations).³

The firm agrees to pay the monetary sanction(s) upon notice that this AWC has been accepted and that such payment(s) are due and payable. It has submitted an Election of Payment form showing the method by which it proposes to pay the fine imposed.

The firm specifically and voluntarily waives any right to claim that it is 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

The firm specifically and voluntarily waives the following rights granted under FINRA's Code of Procedure:

- A. To have a Complaint issued specifying the allegations against the firm;
- B. To be notified of the 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.

³ FINRA is not requiring HOWE to make restitution payments to its customers because the firm previously reimbursed the affected customers for \$64,231.16, which is the total amount of the excessive mark-ups.

Further, the firm specifically and voluntarily waives 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.

The firm further specifically and voluntarily waives any right to claim that a person violated the ex parte prohibitions of FINRA Rule 9143 or the separation of functions prohibitions of FINRA 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

The firm understands 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 FINRA Rule 9216;
- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against the firm; and
- C. If accepted:
 - 1. this AWC will become part of the firm's permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against the firm;
 - 2. this AWC will be made available through FINRA's public disclosure program in response to public inquiries about the firm's disciplinary record;
 - 3. FINRA may make a public announcement concerning this agreement and the subject matter thereof in accordance with FINRA Rule 8313; and
 - 4. The firm 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. The firm 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 the firm's: (i) testimonial obligations; or (ii) right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party.

- D. The firm may attach a Corrective Action Statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. The firm understands that it 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.

The undersigned, on behalf of the Firm, certifies that a person duly authorized to act on its behalf has read and understands all of the provisions of this AWC and has been given a full opportunity to ask questions about it; that it has agreed to the AWC's 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 the firm to submit it.

March 31, 2014

Date

Respondent

Howe Barnes Hoefer & Arnett, Inc.

By:

Name:

Title:

Jeffrey E. Trocin
President

Reviewed by:

Sandra Grannum

Davidson & Grannum

Accepted by FINRA:

4/16/14

Date

Signed on behalf of the

Director of ODA, by delegated authority

Robert A. Marchman

Executive Vice President and Head of Legal
Department of Market Regulation

Howe Barnes Hoefler Arnett, Inc. ("HOWE")
Matter No. 20080123679

Exhibit A

Item No.	Date	CUSIP ID	Quantity	Contra 1*	Trade 1 Time	Trade 1 Price	Contra 2*	Trade 2 Time	Trade 2 Price	Combined Markup
A	1/31/08	097552JP9	320,000	B-D (S)	11:25:28	43.525	HOWE (B)	13:05:00	44.278	
1	1/31/08	097552JP9	100,000				C (B)	13:12:02	46.278	6.33%
2	1/31/08	097552JP9	100,000				C (B)	13:12:14	46.278	
3	1/31/08	097552JP9	60,000				C (B)	13:12:31	46.278	
4	1/31/08	097552JP9	60,000				C (B)	13:12:41	46.278	
B	11/29/07	167501XE0	480,000	B-D (S)	13:51:52	33.754	HOWE (B)	14:14:00	34.155	
5	11/29/07	167501XE0	100,000				C (B)	14:19:32	36.155	7.11%
6	11/29/07	167501XE0	120,000				C (B)	14:19:46	36.155	
7	11/29/07	167501XE0	120,000				C (B)	14:20:09	36.155	
8	11/29/07	167501XE0	120,000				C (B)	14:20:26	36.155	
C	11/29/07	167501XE0	120,000	B-D (S)	15:54:40	33.754	HOWE (B)	15:59:00	34.155	
9	11/29/07	167501XE0	120,000				C (B)	16:02:33	36.155	7.11%
D	11/29/07	167501XE0	120,000	B-D (S)	16:13:16	33.754	HOWE (B)	16:21:00	34.155	
10	11/29/07	167501XE0	120,000				C (B)	16:24:49	36.155	7.11%
E	12/6/07	167501XE0	160,000	B-D (S)	10:59:27	33.786	HOWE (B)	14:11:00	34.578	
11	12/6/07	167501XE0	160,000				C (B)	14:17:14	36.578	8.26%
F	12/6/07	167501XE0	135,000	B-D (S)	16:28:42	33.536	HOWE (B)	16:46:00	34.343	
12	12/6/07	167501XE0	135,000				C (B)	16:48:51	36.343	8.37%
G	9/27/07	2752816W8	50,000	B-D (S)	15:19:00	35.429	HOWE (B)	15:37:00	35.929	
13	9/27/07	2752816W8	50,000				C (B)	15:41:27	37.929	7.06%
H	12/31/07	488683EU3	280,000	B-D (S)	11:35:55	48.296	HOWE (B)	11:45:00	46.732	
14	12/31/07	488683EU3	120,000				C (B)	11:49:30	48.732	5.26%
15	12/31/07	488683EU3	60,000				C (B)	11:49:43	48.732	
16	12/31/07	488683EU3	40,000				C (B)	11:49:55	48.732	
17	12/31/07	488683EU3	60,000				C (B)	11:50:11	48.732	

