

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2014040036901**

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

RE: Garyn Ian Angel, Respondent
CRD No. 3172630

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I, Garyn Ian Angel ("Angel" or "Respondent") 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

From February 10, 1999 through March 31, 2009, Angel was registered with FINRA and associated with Transamerica Financial Advisors, Inc. ("Transamerica"). On March 31, 2009, Invest Financial Corporation ("Invest") filed Form U4 for Angel commencing his association with the firm as of that date. Angel was registered with FINRA and associated with Invest from March 31, 2009 through February 28, 2013. Invest filed a Form U5 for Angel on March 21, 2013, terminating his employment with the firm as of February 28, 2013. Since his association with Invest, Angel has not been associated with another FINRA member firm. During his association with Transamerica and Invest, Angel held Series 7, 24 and 63 licenses.

On January 31, 2014, Transamerica filed an updated Form U5 for Angel disclosing customer SL's complaint against Angel. Although Angel is not currently associated with a FINRA member, he remains subject to FINRA's jurisdiction pursuant to Article V, Section 4(a) of FINRA's By-Laws by virtue of the updated Form U5 for Angel filed by Transamerica on January 31, 2014.

RELEVANT DISCIPLINARY HISTORY

Angel does not have any prior disciplinary history.

OVERVIEW

Angel participated in two private securities transactions without providing prior written notice to his employing member firm, in violation of NASD Rule 3040 and FINRA Rule 2010. Angel also settled a customer's complaint without notifying his employing member firm, in violation of FINRA Rule 2010.

FACTS AND VIOLATIVE CONDUCT

In December 2008, Angel recommended that Transamerica customer SL purchase shares of Baron Energy, Inc. ("Baron Energy"), which was a pink-sheet traded stock that was trading at approximately \$.50 per share. After making the recommendation, Angel put SL in contact with a specific individual at Baron Energy, after which SL purchased 168,000 shares of Baron Energy for \$84,000. Angel did not provide prior written notice to Transamerica of his participation in SL's purchase of Baron Energy, which was outside the regular course and scope of Angel's employment at Transamerica.

Shortly after SL's purchase of Baron Energy, the price of the shares declined to approximately \$.05 per share. When SL demanded that Angel recoup her losses in November 2011 while Angel was associated with Invest, Angel and SL entered into a settlement agreement whereby Angel agreed to buy SL's Baron Energy shares from her for \$84,000. Angel did not provide Invest with prior written notice of his purchase of SL's Baron Energy shares, which was outside the regular course and scope of Angel's employment at Invest. Angel also did not notify either Invest or Transamerica that he had settled customer SL's complaint regarding her Baron Energy investment.

As a result of the foregoing, Angel violated NASD Rule 3040 and FINRA Rule 2010.

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

A four-month suspension from association with any FINRA member in any capacity and a \$7,500 fine.

The fine shall be due and payable either immediately upon reassociation with a member firm following the four-month 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.

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.

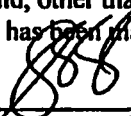
OTHER MATTERS

I understand that:

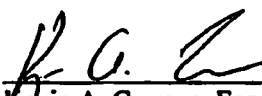
- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs ("ODA"), pursuant to FINRA Rule 9216;**
- B. If this AWC is not accepted, its submission will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

5/30/2015
Date (mm/dd/yyyy)


Garyn Ian Angel, Respondent

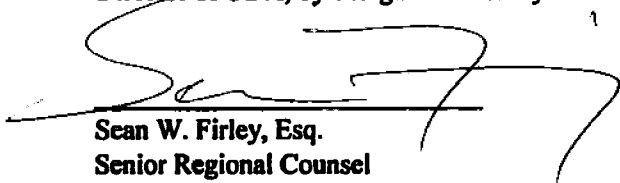
Reviewed by:


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Accepted by FINRA:

6/5/15
Date

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


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