

ADMINISTRATIVE PROCEEDING  
BEFORE THE  
MARYLAND SECURITIES COMMISSIONER

IN THE MATTER OF:

\*

Marcus A. Beasley  
(CRD # 3157595)

\*

Docket # 2019-0251

\*

and

\*

Beasley Financial Group LLC

\*

Respondents

\* \* \* \* \*

**ORDER TO SHOW CAUSE**

WHEREAS, the Securities Division of the Office of the Maryland Attorney General (the “Division”), pursuant to the authority granted in section 11-701 of the Maryland Securities Act, Title 11, Corporations and Associations Article, Annotated Code of Maryland (2014 Repl. Vol. and Supp. 2020) (the "Securities Act"), undertook an investigation into the securities activities of Marcus A. Beasley (“Beasley” or “Respondent Beasley”) and Beasley Financial Group LLC (“BFG” or “Respondent BFG”) (collectively, “Respondents”); and

WHEREAS, on the basis of that investigation the Maryland Securities Commissioner (the “Commissioner”) has determined that Respondents may have engaged in acts or practices constituting violations of the registration and antifraud provisions of the Securities Act; and

WHEREAS, the Commissioner has determined that it is in the public interest to issue this Order To Show Cause.

NOW, THEREFORE, pursuant to sections 11-301, 11-302, 11-306, 11-401, 11-402, 11-411(d), 11-501, 11-412(a)(2), (a)(6), and (a)(7), and 11-801 of the Securities Act, it is hereby:

ORDERED, that Respondent Beasley show cause why his agent and investment adviser representative registrations with the State of Maryland should not be revoked, and that Respondents Beasley and BFG show cause why they should not be permanently barred from the investment advisory and securities business in Maryland, and why a statutory penalty of up to \$5,000 per violation should not be entered against them.

## **I. JURISDICTION**

1. The Commissioner has jurisdiction in this proceeding pursuant to section 11-801 of the Securities Act.

## **II. RESPONDENTS**

2. At all relevant times, Marcus A. Beasley has maintained a place of residence and a place of business in Baltimore County, MD. From September 2019 to October 30, 2019, Beasley was registered with the Division as a broker-dealer agent and investment adviser representative, and with the Financial Industry Regulatory Authority (“FINRA”) as an investment company and variable contracts products representative, through an affiliation with Supreme Alliance LLC. From January 30, 2018 to July 12, 2019, Beasley was registered with the Division as a broker-dealer agent, and with FINRA as an investment company and variable contracts products representative, through an affiliation with W&S Brokerage Services, Inc. Beasley was terminated by W&S Brokerage Services, Inc. for, among other things, engaging in and failing to disclose an outside business activity that was not approved by W&S Brokerage Services, Inc. and soliciting capital in connection with the outside business activity. Prior to his employment with W&S Brokerage Services, Inc., Beasley had been registered with the Division as an agent and/or investment adviser representative, and with FINRA as an investment company and variable contracts products representative, since January 1999.

3. Beasley Financial Group LLC (“BFG”) is a forfeited Maryland limited liability company that maintained a place of business in Baltimore, Maryland. According to its Articles of Organization, BFG was organized for the purpose of marketing financial services products. BFG was owned by Beasley.

### **III. STATEMENT OF FACTS**

4. In or about 2009, Beasley created the website, [www.beasleyfinancialgroup.com](http://www.beasleyfinancialgroup.com), to market the services and products offered by BFG. According to the website, BFG was founded in 2005 and was a “brokerage, financial advisory and consulting firm” offering financial products and services including managed accounts and financial planning. BFG’s website was available to the general public.

5. At the time, Beasley was affiliated with NYLIFE Securities LLC (“NYS”) and Eagle Strategies LLC (“ES”) and registered with the Division as an agent and investment adviser representative through those affiliations.

6. Beasley’s Form U4 did not disclose BFG as an outside business activity, and BFG’s website did not contain language disclosing that brokerage or advisory services were being offered through the firms Beasley was registered as an agent or investment adviser representative.

