

**NASD
OFFICE OF HEARING OFFICERS**

Department of Enforcement,

Complainant

v.

Adrian Cooper
General Securities Representative
[CRD No. 3271084],

Respondent

Disciplinary Proceeding
No. E052004028001

Hearing Officer _____

COMPLAINT

Upon information and belief, Complainant alleges as follows:

1. Adrian Cooper ("Cooper") entered the industry in August 17, 1999 as a General Securities Representative of member firm Merrill Lynch, Pierce, Fenner & Smith Incorporated. Adrian Cooper was associated with Merrill Lynch, Pierce, Fenner & Smith Incorporated during all periods mentioned herein until his termination on August 6, 2004. Merrill Lynch filed Cooper's Uniform Termination Notice for Securities Industry Registration (Form U-5) on September 10, 2004. Although Cooper is not currently registered, he remains subject to the jurisdiction of NASD, pursuant to Article V, Section 4 of NASD's By-Laws, which provides for a two-year period of retained jurisdiction over formerly registered persons.

FIRST CAUSE OF COMPLAINT

NASD Conduct Rules 2110 and 2330(a), Conversion of Funds, Against Respondent Cooper

2. During the period from on or about June 14, 2004, through on or about June 30, 2004, Adrian Cooper received a total of \$40,000.00 from public customer AM to invest in securities. Specifically, on June 14, 2004, Cooper instructed AM to wire transfer \$20,000.00 to Cooper's personal checking account. Additionally, on June 29, 2004, Cooper instructed AM to provide a cashier's check in the amount of \$20,000.00 to a third party who then wired the funds to Cooper's personal checking account. Rather than make investments on behalf of AM, Cooper converted the funds to his own use and benefit, all without the knowledge or consent of AM.
3. Such acts, practices, and conduct constitute separate and distinct violations of NASD Conduct Rules 2110 and 2330(a) by Respondent Adrian Cooper.

SECOND CAUSE OF COMPLAINT

**NASD Conduct Rule 2110 and Procedural Rule 8210,
Failure to Respond to Requests for Information, Against Respondent Cooper**

4. By letters dated November 29, 2004, January 3, 2005, and January 18, 2005, the NASD District staff requested that Cooper provide certain information to the staff concerning the activities described in the First Cause of Complaint. These requests for information were sent pursuant to, and in accordance with, the provisions of Procedural Rule 8210, all as more fully detailed on Exhibit "A," attached hereto.
5. Respondent Cooper failed to respond to the above requests.

6. Such acts, practices, and conduct constitute separate and distinct violations of NASD Conduct Rule 2110 and Procedural Rule 8210 by Respondent Adrian Cooper.

PRAYER FOR RELIEF

WHEREFORE, Complainant respectfully requests:

- A. Findings of fact and conclusions of law that Respondent committed the violations charged and alleged herein;
- B. An order imposing sanctions upon the Respondent in accordance with NASD Rule 8310;
- C. An order requiring Respondent to disgorge fully any and all ill-gotten gains and/or make full and complete restitution, together with interest;
- D. An order imposing such costs of any proceeding as are deemed fair and appropriate under the circumstances in accordance with NASD Rule 8330; and
- E. An order imposing any other fitting sanction.

Date: December 5, 2005

NASD DEPARTMENT OF ENFORCEMENT



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Complaint
Case No. E052004028001
Adrian Cooper
Page No. 4

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EXAMINATION NO. E05040280
CHRONOLOGY OF THE ASSOCIATION'S
REQUESTS FOR INFORMATION
SENT TO ADRIAN COOPER
GENERAL SECURITIES REPRESENTATIVE
UNDER THE PROVISION OF
NASD RULE 8210

DATE OF ASSOCIATION REQUEST	CRD HOME ADDRESS	METHOD	INFORMATION REQUESTED	DUE DATE OF RESPONSE	RESPONSE RECEIVED YES/NO	COMMENTS
11/29/2004		REGULAR MAIL	RELATIVE TO ALLEGATIONS OF SECURING FUNDS FROM CUSTOMERS FOR INVESTMENTS THAT WERE NOT PURCHASED THROUGH THE FIRM	12/29/2004	NO	THE CORRESPONDENCE WAS NOT RETURNED TO THE DISTRICT OFFICE
1/3/2005		REGULAR MAIL & CERTIFIED MAIL	RELATIVE TO ALLEGATIONS OF SECURING FUNDS FROM CUSTOMERS FOR INVESTMENTS THAT WERE NOT PURCHASED THROUGH THE FIRM	1/18/2005	NO	THE CORRESPONDENCE SENT VIA REGULAR MAIL WAS NOT RETURNED TO THE DISTRICT OFFICE. THE CORRESPONDENCE SENT VIA CERTIFIED MAIL WAS RETURNED TO THE DISTRICT OFFICE - UNCLAIMED
1/18/2005		REGULAR MAIL & CERTIFIED MAIL	RELATIVE TO ALLEGATIONS OF SECURING FUNDS FROM CUSTOMERS FOR INVESTMENTS THAT WERE NOT PURCHASED THROUGH THE FIRM	2/1/2005	NO	THE CORRESPONDENCE SENT VIA REGULAR MAIL WAS NOT RETURNED TO THE DISTRICT OFFICE. THE CORRESPONDENCE SENT VIA CERTIFIED MAIL WAS RETURNED TO THE DISTRICT OFFICE - UNCLAIMED