

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2012030485301**

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

**RE: First Integrity Capital Partners Corp., Respondent
CRD No. 146049**

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, Respondent submits 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 Respondent alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

- A. Respondent hereby accepts and consents, 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

First Integrity Capital Partners Corp. ("First Integrity") has been a FINRA member since May 2008. The firm employs five registered persons, has three branch offices and is headquartered in West Palm Beach, Florida. The firm is approved to conduct business in corporate debt, municipal debt and bonds, private placements and proprietary trading.

RELEVANT DISCIPLINARY HISTORY

First Integrity does not have any disciplinary history.

FACTS AND VIOLATIVE CONDUCT

FINRA staff reviewed First Integrity's corporate bond transactions during the time period of March 1, 2010 through February 1, 2012 (hereinafter the "relevant time period"). During the relevant time period, First Integrity inaccurately reported to the Trade Reporting and Compliance Engine ("TRACE") 88 out of

140 (63%) transactions reviewed by FINRA staff. The inaccurately reported trades consist of purchases reported as sales, incorrect execution time, and incorrect execution price. As a result of the foregoing, First Integrity violated FINRA Rules 6730, 4511 and 2010 and NASD Rule 3110(a).¹

During the relevant time period, First Integrity also failed to create and maintain accurate books and records for 78 of the 140 (56%) transactions reviewed by FINRA staff. Specifically, the firm failed to create order tickets for 59 of the transactions. For the other transactions, the order tickets failed to indicate time of execution and incorrectly marked purchases as sales. As a result of the foregoing, First Integrity violated Section 17(a) of the Securities Exchange Act of 1934, SEC Rule 17a-3, NASD Rule 3110(a) and FINRA Rules 4511 and 2010.

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

A censure and a fine of \$10,000.

Respondent agrees to pay the monetary sanction upon notice that this AWC has been accepted and that such payment is due and payable. Respondent has submitted an Election of Payment form showing the method by which it proposes to pay the fine imposed.

Respondent specifically and voluntarily waives any right to claim that it is unable to pay, now or at any time hereafter, the monetary sanction imposed in this matter.

The sanctions imposed herein shall be effective on a date set by FINRA staff.

II.

WAIVER OF PROCEDURAL RIGHTS

Respondent specifically and voluntarily waives the following rights granted under FINRA's Code of Procedure:

- A. To have a Complaint issued specifying the allegations against it;
- 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

¹ NASD Rule 3110(a) was superseded by FINRA Rule 4511, effective December 5, 2011.

- 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, Respondent specifically and voluntarily waives any right to claim bias or prejudgment of the General Counsel, 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.

Respondent further specifically and voluntarily waives 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

Respondent understands 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 it; and
- C. If accepted:
 - 1. this AWC will become part of Respondent's permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against Respondent;
 - 2. this AWC will be made available through FINRA's public disclosure program in response to public inquiries about Respondent's disciplinary record;
 - 3. FINRA may make a public announcement concerning this agreement and the subject matter thereof in accordance with FINRA Rule 8313; and
 - 4. Respondent 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. Respondent 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 Respondent's: (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. Respondent may attach a Corrective Action Statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. Respondent understands that it 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.

The undersigned, on behalf of First Integrity, certifies that he is duly authorized to act on First Integrity's behalf has read and understands all of the provisions of this AWC and has been given a full opportunity to ask questions about it; that First Integrity has 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 First Integrity to submit it.

First Integrity Capital Partners Corp.

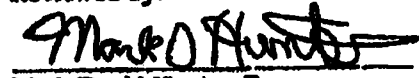
By:


Andrew J. Bloemers, President and C.E.O.

Date

7/15/13

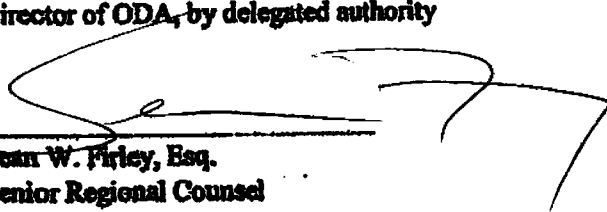
Reviewed by:


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Accepted by FINRA:

8/9/13
Date

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



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