7. Beasley continued marketing his financial services through [www.beasleyfinancialgroup.com](http://www.beasleyfinancialgroup.com) during an almost two year hiatus from the securities and advisory industry after leaving NYS and ES and when he joined Allstate Financial Services LLC and Allstate Financial Advisors LLC (collectively, “Allstate firms”) in or about 2014.

8. While affiliated with the Allstate firms, Beasley was registered with the Division as an agent and as an investment adviser representative.

9. During his affiliation with the Allstate firms, Beasley again failed to amend his Form U4 to disclose Beasley Financial Group LLC as an outside business activity and failed to amend his website to include language disclosing that brokerage or advisory services were being offered through the Allstate firms with which he was registered as an agent or investment adviser representative.

10. In or about January 2018, Beasley joined W&S Brokerage Services, Inc. and became registered with the Division as an agent through W&S Brokerage Services, Inc. At the time of joining W&S Brokerage Services, Inc., Beasley continued to maintain the [www.beasleyfinancialgroup.com](http://www.beasleyfinancialgroup.com) website as it existed in 2009.

11. However, in or about October 2018, Beasley revamped BFG's website to disclose subscription services and business or investment opportunities being offered by or through Beasley and BFG.

12. According to BFG's revamped website, BFG was introducing the Beasley Financial Group Marketplace Mall ("BFG mall" or "BFG's mall") with the goal of being a "catalyst of the great wealth transfer in the United States and the rest of the world." Described as a "software as a service" platform, the BFG mall allowed potential subscribers to "pay an annual fee of less than \$20 and a monthly subscription fee of less than \$15 to operate and own your own business." According to the website, under BFG's mall, businesses would be able to provide a plethora of services including, but not limited to, auto, home and renters' insurance, cash savings and digital currency rewards application services, digital business cards, financial literacy services, internet banking services, real estate investment services, digital currency investment services, and silver and gold accumulation services.

13. According to a section of BFG's website entitled "Fiat and Crypto Currency Investing", BFG had "developed an automated app that grows your money over the long term by letting it float into rising currencies." Users were instructed to create and fund accounts using Upload.com, an online wallet that allows the storing of money in different currencies. The user then would allow BFG's platform to access their account.

14. Another section of BFG's website promoted a "Reverse 2-UP Compensation Plan" which was structured like a pyramid scheme. Every member was required to pass up to their sponsor the second and fourth person they referred. The member was allowed to keep the first and third persons and any person beyond the fourth.

15. BFG's website stated, that under its system, businesses could "make as much money as you want as there is no shortage of wealth."

16. Beasley and BFG also used social media to solicit up to \$250,000 from investors to fund BFG's marketplace mall.

17. In a LinkedIn Group Post dated April 27, 2019, Beasley posted a message that stated the following:

My company Beasley Financial Group has launched a digital banking, financial services, e-commerce subscription marketplace mall that rewards user and marketer. We launched in mid March and we currently have partners in Maryland, DC, Virginia, South Carolina, Georgia, Texas, Nevada and Arizona (25 total partners). Our compensation is based on the 2up social marketing model. We are seeking funds of \$250,000 and we are willing to give up 20% equity. Visit [Beasleyfinancialgroup.com](http://Beasleyfinancialgroup.com). My digital business card is [mybizcard.net/marcusb](http://mybizcard.net/marcusb) and our landing page is [https://lnkd.in/eA9 Fvb](https://lnkd.in/eA9Fvb).

18. Despite BFG's and Beasley's representations that they had 25 partners, they in fact had none.

19. The Division has no record of a registration filing, a claim of exemption from registration, or a notice filing, on behalf of the BFG offering. Beasley and BFG failed to disclose this fact to potential investors.

20. Beasley and BFG also failed to disclose to investors the risks associated with the securities offering.

21. Beasley did not amend his Form U4 to disclose the outside business activities he was marketing through BFG's website or the investment opportunity he was marketing through his LinkedIn page.

