

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2010022695202**

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

**Re: David Marasek
General Securities Principal and Investment Banking Representative
CRD No. 2866848**

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure David Marasek 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 Marasek alleging violations based on the same factual findings described herein.

I. ACCEPTANCE AND CONSENT

- A. Marasek 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

Marasek entered the securities industry in August 1996. From September 30, 2008 through December 6, 2010, Marasek was associated with FINRA broker-dealer Wentworth Securities, Inc. as a sales representative. He was also was registered with FINRA as a general securities principal and investment banking representative.

Marasek is not currently associated with any FINRA broker-dealer or registered with FINRA in any capacity. FINRA, however, retains jurisdiction over Marasek pursuant to Article V, Section 4 of FINRA's By-Laws.

Relevant Disciplinary History

Marasek does not have any disciplinary history.

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Overview

From February 24, 2009 to December 20, 2010, Marasek participated in private securities transactions, not for compensation, for three foreign customers of Wentworth through another broker-dealer, EPC, without disclosing and receiving prior written approval from the firm, in violation of NASD Rule 3040 and FINRA Rule 2010.

Facts and Violative Conduct

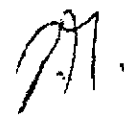
From February 24, 2009 to December 20, 2010, while he was registered with Wentworth, Marasek participated in private securities transactions, not for compensation, for three foreign customers of Wentworth through another broker-dealer, EPC. Marasek exercised limited trading authority in the EPC accounts of the Wentworth customers, who did not speak English. The EPC accounts were opened for the Wentworth customers to sell shares purchased in an offering from Wentworth. Marasek did not provide Wentworth with written notice of the proposed transactions at EPC and his proposed role therein, and failed to receive prior written approval from Wentworth to participate in the private securities transactions. Marasek's supervisor was aware that Marasek was assisting the Wentworth customers with liquidating their stock, but not aware of Marasek's limited trading authority.

Marasek's conduct violated NASD Rule 3040, and FINRA Rule 2010.

B. Marasek also consents to the imposition of the following sanctions:

1. a 10-business day suspension from association with any FINRA broker-dealer; and
2. a deferred fine of \$5,000.

Marasek understands that if he is barred or suspended from associating with any FINRA member, he becomes 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, he 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).



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The fine shall be due and payable either immediately upon reassociation with a member firm following the 10-business day 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.

Marasek specifically and voluntarily waives any right to claim that he 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

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

- A. To have a Complaint issued specifying the allegations against him;
- 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, Marasek 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.

Marasek 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.

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III. OTHER MATTERS

Marasek 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 Marasek; and
- C. If accepted:
 - 1. this AWC will become part of Marasek's permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against Marasek;
 - 2. this AWC will be made available through FINRA's public disclosure program in response to public inquiries about Marasek'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. Marasek 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. Marasek 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. Marasek may attach a Corrective Action Statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. Marasek understands that he 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.

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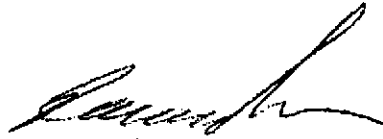
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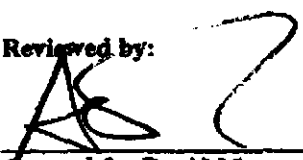
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Marasek certifies that he has read and understands all of the provisions of this AWC and has been given a full opportunity to ask questions about it; that he has agreed to its provisions voluntarily; and that no offer, threat, inducement, or promise 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 Marasek to submit the AWC.

6/28/12
Date


DAVID MARASEK

Reviewed by:


Counsel for David Marasek

Accepted by FINRA:

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

7-11-12
Date:


Seema Chawla, Principal Regional Counsel
128 West 12th Street, Suite 800
Kansas City, MO 64105
Telephone: (816) 802-4712
Facsimile: (816) 421-4519
Email: seema.chawla@finra.org