

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2013038431801**

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

RE: Jason Paul Ward, Respondent
Registered Representative
CRD No. 2948162

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 Jason Paul Ward ("Ward") first became registered with FINRA on September 24, 1997 as an Investment Company Products/Variable Contracts Representative (Series 6) with Securian Financial Services, Inc. ("Securian"). On August 12, 2004, Ward became licensed as a General Securities Representative (Series 7). On June 22, 2012, Ward's registration with Securian was terminated. On June 21, 2012, Ward registered with FINRA through Investment Centers of America, Inc. ("ICA"). Ward is currently registered with ICA.

OVERVIEW

Between January 2012 and May 2013, while registered with member firms Securian and ICA, Ward violated FINRA Rules 3270 and 2010 by failing to disclose to his employer member firms his involvement in two outside business activities. Ward also violated FINRA Rule 2010 in May 2012 by providing a false answer to ICA on an outside business activity disclosure form.

FACTS AND VIOLATIVE CONDUCT

Beginning in January 2012, Ward became involved in a start-up business, The Clean Athlete (“TCA”). TCA purported to produce acne-preventing and odor-absorbing athletic apparel. Ward reviewed TCA’s marketing materials, information regarding potential buyers, samples of the TCA’s products, its articles of incorporation, and later patent documentation. Ward also expressed a willingness to accompany TCA’s founder, TH, on meetings with investors to lend a professional appearance. In March 2012, Ward introduced TH to investor CB, who later invested in TCA. Thereafter, TH and CB continued to include Ward in email communications seeking Ward’s opinion about various business matters.

On May 2, 2012, Clean Technologies, Inc. (“CTI”) was registered in the State of Oklahoma for the purpose of transferring TCA’s athletic apparel patent rights from TCA to CTI. Ward, TH, and CB were all members and owners of the newly created CTI, with Ward holding a 40 percent ownership interest. On May 21, 2013, Ward relinquished his interest in CTI.

During the period January 2012 through June 2012, Ward failed to provide written notice to Securian of his involvement in TCA and CTI. During the period June 2012 through May 2013, Ward also failed to provide written notice to ICA of TCA and CTI. In addition, on May 29, 2012, in connection with his hiring at ICA, Ward falsely stated that he was not involved in any outside business activity on an ICA outside business activity form.

FINRA Rule 3270 provides that no registered person may be an employee, independent contractor, sole proprietor, officer, director, or partner of another person, or be compensated or have the reasonable expectation of compensation, from any other person as a result of any business activity outside the scope of the registered representative’s relationship with the member firm, unless prior written notice is provided to the member. The responsibility to give notice arises when the person takes steps to engage in the outside business activity. A violation of FINRA Rule 3270 is also a violation of FINRA Rule 2010. Ward violated FINRA Rules 3270 and 2010 by failing to disclose involvement in TCA and CTI to Securian and by failing to disclose his involvement in CTI to ICA.

FINRA Rule 2010 requires that “[a] member, in the conduct of its business, shall observe high standards of commercial honor and just and equitable principles of trade.” Ward violated FINRA Rule 2010 by providing a false answer to ICA regarding his involvement with CTI on an outside business activity form.

Based on the foregoing, Ward violated FINRA Rules 3270 and 2010.

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

- A suspension of 45 calendar days in all capacities; and
- A fine of \$5,000.

I agree to pay the monetary sanction(s) upon notice that this AWC has been accepted and that such payment(s) are due and payable. I have submitted an Election of Payment form showing the method by which I propose to pay the fine imposed.

I specifically and voluntarily waive any right to claim that I am unable to pay, now or at any time hereafter, the monetary sanction(s) imposed in this matter.

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).

The sanctions imposed herein shall be effective on a date set by FINRA staff.

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 Chief Legal Officer, 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

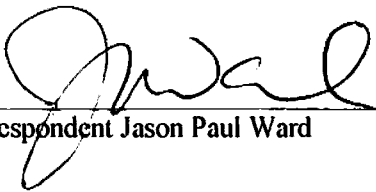
I understand that:

- 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 accordance with FINRA Rule 8313;
 - 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: (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. I may attach a Corrective Action Statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. I understand that I 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.

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.

7-24-2015
Date (mm/dd/yyyy)


Respondent Jason Paul Ward

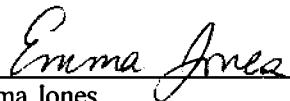
Reviewed by:


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Accepted by FINRA:

August 13, 2015
Date

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



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