22. Beasley also failed to disclose his outside business activities to W&S Brokerage Services, Inc. In fact, in a W&S Brokerage Services' Compliance Questionnaire signed by Beasley on November 29, 2018, Beasley represented that he did not have any outside business activities.

23. Beasley's efforts to raise up to \$250,000 in equity was not submitted to, or approved by, W&S Brokerage Services, Inc.

24. On or about July 12, 2019, Beasley was terminated by W&S Brokerage Services for "(i) failing to disclose and receive approval prior to engaging in an outside business activity; (ii) solicitation of capital related to undisclosed outside business activity; (iii) lacking candor during investigation into this activity; and (iv) violating firm policies regarding outside business activities and private securities transactions."

25. In or about June 2020, FINRA initiated an investigation into Beasley's outside business activities conducted through BFG.

26. On or about October 12, 2020, FINRA resolved their investigation into Beasley by entering into a Letter of Acceptance, Waiver and Consent with Beasley wherein, without admitting or denying any findings, Beasley consented to a seven month suspension from association with

any FINRA member in all capacities and a fine of \$12,500, for, among other things, engaging in unapproved outside business activities in violation of NASD and FINRA rules, making a false statement to potential investors and subscribers in BFG in violation of FINRA Rule 2010, and violating FINRA's content standards for communications with the public under FINRA Rules 2210 and 2010.

**COUNT I**  
**(Offer or Sell of Unregistered Securities - section 11-501)**

WHEREAS, section 11-501 of the Securities Act makes it unlawful for any person to offer or sell a security in this State unless the security is registered, is exempt from registration under the Act, or is a federal covered security; and

WHEREAS, section 11-101(s) of the Securities Act defines "security" to include, among other things, any stock, investment contract, certificate of interest in or participation in profit-sharing agreement, or any interest or instrument commonly known as a security; and

WHEREAS, Beasley and BFG solicited potential investors to invest up to \$250,000 with a promise of a 20% equity interest in BFG; and

WHEREAS, the equity interest in BFG offered to potential investors is a "security" within the meaning of section 11-101(s) of the Securities Act; and

WHEREAS, there is no record of a registration filing, a claim of exemption from registration, or a notice filing, on behalf of the BFG equity offering with the State of Maryland; and

WHEREAS, Respondents Beasley and BFG offered unregistered securities to investors in violation of section 11-501 of the Securities Act;

THEREFORE, IT IS **ORDERED** that Respondent Beasley show cause why his agent and investment adviser representative registrations with the State of Maryland should not be revoked;

and that Respondents Beasley and BFG show cause why they should not be permanently barred from the investment advisory and securities business in Maryland, and why a statutory penalty of up to \$5,000 per violation should not be entered against them.

**COUNT II**  
**(Fraud in connection with the Offer, Sale or Purchase of**  
**Securities – sections 11-301(2) and (3))**

WHEREAS, sections 11-301(2) and (3) of the Securities Act make it unlawful for any person, in connection with the offer, sale, or purchase of any security, directly or indirectly to make any untrue statement of a material fact or omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading, or to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit on any person; and

WHEREAS, Beasley and BFG solicited investors to purchase equity interests in BFG; and

WHEREAS, in connection with soliciting potential investors in BFG, Beasley and BFG falsely represented that they already had 25 partners when in fact they had none; and

WHEREAS, Beasley and BFG failed to disclose to potential investors in BFG that the equity offering was not registered with the Division, exempted from the registration requirements, or notice filed with the Division; and

WHEREAS, Beasley and BFG failed to disclose the risks associated with investing in BFG's equity offering; and

WHEREAS, Respondents Beasley and BFG violated sections 11-301(2) and (3) of the Securities Act;

THEREFORE, IT IS **ORDERED** that Respondent Beasley show cause why his agent and investment adviser representative registrations with the State of Maryland should not be revoked;



and that Respondents Beasley and BFG show cause why they should not be permanently barred from the investment advisory and securities business in Maryland, and why a statutory penalty of up to \$5,000 per violation should not be entered against them.