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Item No.	Date	CUSIP ID	Quantity	Contra 1*	Trade 1 Time	Trade 1 Price	Contra 2*	Trade 2 Time	Trade 2 Price	Combined Markup
I	12/31/07	488683EU3	120,000	B-D (S)	12:35:30	46.296	HOWE (B)	12:40:00	46.732	
18	12/31/07	488683EU3	120,000				C (B)	12:43:21	48.732	5.26%
J	1/25/08	488683EU3	100,000	B-D (S)	16:26:53	46.458	HOWE (B)	16:36:00	46.891	
19	1/25/08	488683EU3	100,000				C (B)	16:39:52	48.891	5.24%
K	1/28/08	488683EU3	85,000	B-D (S)	13:25:14	46.464	HOWE (B)	14:39:00	46.897	
20	1/28/08	488683EU3	85,000				C (B)	14:43:08	48.897	5.24%

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Item No.	Date	CUSIP ID	Quantity	Contra 1*	Trade 1 Time	Trade 1 Price	Contra 2*	Trade 2 Time	Trade 2 Price	Combined Markup
L	1/29/08	488683EU3	75,000	B-D (S)	14:19:25	45.752				
M	1/29/08	488683EU3	100,000	B-D (S)	15:41:29	45.752				
N	1/29/08	488683EU3	200,000	B-D (S)	16:51:46	45.752				
O	1/29/08	488683EU3	375,000				HOWE (B)	17:08:00	46.52	
21	1/29/08	488683EU3	75,000				C (B)	17:14:20	48.52	6.05%
22	1/29/08	488683EU3	200,000				C (B)	17:14:50	48.52	
23	1/29/08	488683EU3	50,000				C (B)	17:15:14	48.52	
24	1/29/08	488683EU3	50,000				C (B)	17:16:06	48.52	
P	1/30/08	488683EU3	40,000	B-D (S)	14:41:32	45.418	HOWE (B)	14:53:00	45.942	
25	1/30/08	488683EU3	40,000				C (B)	14:58:54	47.942	5.58%
Q	8/27/08	646136TQ4	40,000	B-D (S)	15:51:00	30.534	HOWE (B)	16:50:13	31.068	
26	8/27/08	646136TQ4	40,000				C (B)	16:53:01	32.318	5.84%
R	5/29/08	66285WBV7	200,000	B-D (S)	15:48:00	32.006	HOWE (B)	17:13:32	32.626	
27	5/29/08	66285WBV7	100,000				C (B)	17:16:52	33.876	5.84%
28	5/29/08	66285WBV7	100,000				C (B)	17:17:10	33.876	
S	5/30/08	66285WBV7	100,000	B-D (S)	08:52:00	32.01	HOWE (B)	10:42:43	32.626	
29	5/30/08	66285WBV7	100,000				C (B)	10:46:13	33.876	5.83%
T	5/30/08	66285WBV7	50,000	B-D (S)	14:40:00	32.01	HOWE (B)	14:49:20	32.626	
30	5/30/08	66285WBV7	50,000				C (B)	14:52:05	33.876	5.83%
U	10/30/07	745220EN9	160,000	B-D (S)	11:10:56	31.04				
V	10/30/07	745220EN9	200,000	B-D (S)	12:11:11	31.04				
W	10/30/07	745220EN9	200,000	B-D (S)	12:16:36	31.04				
X	10/30/07	745220EN9	560,000				HOWE (B)	16:33:00	31.525	
31	10/30/07	745220EN9	100,000				C (B)	16:39:18	33.525	8.01%
32	10/30/07	745220EN9	100,000				C (B)	16:39:36	33.525	
33	10/30/07	745220EN9	200,000				C (B)	16:39:50	33.525	

