

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2015043352501**

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

RE: Joe Edward Poe Jr., Respondent
Former General Securities Representative
Former General Securities Principal
Former Equity Trader Limited Representative
CRD No. 1650897

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, Joe Edward Poe Jr. 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 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

Poe first became registered with FINRA as a General Securities Representative ("GSR") through a member firm in 1987. Subsequently, he was associated with several member firms where he was registered with FINRA as a GSR, a General Securities Principal ("GSP") and as an Equity Trader Limited Representative ("ET"). From June 2009 through February 2015, Poe was registered with FINRA through ACAP Financial Inc. ("ACAP") as a GSR, a GSP and an ET. Although his registration with FINRA terminated in February 2015, Poe continues to be associated with ACAP in a non-registered capacity. Poe has no relevant disciplinary history.

OVERVIEW

When applying for registration with FINRA through ACAP in May 2009, Poe willfully failed to disclose on his Form U4 Uniform Application for Securities

Industry Registration ("Form U4") two state tax warrants. In addition, while registered with FINRA through ACAP, Poe willfully failed to amend his Form U4 to disclose the state tax warrants and a federal tax lien totaling approximately \$330,000. As a result of these failures, Poe violated Article V, Section 2(c) of the FINRA By-Laws, NASD IM-1000-1 (before August 17, 2009), and FINRA Rules 1122 (on or after August 17, 2009) and 2010.

FACTS AND VIOLATIVE CONDUCT

Article V, Section 2(c) of FINRA's By-Laws requires a registered representative to keep his or her Form U4 current at all times by filing a supplementary amendment within 30 days after learning of the facts or circumstances giving rise to the amendment. Until August 17, 2009, NASD IM-1000-1 provided that filing a Form U4 that was incomplete or inaccurate so as to be misleading, or the failure to correct such filing may be conduct inconsistent with just and equitable principals of trade. FINRA Rule 1122 superseded NASD IM-1000-1 on August 17, 2009, and prohibits the same conduct.

State Tax Warrants. In 2004 and 2005, the Oklahoma Tax Commission recorded two Oklahoma State tax warrants against Poe for unpaid state taxes totaling more than \$30,000. These tax warrants were the equivalent of tax liens and constituted material information that required disclosure on Poe's Form U4. Although he received notice of the warrants around the time each was recorded and they remained unsatisfied in May 2009, Poe willfully failed to disclose them on his Form U4 when he applied for registration through ACAP. He also willfully failed to amend his Form U4 to disclose the state tax warrants after registering with FINRA through ACAP.

Federal Tax Lien. In June 2010, the Internal Revenue Service recorded a federal tax lien against Poe for unpaid taxes totaling approximately \$300,000. The lien constituted material information that required disclosure on Poe's Form U4. Although he received notice of the federal tax lien in June 2010, Poe willfully failed to amend his Form U4 to disclose the lien.

Based on the foregoing, Poe violated Article V, Section 2(c) of the FINRA By-Laws, NASD IM-1000-1 (before August 17, 2009), and FINRA Rules 1122 (on or after August 17, 2009) and 2010.

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

- A suspension from association with any FINRA member firm in any capacity for six months; and
- A \$10,000 fine.

I agree to pay the monetary sanction upon notice that this AWC has been accepted and that such payments 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 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).

I understand that this settlement includes a finding that I willfully omitted to state a material facts on a Form U4, and that under Section 3(a)(39)(F) of the Securities Exchange Act of 1934 and Article III, Section 4 of FINRA's By-Laws, this these omissions make me subject to a statutory disqualification with respect to association with a member.

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.

11/14/16
Date (mm/dd/yyyy)

Joe Edward Poe, Jr.
Respondent

Reviewed by:

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Accepted by FINRA:

12/27/2016
Date

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

Jill L. Jablonow

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