**COUNT III**  
**(Fraud in Connection with the Offer and Sale of Investment Advice and Dishonest and Unethical Practices - sections 11-302(a)(2) and (a)(3) and (c))**

WHEREAS, sections 11-302(a)(2) and (a)(3) of the Securities Act make it unlawful for any person who receives, directly or indirectly, any consideration from another person for advising the other person as to the value of securities or their purchase or sale, or for acting as an investment adviser or representative under § 11-101(i) and (j) of this title, whether through the issuance of analyses, reports, or otherwise, to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit on the other person; or to engage in dishonest or unethical practices; and

WHEREAS, section 11-302(c) of the Securities Act makes it unlawful, in the solicitation of or in dealings with advisory clients, for any person willfully to make any untrue statement of a material fact, or omit to state a material fact necessary in order to make the statements made, in light of the circumstances under which they are made, not misleading; and

WHEREAS, section 11-101(i) of the Securities Act defines “investment adviser” to mean any person who, for compensation, engages in the business of advising others as to the value of securities or the advisability of investing in, purchasing or selling securities; or provides or offers to provide, directly or indirectly, financial and investment counseling or advice, on a group or individual basis provides or offers to provide financial or investment counseling or advice, or holds out as an investment adviser in any way, including indicating by advertisement, card, or letterhead, or in any other manner indicates that the person is, a financial or investment "planner", "counselor",

"consultant", or any other similar type of adviser or consultant; and

WHEREAS, Beasley held BFG out as a “brokerage, financial advisory and consulting firm” offering “managed accounts and financial planning” on BFG’s website and, thus, held out as an investment adviser; and

WHEREAS, BFG was never registered as an investment adviser and Beasley was never registered as an investment adviser representative for BFG; and

WHEREAS, Beasley and BFG failed to disclose to potential clients that BFG was not registered as an investment adviser and Beasley was not registered as an investment adviser representative for BFG; and

WHEREAS, Respondents Beasley and BFG violated sections 11-302(a)(2) and (a)(3) and (c) of the Securities Act;

THEREFORE, IT IS **ORDERED** that Respondent Beasley show cause why his agent and investment adviser representative registrations with the State of Maryland should not be revoked; and that Respondents Beasley and BFG show cause why they should not be permanently barred from the investment advisory and securities business in Maryland, and why a statutory penalty of up to \$5,000 per violation should not be entered against them.

#### **COUNT IV**

#### **(Unregistered Activities as a Broker-Dealer and Agent and Investment Adviser and Investment Adviser Representative – section 11-401)**

WHEREAS, section 11-401(a) of the Securities Act makes it unlawful for any person to transact business in this State as a broker-dealer or agent unless that person is registered as such pursuant to the Securities Act; and

WHEREAS, the Securities Act defines "broker-dealer" to mean a person engaged in the business of effecting transactions in securities for the account of others or for his own account; and

WHEREAS, the Securities Act defines "agent" to mean an individual other than a broker-dealer who represents a broker-dealer or issuer in effecting or attempting to effect the purchase or sale of securities; and

WHEREAS, Beasley marketed BFG as a "brokerage, financial advisory and consulting firm" offering financial products and services on BFG's website, [www.beasleyfinancialgroup.com](http://www.beasleyfinancialgroup.com), that was available to the general public; and

WHEREAS, the "Fiat and Crypto Currency Investing" section of BFG's website disclosed that BFG had developed an app that allowed investors to grow their money over the long term by letting it float into rising currencies, directed investors to create and fund accounts, and advised investors that they could use BFG's platform to access their accounts; and

WHEREAS, as discussed above, the equity interest in BFG offered by Beasley and BFG is a "security" within the meaning of section 11-101(s) of the Securities Act; and

