

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2016051998601**

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

RE: Edward Michael Zadworny, Respondent
Former Registered Representative
CRD No. 1817614

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 Edward M. Zadworny entered the securities industry in 1987 and has held Series 6, 63, and 65 licenses. He was registered with Raymond James Financial Services, Inc. ("RJFS") from December 2015 to November 2016. While registered at RJFS, Zadworny was an employee of a bank ("the Bank") that had a network agreement with RJFS, pursuant to which Zadworny provided brokerage services to Bank clients.

After leaving RJFS, Zadworny was registered with another FINRA member until February 2017.

Although Zadworny is no longer registered or associated with a FINRA member, he remains subject to FINRA's jurisdiction pursuant to Article V, Section 4 of FINRA's By-Laws.

OVERVIEW

In October 2017, Zadworny refused to comply with a FINRA request for documents and information issued pursuant to FINRA Rule 8210. Zadworny thereby violated FINRA Rules 8210 and 2010.

FACTS AND VIOLATIVE CONDUCT

On November 9, 2016, RJFS terminated Zadworny's registration and filed a Form U5 that stated in relevant part that Zadworny had violated his employment agreement with the Bank by failing "to provide outside annuity sales transaction information, including commissions received" to the Bank. FINRA thereafter began an investigation.

On August 1, 2017, Enforcement staff sent Zadworny a Rule 8210 request for certain documents. After Zadworny failed to produce the documents by the due date, on August 17, 2017, staff sent Zadworny a second request for the documents pursuant to FINRA Rule 8210. Zadworny did not produce the requested documents by the due date. On October 5, 2017, Zadworny told the staff in a telephone conversation that he would not be providing the requested documents or be further cooperating with the investigation.

As stated in the phone call with FINRA staff on October 5, 2017, and by this agreement, Zadworny acknowledges that he received FINRA's request for documents pursuant to Rule 8210 and will not produce the documents requested. By refusing to provide documents requested pursuant to FINRA Rule 8210, Zadworny violates FINRA Rules 8210 and 2010.

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

- A bar from associating with any FINRA member in any capacity.

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. A bar shall become effective upon approval or acceptance of this AWC.

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 prejudice 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:

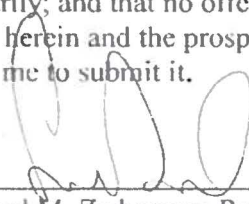
- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs ("ODA"), pursuant to FINRA Rule 9216;
- B. If this AWC is not accepted, its submission will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

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 understand and acknowledge that FINRA does not represent or advise me and I cannot rely on FINRA or FINRA staff members for legal advice; 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.

10/31/2017
Date (mm/dd/yyyy)



Edward M. Zadworny, Respondent

Accepted by FINRA:

11/21/2017
Date

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



Kevin H. Logan
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