Howe Barnes Hoefer Arnett, Inc. ("HOWE")
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Item No.	Date	CUSIP ID	Quantity	Contra 1*	Trade 1 Time	Trade 1 Price	Contra 2*	Trade 2 Time	Trade 2 Price	Combined Markup
34	10/30/07	745220EN9	160,000				C (B)	16:40:15	33.525	
Y	10/31/07	745220EN9	230,000	B-D (S)	15:02:06	30.903	HOWE (B)	15:38:00	31.525	
35	10/31/07	745220EN9	65,000				C (B)	15:44:03	33.525	8.48%
36	10/31/07	745220EN9	60,000				C (B)	15:44:24	33.525	
37	10/31/07	745220EN9	105,000				C (B)	15:44:50	33.525	
Z	4/29/08	829689BN7	460,000	B-D (S)	14:50:00	26.895	HOWE (B)	16:13:00	27.069	
38	4/29/08	829689BN7	120,000				C (B)	16:18:10	28.319	6.08%
39	4/29/08	829689BN7	120,000				C (B)	16:18:20	28.319	
40	4/29/08	829689BN7	100,000				C (B)	16:19:16	28.319	
41	4/29/08	829689BN7	120,000				C (B)	16:19:37	28.319	

Exhibit A

* Contra parties are identified as follows: B-D (S) indicates another Broker-Dealer selling to the firm; B-D (B) indicates another Broker-Dealer buying from the firm; C (S) indicates a customer selling to the firm; and C (B) indicates a customer buying from the firm.

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Exhibit B

Item No.	Date	CUSIP ID	Quantity	Contra 1*	Trade 1 Ticket Time	Trade 1 Price	Trade 2 Ticket Time	Trade 2 Price	Combined Markup
A	3/29/07	31358DDG6	50,000	B-D (S)	10:46:00	30.659	10:46:00	31.23	
1	3/29/07	31358DDG6	25,000				16:45:54	32.73	6.75%
2	3/29/07	31358DDG6	25,000				16:46:04	32.73	
B	4/26/07	912833LT5	100,000	B-D (S)	15:50:00	41.684	15:50:00	42.047	
3	4/26/07	912833LT5	50,000				17:22:12	44.047	5.67%
4	4/26/07	912833LT5	50,000				17:22:20	44.047	
C	4/30/07	912833LT5	200,000	B-D (S)	11:45:00	41.989	11:45:00	42.361	
5	4/30/07	912833LT5	25,000				14:35:04	44.361	5.65%
6	4/30/07	912833LT5	25,000				14:35:12	44.361	
7	4/30/07	912833LT5	25,000				14:35:18	44.361	
8	4/30/07	912833LT5	25,000				14:35:26	44.361	
9	4/30/07	912833LT5	100,000				14:35:47	44.361	
D	5/31/07	912833LT5	320,000	B-D (S)	14:11:00	40.815	14:11:00	41.34	
10	5/31/07	912833LT5	100,000				16:24:54	43.34	6.19%
11	5/31/07	912833LT5	100,000				16:50:02	43.34	
12	5/31/07	912833LT5	25,000				16:50:21	43.34	
13	5/31/07	912833LT5	25,000				16:50:31	43.34	
14	5/31/07	912833LT5	45,000				16:51:07	43.34	
15	5/31/07	912833LT5	25,000				16:51:31	43.34	
E	5/31/07	912833LT5	120,000	B-D (S)	16:19:00	40.886	16:19:00	41.34	
16	5/31/07	912833LT5	50,000				17:00:42	43.34	6.00%
17	5/31/07	912833LT5	25,000				17:00:59	43.34	
18	5/31/07	912833LT5	25,000				17:01:13	43.34	
19	5/31/07	912833LT5	20,000				17:02:42	43.34	
F	6/29/07	912833LT5	150,000	B-D (S)	14:59:00	40.353	14:59:00	40.787	
20	6/29/07	912833LT5	25,000				15:15:22	42.787	

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Exhibit B

Item No.	Date	CUSIP ID	Quantity	Contra 1*	Trade 1 Ticket Time	Trade 1 Price	Trade 2 Ticket Time	Trade 2 Price	Combined Markup
21	6/29/07	912833LT5	25,000				15:15:49	42.787	6.03%
22	6/29/07	912833LT5	100,000				15:16:26	42.787	
G	7/26/07	912833LX6	190,000	B-D (S)	15:09:00	39.605	15:09:00	40.033	6.13%
23	7/26/07	912833LX6	100,000				17:21:07	42.033	
24	7/26/07	912833LX6	90,000				17:22:30	42.033	
H	7/26/07	912833LX6	140,000	B-D (S)	15:59:00	39.577	15:59:00	40.033	6.21%
25	7/26/07	912833LX6	65,000				17:26:42	42.033	
26	7/26/07	912833LX6	75,000				17:28:15	42.033	
I	7/26/07	912833LX6	200,000	B-D (S)	16:13:00	39.538	16:14:00	40.033	6.31%
27	7/26/07	912833LX6	100,000				17:21:27	42.033	
28	7/26/07	912833LX6	100,000				17:22:52	42.033	