WHEREAS, Beasley and BFG solicited investors to purchase equity interests in BFG; and

WHEREAS, Beasley is not now, nor has he ever been, registered in this State as a broker-dealer, and has never been registered as an agent of BFG; and

WHEREAS, BFG is not now, nor has it ever been, registered in this State as a broker-dealer or agent; and

WHEREAS, Respondents Beasley and BFG transacted business as an unregistered broker-dealer or agent, in violation of section 11-401(a) of the Securities Act; and

WHEREAS, section 11-401(b) of the Securities Act makes it unlawful for any person to

transact business in this State as an investment adviser or as an investment adviser representative unless that person is registered as such pursuant to the Securities Act; and

WHEREAS, section 11-101(i) of the Securities Act defines “investment adviser” to mean any person who, for compensation, engages in the business of advising others as to the value of securities or the advisability of investing in, purchasing or selling securities; or provides or offers to provide, directly or indirectly, financial and investment counseling or advice, on a group or individual basis provides or offers to provide financial or investment counseling or advice, or holds out as an investment adviser in any way, including indicating by advertisement, card, or letterhead, or in any other manner indicates that the person is, a financial or investment "planner", "counselor", "consultant", or any other similar type of adviser or consultant; and

WHEREAS, section 11-101(j) of the Securities Act defines “investment adviser representative” to mean any individual who is employed by or associated with an investment adviser, makes recommendations or otherwise renders investment advice to clients, manages accounts or portfolios of clients, represents an investment adviser in rendering advisory services, or holds out as an investment adviser; and

WHEREAS, Beasley marketed BFG as a “brokerage, financial advisory and consulting firm” offering financial products and services, including managed accounts and financial planning, on BFG’s website that was available to the general public; and

WHEREAS, Beasley and BFG acted as an investment adviser or investment adviser representative by holding out to the public as financial advisers and financial counselors and as offering managed accounts and financial planning services; and

WHEREAS, Beasley is not now, nor has he ever been, registered as an investment adviser, and has never been registered as an investment adviser representative of BFG; and

WHEREAS, BFG is not now, nor has it ever been, registered as an investment adviser or investment adviser representative; and

WHEREAS, Respondents Beasley and BFG acted as an unregistered investment adviser or investment adviser representative, in violation of section 11-401(b) of the Securities Act;

THEREFORE, IT IS **ORDERED** that Respondent Beasley show cause why his agent and investment adviser representative registrations with the State of Maryland should not be revoked; and that Respondents Beasley and BFG show cause why they should not be permanently barred from the investment advisory and securities business in Maryland, and why a statutory penalty of up to \$5,000 per violation should not be entered against them.

**COUNT V**  
**(Employment of Unregistered Agent or**  
**Investment Adviser Representative – section 11-402)**

WHEREAS, the equity interest in BFG offered by Beasley and BFG is a "security" within the meaning of section 11-101(s) of the Securities Act; and

WHEREAS, under section 11-101(c) of the Securities Act, a "broker-dealer" is defined as a person engaged in the business of effecting transactions in securities for the account of others or for his own account; and

WHEREAS, as discussed above, BFG acted as an unregistered broker-dealer by, among other things, marketing BFG as a brokerage firm offering financial products, offering an app to facilitate investment in fiat and crypto currency, and offering equity interests in BFG to investors; and

WHEREAS, under section 11-101(b) of the Securities Act, an "agent" is defined as an individual other than a broker-dealer, including a partner, officer or director of an issuer, who

represents a broker-dealer or issuer in effecting or attempting to effect the purchase and sale of securities; and

WHEREAS, Beasley represented BFG in attempting to effect the purchase and sale of equity interests in BFG; and

WHEREAS, under section 11-402(a) of the Securities Act it is unlawful for any broker-dealer or issuer to employ or associate with an agent unless the agent is registered pursuant to the Securities Act; and

WHEREAS, Beasley is not now, nor has he ever been, registered in this State as an agent for BFG; and

