

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2014040319902**

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

RE: Carlton Wilkinson Norwood, Respondent
Investment Company Products/Variable Contracts Representative
CRD No. 2463750

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I, Carlton Wilkinson Norwood ("Norwood"), 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

Norwood entered the securities industry in March 1994 when he became associated with a FINRA-regulated entity and was approved as an Investment Company Products/Variable Contracts Representative ("IR") in April 1994. Norwood remained associated with that firm until September 1999. In October 1999, he became associated with Park Avenue Securities LLC ("PA Securities"), a FINRA-regulated entity, as an IR where he remained until January 2004. From January 2004 through July 2004, Norwood was associated with New England Securities ("NE Securities"), a FINRA-regulated entity, as an IR. In January 2005, Norwood became reassociated with PA Securities and remained there until October 2006. In January 2007, Norwood became associated with Southeast Investments, N.C., Inc. ("Southeast Investments"), a FINRA-regulated entity, as an IR, where he remained until May 2012. In January 2013, Norwood became reassociated as an IR with PA Securities and remained there until January 31, 2014. Norwood is not currently associated with any FINRA-regulated entity.

On February 27, 2014, PA Securities filed a Uniform Termination Notice for Securities Industry Registration ("Form U5") reporting the termination of Norwood's employment. Accordingly, pursuant to Article V, Section 4 of FINRA's By-Laws, FINRA maintains jurisdiction over Norwood until at least February 25, 2016.

RELEVANT DISCIPLINARY HISTORY

Norwood has no previous disciplinary history.

OVERVIEW

Between June and July 2014, Norwood violated FINRA Rules 8210 and 2010 by failing to timely respond to requests for information related to allegations that he failed to disclose unsatisfied tax liens.

FACTS AND VIOLATIVE CONDUCT

Norwood's Failure to Timely Respond to 8210 Requests

FINRA Rule 8210 "requires that a member, or person associated with a member, or person subject to [FINRA's] jurisdiction to provide information orally, in writing, or electronically ... with respect to any matter involved in the investigation, complaint, examination, or proceeding."

FINRA Rule 2010 states that a "member, in the conduct of its business, shall observe high standards of commercial honor and just and equitable principles of trade."

Norwood failed to timely respond to two requests for information sent pursuant to FINRA Rule 8210. FINRA sent letters to Norwood on June 6, 2014 and June 16, 2014. Each letter required Norwood to provide a written statement and various documents regarding allegations that he failed to timely amend his Uniform Application for Securities Industry Registration or Transfer (Form U4) to reflect unsatisfied state and federal tax liens. Responses to the request letters were due on June 13, 2014 and June 23, 2014, respectively. Norwood was properly served with all of the requests via Federal Express at his address as indicated in the Central Registration Depository. Norwood failed to respond to the requests within the prescribed time periods.

On July 31, 2014, FINRA initiated an expedited proceeding, pursuant to FINRA Rule 9552, against Norwood. As part of that proceeding, FINRA sent Norwood a letter notifying him that his registration with FINRA would be suspended on August 25, 2014, and on November 3, 2014, he would be barred from associating with any FINRA member in any capacity for failing to respond to FINRA's requests for information. Norwood subsequently responded to the information requests on August 25, 2014, the date his suspension was scheduled to start.

Based upon Norwood's failure to timely provide the information requested in FINRA's June 6, 2014 and June 16, 2014 letters, Norwood violated FINRA Rules 8210 and 2010.

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

- a three-month suspension from associating with any FINRA member firm in any capacity; and
- a \$2,500 deferred fine.

The fine shall be due and payable either immediately upon reassociation with a member firm following the three-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:

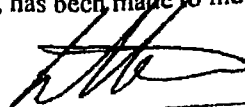
- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs ("ODA"), pursuant to FINRA Rule 9216;
- B. If this AWC is not accepted, its submission will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

7/8/2015
Date


Carlton Wilkinson Norwood – Respondent

Accepted by FINRA:

7/29/15
Date

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


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