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Item No.	Date	CUSIP ID	Quantity	Contra 1*	Trade 1 Ticket Time	Trade 1 Price	Trade 2 Ticket Time	Trade 2 Price	Combined Markup
J	7/27/07	912833LX6	75,000	B-D (S)	12:30:00	39.685	12:30:00	40.077	
29	7/27/07	912833LX8	75,000				13:06:55	42.077	6.03%
K	7/31/07	912833LX6	134,000	B-D (S)	14:49:00	39.657	14:49:00	40.088	
30	7/31/07	912833LX6	38,000				16:37:33	42.088	6.13%
31	7/31/07	912833LX6	25,000				16:37:56	42.088	
32	7/31/07	912833LX6	25,000				16:38:37	42.088	
33	7/31/07	912833LX6	25,000				16:38:49	42.088	
34	7/31/07	912833LX6	23,000				16:38:59	42.088	
L	7/31/07	912833LX6	180,000	B-D (S)	16:13:00	39.823	16:13:00	40.163	
35	7/31/07	912833LX6	100,000				17:03:09	42.163	5.88%
36	7/31/07	912833LX6	50,000				17:03:19	42.163	
37	7/31/07	912833LX6	30,000				17:03:31	42.163	
M	8/22/07	912833LX6	150,000	B-D (S)	15:55:00	39.538	15:55:00	39.866	
38	8/22/07	912833LX6	100,000				16:52:37	41.866	5.89%
39	8/22/07	912833LX6	50,000				16:57:13	41.866	
N	8/23/07	912833LX6	45,000	B-D (S)	16:22:00	39.811	16:22:00	40.258	
40	8/23/07	912833LX6	25,000				16:26:54	42.258	6.15%
41	8/23/07	912833LX6	20,000				16:27:13	42.258	
O	8/23/07	912833LP3	50,000	B-D (S)	16:21:00	44.142	16:21:00	44.542	
42	8/23/07	912833LP3	50,000				16:25:28	46.542	5.44%
P	8/23/07	912833LK4	50,000	B-D (S)	16:20:00	46.508	16:20:00	46.852	
43	8/23/07	912833LK4	50,000				16:23:48	48.852	5.04%
Q	8/29/07	912833LX6	160,000	B-D (S)	12:51:00	40.369	12:51:00	40.867	
44	8/29/07	912833LX6	100,000				13:40:57	42.867	6.19%
45	8/29/07	912833LX6	35,000				13:41:34	42.867	
46	8/29/07	912833LX6	25,000				13:45:34	42.867	

Howe Barnes Hoefer Arnett, Inc. ("HOWE")
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Exhibit B

Item No.	Date	CUSIP ID	Quantity	Contra 1*	Trade 1 Ticket Time	Trade 1 Price	Trade 2 Ticket Time	Trade 2 Price	Combined Markup
R	8/29/07	912833LP3	215,000	B-D (S)	12:11:00	44.76	12:11:00	45.199	
47	8/29/07	912833LP3	25,000				14:01:18	47.199	5.45%
48	8/29/07	912833LP3	95,000				14:03:56	47.199	
49	8/29/07	912833LP3	95,000				14:04:14	47.199	
S	8/29/07	912833LK4	215,000	B-D (S)	12:12:00	47.156	12:12:00	47.554	
50	8/29/07	912833LK4	95,000				12:22:33	49.554	5.09%
51	8/29/07	912833LK4	95,000				12:22:42	49.554	
52	8/29/07	912833LK4	25,000				12:22:45	49.554	