WHEREAS, BFG employed Beasley as an unregistered agent in this State, in violation of section 11-402(a) of the Securities Act; and

WHEREAS, section 11-101(i) of the Securities Act defines “investment adviser” to mean any person who, for compensation, engages in the business of advising others as to the value of securities or the advisability of investing in, purchasing or selling securities; or provides or offers to provide, directly or indirectly, financial and investment counseling or advice, on a group or individual basis provides or offers to provide financial or investment counseling or advice, or holds out as an investment adviser in any way, including indicating by advertisement, card, or letterhead, or in any other manner indicates that the person is, a financial or investment "planner", "counselor", "consultant", or any other similar type of adviser or consultant; and

WHEREAS, as discussed above, BFG acted as an investment adviser in this State; and

WHEREAS, section 11-101(j) of the Securities Act defines “investment adviser representative” to mean any individual who is employed by or associated with an investment adviser, makes recommendations or otherwise renders investment advice to clients, manages

accounts or portfolios of clients, represents an investment adviser in rendering advisory services, or holds out as an investment adviser; and

WHEREAS, Beasley held out as an investment adviser representative while associated with BFG; and

WHEREAS, section 11-402(b) of the Securities Act makes it is unlawful for any investment adviser to employ or associate with an investment adviser representative unless the representative is registered pursuant to the Securities Act; and

WHEREAS, Beasley is not now, nor has he ever been, registered in this State as an investment adviser representative for BFG; and

WHEREAS, BFG employed Beasley as an unregistered investment adviser representative, in violation of section 11-402(b) of the Securities Act;

THEREFORE, IT IS **ORDERED** that Respondent BFG show cause why it should not be permanently barred from the investment advisory and securities business in Maryland, and why a statutory penalty of up to \$5,000 per violation should not be entered against it.

**COUNT VI**  
**(Dishonest and Unethical Practices as a**  
**Broker-Dealer and Agent – section 11-306)**

WHEREAS, section 11-306 of the Securities Act provides that a person who engages in the business of effecting transactions in securities for the account of others or for the person's own account or who acts as a broker-dealer or agent may not engage in dishonest or unethical practices in the securities or investment advisory business; and

WHEREAS, as discussed above, Beasley and BFG acted as an unregistered broker-dealer or agent by, among other things, marketing BFG as a brokerage firm offering financial products,

offering an app to facilitate investment in fiat and crypto currency, and offering equity interests in BFG to investors; and

WHEREAS, Beasley engaged in dishonest and unethical practices in the securities or investment advisory business by, among other things, failing to obtain the approval of his broker-dealer to sell an investment product not approved by the broker-dealer, engaging in unapproved outside business activities and private securities transactions not approved by his broker-dealers and failing to amend his Form U4 to disclose the activities, offering unregistered securities to investors, and making false representations or failing to disclose material facts to investors solicited by him; and

WHEREAS, BFG engaged in dishonest and unethical practices in the securities or investment advisory business by, among other things, offering unregistered securities to investors, and making false representations or failing to disclose material facts to investors; and

WHEREAS, Respondents Beasley and BFG violated section 11-306 of the Securities Act;

THEREFORE, IT IS **ORDERED** that Respondent Beasley show cause why his agent and investment adviser representative registrations with the State of Maryland should not be revoked; and that Respondents Beasley and BFG show cause why they should not be permanently barred from the investment advisory and securities business in Maryland, and why a statutory penalty of up to \$5,000 per violation should not be entered against them.

