

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
OFFICE OF HEARING OFFICERS**

Department of Enforcement,

Complainant,

v.

Emily Botelho Barazi
(CRD No. 4171149),

Respondent.

Disciplinary Proceeding
No. 20120320742-02

Hearing Officer - MAD

**ORDER ACCEPTING OFFER OF
SETTLEMENT**

Date: October 23, 2013

INTRODUCTION

Disciplinary Proceeding No. 20120320742-02 was filed on August 23, 2013, by the Department of Enforcement of the Financial Industry Regulatory Authority (FINRA) (Complainant). Respondent Barazi submitted an Offer of Settlement (Offer) to Complainant dated September 26, 2013. Pursuant to FINRA Rule 9270(e), the Complainant and the National Adjudicatory Council (NAC), a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs (ODA) have accepted the uncontested Offer. Accordingly, this Order now is issued pursuant to FINRA Rule 9270(e)(3). The findings, conclusions and sanctions set forth in this Order are those stated in the Offer as accepted by the Complainant and approved by the NAC.

Under the terms of the Offer, Respondent has consented, without admitting or denying the allegations of the Complaint, 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, to the entry of findings and violations consistent with the allegations of the Complaint, and to the imposition of the sanctions set forth below, and fully understands that this Order will become part of

Respondent's permanent disciplinary record and may be considered in any future actions brought by FINRA.

BACKGROUND

Emily Botelho Barazi entered the securities industry on or about April 7, 2000. On or about August 29, 2000, she registered as General Securities Representative (GS) with the firm. On or about November 9, 2004, Barazi was permitted to resign from that firm. On or about November 29, 2004, Barazi registered as a GS with FINRA member firm Merrill Lynch, Pierce, Fenner & Smith Incorporated. Barazi remained registered with Merrill Lynch as a GS until the firm discharged her on or about March 1, 2012. Merrill Lynch submitted a Form U5 termination notice on or about March 30, 2012, reporting that Barazi was discharged because there was a "loss of management's confidence in connection with an investigation into allegations of inappropriate conduct outside of the workplace. The conduct did not involve Merrill Lynch customer accounts or investment practices."

Respondent Barazi has not associated or registered with another FINRA member firm since she was discharged from Merrill Lynch on or about March 1, 2012, as reported on a Form U5 submitted on or about March 30, 2012.

FINDINGS AND CONCLUSIONS

It has been determined that the Offer be accepted and that findings be made as follows:

Staff commenced an investigation of Barazi following the termination of her association and registration with Merrill Lynch in order to determine whether Barazi engaged in inappropriate conduct outside of the workplace, as reported by Merrill Lynch on the Form U5,

and, if so, whether she violated the federal securities laws or FINRA rules in connection therewith.

FINRA staff sent a letter to Barazi on or about December 14, 2012 (First Letter), requesting information about, among other things, details behind Merrill Lynch's Form U5 disclosure quoted above. The staff requested the information pursuant to FINRA Rule 8210. The First Letter was sent by regular first class mail and certified mail, return receipt requested, to Barazi's residential address as listed in the Central Registration Depository (CRD), which is located in Napa, CA (CRD Address). The First Letter required Barazi to provide the requested information on or before December 28, 2012.

No response to the First Letter was received by the staff on, before, or subsequent to, the First Letter's due date.

On or about January 4, 2013, the staff sent a second request for information to Barazi at her CRD Address (Second Letter). The request was sent pursuant to FINRA Rule 8210, via first class mail and certified mail, return receipt requested, to the CRD Address. The Second Letter required Barazi to provide the requested information on or before January 18, 2013.

No response to the Second Letter was received by the staff on, before, or subsequent to, the Second Letter's due date.

To date, staff has not received any response to the First or Second Letters sent to Respondent Barazi at her CRD Address.

Each failure to provide any or all of the information requested by FINRA staff pursuant to FINRA Rule 8210 in the First and Second Letters, as set forth above, constitutes a separate and distinct violation of FINRA Rule 8210 by Respondent Barazi. Such conduct is also inconsistent

with high standards of commercial honor and just and equitable principles of trade and a violation of FINRA Rule 2010 by Respondent Barazi.

Based on these considerations, the sanctions hereby imposed by the acceptance of the Offer are in the public interest, are sufficiently remedial to deter Respondent from any future misconduct, and represent a proper discharge by FINRA, of its regulatory responsibility under the Securities Exchange Act of 1934.

SANCTIONS

It is ordered that Respondent be

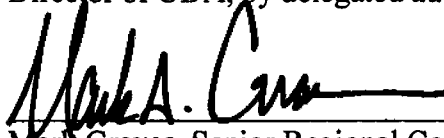
Barred from association with any FINRA member broker-dealer in any and all capacities.

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 Order.

SO ORDERED.

FINRA

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

A handwritten signature in black ink, appearing to read "Mark A. Graves", is written over a horizontal line.

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