

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2017052210001**

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

RE: Bufus Outlaw Jr. (CRD No. 2275911), Respondent

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I, Bufus Outlaw Jr., 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

Outlaw first became registered with FINRA in November 1992. Between March 1998 and April 2015, Outlaw was registered with FINRA through an association with BOE Securities Inc. (BD No. 43486) ("BOE" or the "Firm") in various capacities including as a Financial and Operations Principal, General Securities Principal, General Securities Representative, Limited Representative -- Investment Banking, Operations Professional, and Research Principal. On April 6, 2015, BOE filed a Uniform Termination Notice for Securities Industry Registration terminating Outlaw's registration with the Firm. Shortly thereafter, on June 12, 2015 Outlaw once again became registered with BOE in each of the above-listed capacities.

On October 30, 2017, BOE terminated its FINRA membership and Outlaw ceased to be registered with a FINRA member firm. Outlaw is not currently registered with a FINRA member firm. However, pursuant to Article V, Section 4 of FINRA's By-Laws, FINRA retains jurisdiction over him.

RELEVANT DISCIPLINARY HISTORY

In 2015, Outlaw entered into an AWC with FINRA in which he agreed to a two-month, all-capacities suspension and \$5,000 fine for his failure to timely disclose a state tax lien.

OVERVIEW

From August 2013 to March 2017 (the "Relevant Period"), Outlaw failed to prepare and maintain accurate financial statements, including BOE's general ledger. In so doing, Outlaw violated FINRA Rules 4511 and 2010.

FACTS AND VIOLATIVE CONDUCT

FINRA Rule 4511(a) requires FINRA member firms to "make and preserve books and records as required under the FINRA rules, the Exchange Act and the applicable Exchange Act rules." Section 17(a) of the Securities Exchange Act and Rule 17a-3 thereunder require FINRA member firms to make and maintain ledgers accurately reflecting all assets and liabilities, as well as income and expenses. Inherent in these requirements is the requirement that the records made are accurate.

During the Relevant Period, Outlaw served as BOE's Chief Executive Officer, Chief Compliance Officer, and Financial and Operations Principal ("FINOP"). As FINOP, Outlaw was responsible for preparing and maintaining BOE's books and records. Throughout the Relevant Period, Outlaw classified his personal expenses as business expenses of the Firm, which caused BOE's books and records to be inaccurate.

By virtue of the foregoing, Outlaw violated FINRA Rules 4511 and 2010.

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

- A suspension for 30 business days from associating with any FINRA member firm in any capacity; and
- A fine in the amount of \$5,000 (deferred).

The fine shall be due and payable either immediately upon reassociation with a member firm, 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 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.

11-14-17
Date (mm/dd/yyyy)


Respondent Bufus Outlaw Jr

Reviewed by:



Richard A. Levan, Esq.
Counsel for Respondent
Levan Legal, LLC
Two Bala Plaza, Suite 300
Bala Cynwyd, PA 19004
Tel: (610) 660-7781
richard@levan.legal

Accepted by FINRA:

November 15, 2017
Date

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

A handwritten signature in dark ink, appearing to read "K C Daly", is written over a horizontal line.

Karen C. Daly
Principal Regional Counsel
FINRA Department of Enforcement
1601 Market Street, 27th Floor
Philadelphia, PA 19103
Tel: (215) 209-7090
Fax: (215) 496-0434
E-Mail: karen.daly@finra.org