

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2010022394901**

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

RE: Priscilla G. Sabado, Respondent
General Securities Representative
CRD No. 4650234

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, Priscilla G. Sabado 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 Respondent alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

- A. Respondent 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

Sabado entered the securities industry on March 31, 2003 through AXA Advisors, LLC. She has Series 7 and 66 licenses. On April 1, 2010, AXA permitted Sabado to resign while under investigation. Since that time she has not been associated with any other FINRA-registered firm.

FINRA has jurisdiction over Sabado pursuant to Article V, Section 4 of FINRA's By-Laws, because: (i) the AWC was filed within two years following the termination of her registration with FINRA, and (ii) the AWC charges her with misconduct committed while she was associated with a FINRA-registered firm. FINRA's jurisdiction over Sabado extends until at least March 31, 2012.

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RELEVANT DISCIPLINARY HISTORY

Sabado has no prior disciplinary history.

OVERVIEW

Sabado, a former registered representative with AXA Advisors, LLC ("AXA"), participated in private securities transactions without the knowledge or consent of her employer firm. Specifically, from August 2008 through November 2009, Sabado recommended that six AXA customers purchase securities investments in oil wells offered by Halek Energy, LLC. Such acts, practices, and conduct constitute violations of NASD Rules 3040 and 2110 by Sabado.

FACTS AND VIOLATIVE CONDUCT

From August 2008 through November 2009, Sabado offered and sold Halek Energy, LLC and CBO Energy, Inc. (collectively "Halek Energy") oil and gas investments to several of her clients without the knowledge or consent of her firm. On August 31, 2010, the Securities and Exchange Commission filed a partially settled civil injunctive action alleging that between June 2007 and September 2009, Halek Energy, LLC, CBO Energy, Inc., and Jason A. Halek had fraudulently sold investments in Texas oil and gas projects, raising approximately \$22 million from 300 investors nationwide. As a result of Sabado's recommendations, six of her current firm clients made investments with Halek Energy totaling \$491,880. Sabado failed to provide her employer registered firm with prior notice of her participation in these securities transactions. Such acts, practices, and conduct constitute violations of NASD Rules 3040 and 2110 by Sabado.

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

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

Respondent understands that if she is barred or suspended from associating with any FINRA member, she becomes subject to a statutory disqualification as that term is defined in Section 3(a)(39) of the Securities Exchange Act of 1934, as amended. Accordingly, she 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).

Pursuant to FINRA Rule 8313(e), a bar or expulsion shall become effective upon approval or acceptance of this AWC.

II.

WAIVER OF PROCEDURAL RIGHTS

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

- A. To have a Complaint issued specifying the allegations against her;
- 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, Respondent 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.

Respondent 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

Respondent 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 Respondent; and

C. If accepted:

1. this AWC will become part of Respondent's permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against Respondent;
2. this AWC will be made available through FINRA's public disclosure program in response to public inquiries about Respondent'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. Respondent 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. Respondent 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 Respondent's right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party.

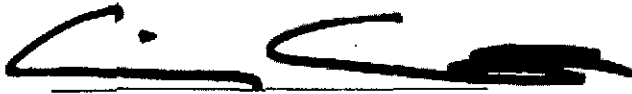
Respondent certifies that she has read and understands all of the provisions of this AWC and has been given a full opportunity to ask questions about it; that she has agreed to its provisions voluntarily; and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein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

05-18-2011
Date

Priscilla Sabado
Priscilla G. Sabado, Respondent

Request for Approval of Letter of Acceptance, Waiver and Consent
Case No. 2010022394901/Priscilla G. Sabado

Reviewed by:

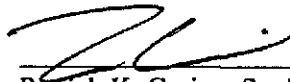


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Counsel for Respondent

Accepted by FINRA:

06-01-2011
Date

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



Patrick K. Craine, Senior Regional Counsel
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