

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2009020083301**

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

RE: Harold J. Swart, Respondent
Former Registered Representative
CRD No. 2912854

Pursuant to FINRA 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

Respondent entered the securities industry in June 1997 and became associated with New England Securities (the "Firm") in Kissimmee, Florida, on March 19, 2001. At the Firm, he maintained the following registrations: Investment Company Products/Variable Contracts Limited Representative (Series 6), Direct Participation Programs Limited Representative and State Agent (Series 63), and Uniform Investment Advisor (Series 65). He was terminated effective September 25, 2009 by the Firm after a review of his outside business activities. The Firm filed an amended Form U5 for Respondent on October 7, 2010, extending FINRA's jurisdiction to and until October 7, 2012.

RELEVANT DISCIPLINARY HISTORY

On January 25, 2001, the Securities and Exchange Commission found Respondent to have caused and willfully aided and abetted violations of Section 13(a) of the Securities

Exchange Act of 1934 by, among other things, failing to maintain independence in connection with financial statements audited by him and filed with the SEC. Swart was suspended from appearing or practicing before the Commission as an accountant for at least three years, and ordered to disgorge \$32,750 in fees plus \$9,231.03 in prejudgment interest. See Swart, Baumruk & Co., LLP and Harry J. Swart, 2001 SEC LEXIS 137, Exchange Act Rel. No. 43883 (Jan. 25, 2001).

OVERVIEW

During the period March 2001 through August 2009, while associated with the Firm, Respondent willfully filed inaccurate Form U4s and also failed to timely amend his Form U4s. The Form U4s failed to reflect Respondent's 2001 SEC suspension as well as related administrative complaints filed by the State of Florida's Board of Accountancy. Respondent also failed to report certain outside business activities on his Form U4s and to disclose certain outside business activities to his Firm. In addition, in or about September 2010, Respondent provided a misleading response to FINRA in connection with a Rule 8210 request for information. By reason of the foregoing, Respondent violated NASD Rules 2110, IM-1000-1, 3030, FINRA Rules 2010, 1122, and 8210, and Art. V, § 2(c) of NASD and FINRA By-Laws.

FACTS AND VIOLATIVE CONDUCT

Respondent willfully filed false Form U4s and failed to make other material disclosures on his Form U4s.

As noted above, on January 25, 2001, the SEC found Respondent to have violated the Securities Exchange Act of 1934, ordered him to cease and desist from further violations, and suspended him from appearing or practicing before the Commission for at least three years.

Question 23C of Form U4 required Respondent to disclose the SEC's order, but Respondent willfully answered "NO" to question 23C for each Form U4 filed between March 2001 and August 2009 -- a total of 23 such Form U4s. In addition, Swart failed to update his disclosures throughout that period.

On December 6, 2005, Florida's Department of Business and Professional Regulation Board of Accountancy ("DBPR") initiated two administrative complaints against Swart on December 6, 2005 (DBPR Case Nos. 2005-038678 and 2001-01990), based on the same underlying actions that resulted in his suspension from the SEC.

Question 14G(1) on the Form U4 required Respondent to disclose whether he had been notified of any regulatory complaint or proceeding, but Respondent failed to update his U4 within a 30 day period required by Art. V, § 2(c) of NASD By-Laws between December 2005 and March 2006.

During the period January 2006 to September 2009, Respondent was an officer or director in at least 15 businesses. Question 13 on the Form U4 required Respondent to disclose his role as officer or director in these 15 businesses, but he failed to do so.

By reason of the foregoing, Respondent violated NASD Rules 2110, IM-1000-1, FINRA Rules 2010 and 1122, and Art. V, § 2(c) of NASD and FINRA By-Laws.

Respondent failed to disclose outside business activities to the Firm.

At various points during the period 2006 to 2009, Respondent, as reflected in Florida Secretary of State records, was an officer, director or member of 15 entities, but failed to disclose these outside business activities to his Firm. In addition, Respondent Swart failed to disclose his role as compensated registered agent for approximately 780 additional entities.

By reason of the foregoing, Respondent violated NASD Rules 3030 and 2110, and FINRA Rule 2010.

Respondent provided FINRA with a misleading 8210 response.

During the course of FINRA's investigation, Respondent was asked, pursuant to a written Rule 8210 request dated September 10, 2010, whether any of his outside business activities had ever been alleged or accused to have breached any contract, engaged in any type of fraud or misrepresentation, engaged in any unfair or unethical business practice, or violated any rule, regulation, statute or ordinance of law. Swart responded "no" in a written response dated September 27, 2010. That response was misleading because one of his outside business activities, Integra Marketing Group, Inc., was the subject of three lawsuits filed between 2007 and 2009 involving such allegations. Respondent knew or should have known about each of the three lawsuits, because, among other things, he was properly served in each of the cases.

By reason of the foregoing, Respondent violated FINRA Rules 8210 and 2010.

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

A bar from association with any member of FINRA in any capacity.

The sanctions imposed herein shall be effective on a date set by FINRA staff. Pursuant to FINRA Rule 8313(e), a bar or expulsion shall become effective upon approval or acceptance of this AWC.

I understand that if I am barred or suspended from associating with any FINRA member, I become subject to a statutory disqualification as that term is defined in Article III, Section 4 of FINRA's By-Laws, incorporating Section 3(a)(39) of the Securities Exchange Act of 1934. Accordingly, I may not be associated with any

FINRA member in any capacity, including clerical or ministerial functions, during the period of the bar or suspension (see FINRA Rules 8310 and 8311).

I understand that this settlement includes a finding that I willfully misrepresented a material fact on a Form U4, and that under Section 3(a)(39)(F) of the Securities Exchange Act of 1934 and Article III, Section 4 of FINRA's By-Laws, this misrepresentation makes me subject to a statutory disqualification with respect to association with a member.

II.

WAIVER OF PROCEDURAL RIGHTS

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

- A. To have a Complaint issued specifying the allegations against me;
- 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.

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 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

I understand that:

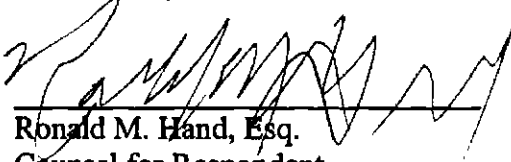
- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs ("ODA"), pursuant to FINRA Rule 9216;
- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against 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 FINRA Rule 8313; 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.

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.

5/18/2012
Date (mm/dd/yyyy)


Harold J. Swart, Respondent

Reviewed by:



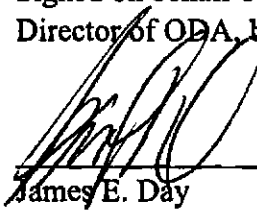
Ronald M. Hand, Esq.
Counsel for Respondent
716 Hughey Street
Kissimmee, Florida 34741
407-846-6133 (Phone)

Accepted by FINRA:

6/6/12

Date

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



James E. Day
Associate VP & Chief Counsel
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