

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2015043387901**

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

RE: David D. Kassir (CRD No. 2814059),
Respondent

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I, David D. Kassir ("Kassir" 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

Kassir has been registered with FINRA since December 1996. Kassir was registered with FINRA through an association with Manna Capital Management (BD No. 552) ("Manna" or the "Firm") from February 2009 to July 2015. At Manna, Kassir was registered as a Municipal Fund Securities Principal, a General Securities Principal, a General Securities Representative, and an Operations Professional. He was the Firm's Chief Executive Officer and Chief Compliance Officer. On May 1, 2015, Manna filed a Uniform Request for Broker-Dealer Withdrawal (Form BDW), and its withdrawal became effective July 1, 2015.

Since May 2015, Kassir has been registered with FINRA through an association with another member firm. Accordingly, jurisdiction over him is ongoing.

RELEVANT DISCIPLINARY HISTORY

Kassir has no relevant disciplinary history with the Securities and Exchange Commission, any self-regulatory organization, or any state securities regulator.

FACTS AND VIOLATIVE CONDUCT

FINRA Rule 3130 requires each member firm's chief executive officer to annually certify that the firm has processes to establish, maintain, and review written policies and procedures to ensure compliance with applicable rules and regulations. Among other content, the certification shall state that the firm's compliance and supervisory processes "are evidenced in a report reviewed by" the chief executive officer or other reviewing officer. The report must be produced to the reviewing officer prior to execution of the certification.

No Rule 3130 report was created for Manna for years 2011 through 2014, inclusive. Nevertheless, Kassir certified each year that the reports existed and that he had reviewed them as the Firm's CEO and CCO. Accordingly, Kassir violated FINRA Rules 3130 and 2010.

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

- a thirty calendar-day suspension in a principal capacity, and
- a \$7,500 fine.

I agree to pay the monetary sanction upon notice that this AWC has been accepted and that such payment is 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 suspended from associating with any FINRA member in a principal capacity, 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 a principal capacity, during the period of the suspension (see FINRA Rules 8310 and 8311). Furthermore, because I am subject to a statutory disqualification during the suspension, if I remain associated with a member firm in a non-suspended capacity, an application to continue that association may be required.

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; and
- 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.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

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.

11/28/2016
Date (mm/dd/yyyy)


David D. Kassir (CRD No. 2814059),
Respondent

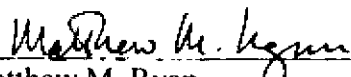
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Accepted by FINRA:

December 21, 2016
Date

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


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CORRECTIVE ACTION STATEMENT OF DAVID D. KASSIR
(CRD No. 2814059, Exam No. 2015043387901)

This Corrective Action Statement is submitted by the Respondent. It does not constitute factual or legal findings by FINRA, nor does it reflect the views of FINRA, or its staff.

I became the CEO of Manna Capital Management, the broker-dealer relevant to this action, in February 2009. By 2015, I had decided that my clients would be better served were I to become associated with a larger broker-dealer, with a more fully developed support structure. To that end, Manna withdrew its registration as a broker-dealer, effective June 2015. At about that time, I became associated with a well-known, global broker-dealer, through which I currently service my clients. Therefore, the particular issues described in the AWC are no longer within the scope of my responsibilities and, I believe, there is no possibility that those issues will recur.