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Exhibit B

Item No.	Date	CUSIP ID	Quantity	Contra 1*	Trade 1 Ticket Time	Trade 1 Price	Trade 2 Ticket Time	Trade 2 Price	Combined Markup
T	8/30/07	912833LX8	325,000	B-D (S)	12:59:00	40.651	12:59:00	40.947	
53	8/30/07	912833LX6	50,000				16:34:26	42.947	5.65%
54	8/30/07	912833LX6	50,000				16:34:34	42.947	
55	8/30/07	912833LX6	50,000				16:36:34	42.947	
56	8/30/07	912833LX6	50,000				16:38:04	42.947	
57	8/30/07	912833LX6	50,000				16:39:48	42.947	
58	8/30/07	912833LX6	25,000				16:40:15	42.947	
59	8/30/07	912833LX6	50,000				16:47:27	42.947	
U	9/26/07	912833LX6	225,000	B-D (S)	15:00:00	40.153	15:00:00	40.634	
60	9/26/07	912833LX6	100,000				17:17:30	42.634	6.18%
61	9/26/07	912833LX6	25,000				17:17:59	42.634	
62	9/26/07	912833LX6	100,000				17:18:28	42.634	
V	9/28/07	912833LX6	125,000	B-D (S)	15:00:00	40.51	15:00:00	40.948	
63	9/28/07	912833LX6	25,000				16:17:03	42.948	6.02%
64	9/28/07	912833LX6	50,000				16:17:24	42.948	
65	9/28/07	912833LX6	50,000				16:17:32	42.948	
W	9/28/07	912833LX6	183,000	B-D (S)	16:07:00	40.66			
W1	9/28/07	912833LX6	50,000				16:07:00	40.964	
W2	9/28/07	912833LX6	50,000				16:07:00	40.964	
W3	9/28/07	912833LX6	83,000				16:07:00	40.964	
66	9/28/07	912833LX6	50,000				17:03:10	42.964	5.67%
67	9/28/07	912833LX6	50,000				17:03:25	42.964	
68	9/28/07	912833LX6	83,000				17:03:37	42.964	
X	10/30/07	912833LX6	50,000	B-D (S)	16:37:00	42.091	16:37:00	42.493	
69	10/30/07	912833LX6	50,000				16:50:59	44.493	5.71%
Y	7/28/08	9128337F1	200,000	B-D (S)	16:30:00	26.361	16:46:00	26.846	

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Exhibit B

Item No.	Date	CUSIP ID	Quantity	Contra 1*	Trade 1 Ticket Time	Trade 1 Price	Trade 2 Ticket Time	Trade 2 Price	Combined Markup
70	7/28/08	9128337F1	100,000				16:49:15	27.846	5.63%
71	7/28/08	9128337F1	100,000				16:51:03	27.846	
Z	7/29/08	9128337F1	100,000	B-D (S)	14:44:00	28.214	14:44:00	28.61	
72	7/29/08	9128337F1	100,000				16:14:06	27.61	5.33%
AA	9/26/08	912833PB0	100,000	B-D (S)	14:52:00	41.769	14:53:00	43.354	
73	9/26/08	912833PB0	100,000				16:10:52	44.354	6.19%
AB	6/30/08	912833PB0	100,000	B-D (S)	16:31:00	41.845	16:31:00	42.441	
74	6/30/08	912833PB0	100,000				16:38:43	43.941	5.01%

Exhibit B

Item No.	Date	CUSIP ID	Quantity	Contra 1*	Trade 1 Ticket Time	Trade 1 Price	Trade 2 Ticket Time	Trade 2 Price	Combined Markup
AC	8/28/08	9128337F1	210,000	B-D (S)	9:42:00	28.025	9:42:00	28.398	
75	8/28/08	9128337F1	100,000				11:41:44	29.398	4.90%
76	8/28/08	9128337F1	50,000				11:40:50	29.398	
77	8/28/08	9128337F1	60,000				11:42:20	29.398	
AD	8/24/07	912833LK4	75,000	B-D (S)	13:50:00	46.747	13:50:00	47.16	
78	8/24/07	912833LK4	75,000				14:31:28	48.66	4.09%
AE	8/27/07	912833LK4	158,000	B-D (S)	11:42:00	47.063	11:42:00	47.383	
79	8/27/07	912833LK4	158,000				11:58:29	48.883	3.87%
AF	8/29/07	912833LP3	107,000	B-D (S)	14:25:00	44.7	14:26:00	45.149	
	8/29/07	912833LP3	13,000				17:21:13	46.649	4.36%
80	8/29/07	912833LP3	59,000				17:21:29	46.649	
	8/29/07	912833LP3	21,000				17:21:41	46.649	
	8/29/07	912833LP3	14,000				17:22:00	46.649	
AG	7/31/08	9128337F1	95,000	B-D (S)		26.663		27.019	
	7/31/08	9128337F1	50,000	B-D (S)		26.585		27.019	
81	7/31/08	9128337F1	50,000					28.018	5.39%
82	7/31/08	9128337F1	50,000					28.018	5.09%
83	7/31/08	9128337F1	45,000					28.018	

* Contra parties are identified as follows: B-D (S) indicates another Broker-Dealer selling to the firm; B-D (B) indicates another Broker-Dealer buying from the firm; C (S) indicates a customer selling to the firm; and C (B) indicates a customer buying from the firm.