

**NASD
OFFICE OF HEARING OFFICERS**

Department of Enforcement,

Complainant,

v.



and

Dennis Jordan
CRD No. 1420210

and

Terry L. Feibus
CRD No. 2923404

Respondents.

Disciplinary Proceeding
No. E072003092501

Hearing Officer: SNB

**ORDER ACCEPTING OFFER OF
SETTLEMENT FOR TERRY L. FEIBUS**

INTRODUCTION

Disciplinary Proceeding No. E072003092501 was filed on October 21, 2005, by the Department of Enforcement of NASD ("Complainant"). Respondent Terry L. Feibus submitted an Offer of Settlement ("Offer") to Complainant on **March** 22, 2006. Pursuant to Code of Procedure Rule 9270(e), the Complainant and the National **Adjudicatory** Council ("NAC") Review Subcommittee or the Office of Disciplinary Affairs ("ODA") **have** accepted the uncontested Offer. Accordingly, this Order now is issued pursuant to Code of **Procedure** Rule 9270(e)(3). The findings, conclusions and sanctions set forth in this Order are those stated in the **Offer** as accepted by the Complainant and approved by the NAC.

Under the terms of the **Offer**, Respondent has consented for the purpose of this proceeding and any other proceeding in which **NASD** is a party, without admitting or denying the allegations of the Complaint, to the entry of **findings** of facts and violations consistent with the allegations of the

Complaint, and to the imposition of the sanctions set forth below, and fully understands that this Order will become part of Respondent's permanent disciplinary record and may be considered in any future actions brought by NASD.

BACKGROUND

Respondent Feibus was registered with [REDACTED] as a general securities representative and principal from March 29, 2001 until October 28, 2003. His employment end date with ISIC was October 28, 2003. Feibus first became registered with NASD in December 1997. Feibus is not currently registered with an NASD member and has no prior disciplinary history.

FINDINGS AND CONCLUSIONS

It has been determined that the Offer be accepted and that findings be made as follows:¹

1. As alleged in the First Cause of Complaint, from in or about April, 2002, through in or about December, 2003, Respondent Feibus engaged in the unregistered offer and sale of shares of Royal Ridge, Inc. common stock owned by Respondent Jordan, in violation of Section 5 of the Securities Act, and NASD Conduct Rule 2110.
2. As alleged in the Second Cause of Complaint, Respondent Feibus made material misrepresentations and failed to disclose material facts to at least three investors in connection with the unregistered offer and sale of Respondent Jordan's Royal Ridge shares, including but not limited to: baseless price predictions, exaggerated claims, failure to disclose that the Royal Ridge shares were unregistered, misleading statements concerning the prospects of Royal Ridge going public, failure to disclose that the Royal Ridge shares investors were purchasing were owned by Jordan, failure to disclose the business relationship between Royal Ridge, Jordan, and a company owned by Jordan, and failure to disclose the risks associated with the purchase of Royal Ridge shares, in violation of

¹ The findings herein are pursuant to Respondent Feibus' Offer of Settlement and are not binding on any other person or entity named as a respondent in this or any other proceeding.

Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, and NASD Conduct Rules 2110 and 2120.

3. As alleged in the Fourth Cause of Complaint, Respondent Feibus made material misrepresentations and failed to disclose material facts to customer WP in connection with WP's purchase of Respondent Jordan's Prison Connection, Inc. shares, in violation of Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, and NASD Conduct Rules 2110 and 2120.

Based on these considerations, the sanctions hereby imposed by the acceptance of the Offer are in the public interest, are sufficiently remedial to deter Respondent from any future misconduct, and represent a proper discharge by NASD of its regulatory responsibility under the Securities Exchange Act of 1934.

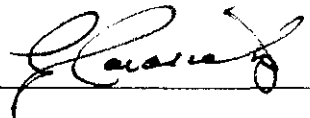
SANCTIONS

It is ordered that Respondent be barred from association with any NASD member in all capacities, which shall become effective upon approval or acceptance of this Order by the NAC.

SO ORDERED.

NASD

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

By: 

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March 30, 2006