**COUNT VII**  
**(Failure to Amend Form U4 to Disclose Outside Business Activity -**  
**section 11-411(d))**

WHEREAS, section 11-411(d) of the Securities Act provides that a registrant must promptly file a correcting amendment if the information contained in any document filed with the Commissioner is or becomes inaccurate or incomplete in any material respect; and



WHEREAS, Regulation 02.02.02.07 of the Code of Maryland Regulations provides that an amendment to a broker-dealer or agent filing required by the Securities Act shall be filed within 30 days of the event giving rise to the need to amend the filing; and

WHEREAS, Item 13 of Form U4 requires a registrant to amend his or her Form U4 to disclose whether he or she is engaged in any other business activity; and

WHEREAS, Respondent Beasley repeatedly failed to amend his Form U4 to disclose his outside business activities conducted through BFG and his involvement in soliciting investors to invest in BFG, in violation of section 11-411(d) of the Securities Act;

THEREFORE, IT IS **ORDERED** that Respondent Beasley show cause why his agent and investment adviser representative registrations with the State of Maryland should not be revoked; and that Respondent Beasley show cause why he should not be permanently barred from the investment advisory and securities business in Maryland, and why a statutory penalty of up to \$5,000 per violation should not be entered against him.

**COUNT VIII**  
**(Revocation of Registration - sections 11-412(a)(2), (6) and (7))**

WHEREAS, section 11-415(c) of the Securities Act provides that although withdrawal from registration as a broker-dealer, agent, investment adviser, or investment adviser representative becomes effective 90 days after receipt of an application to withdraw, the Commissioner may institute a proceeding to revoke or suspend under section 11-412(a)(2) within two years after withdrawal became effective and enter a revocation as of the last date on which the registration was effective; and

WHEREAS, Respondent Beasley was last registered as an agent and as an investment adviser representative with the Division on October 30, 2019; and

WHEREAS, section 11-412(a)(2) of the Securities Act provides that the Commissioner by order may deny, suspend, or revoke any registration if the Commissioner finds that the order is in the public interest and that the applicant or registrant or, in the case of a broker-dealer or investment adviser, any partner, officer, or director, any person occupying a similar status or performing similar functions, or any person directly or indirectly controlling the broker-dealer or investment adviser, has willfully violated or willfully failed to comply with any provisions of this title, a predecessor act, or any rule or order under this title or a predecessor act; and

WHEREAS, Respondent Beasley willfully violated sections 11-301, 11-302, 11-306, 11-401, 11-411(d), and 11-501 of the Securities Act, as detailed in this Order, and grounds exist under section 11-412(a)(2) of the Securities Act to revoke Respondent Beasley's agent and investment adviser representative registrations; and

WHEREAS, section 11-412(a)(6) of the Securities Act authorizes the Commissioner to deny, suspend, or revoke any registration if she finds that the Order is in the public interest and that the applicant or registrant is the subject of an order entered within the past five years by the securities administrator or any other financial services regulator of any state or by the Securities and Exchange Commission denying, suspending, or revoking registration as a broker-dealer, investment adviser, investment adviser representative, or agent or the substantial equivalent of those terms as defined in this title, or any other financial services license or registration, or is the subject of an order by the Commodity Futures Trading Commission denying, suspending, or revoking registration under the Commodity Exchange Act, or is suspended, expelled, or barred from a national securities exchange or national securities association registered under the Securities Exchange Act of 1934 either by action of a national securities exchange or national securities association, the effect of which action has not been stayed by appeal or otherwise, or by

order of the Securities and Exchange Commission, or is the subject of a United States post office fraud order; and

WHEREAS, on October 12, 2020, Respondent Beasley was suspended by FINRA from association with any FINRA member in all capacities for a period of seven months, and grounds exist under section 11-412(a)(6) of the Securities Act to revoke Respondent Beasley's agent and investment adviser representative registrations; and

WHEREAS, section 11-412(a)(7) of the Securities Act provides that the Commissioner by order may deny, suspend, or revoke any registration if the Commissioner finds that the order is in the public interest and that the applicant or registrant or, in the case of a broker-dealer or investment adviser, any partner, officer, or director, any person occupying a similar status or performing similar functions, or any person directly or indirectly controlling the broker-dealer or investment adviser, has engaged in dishonest or unethical practices in the securities or investment advisory business; and

WHEREAS, Respondent Beasley engaged in dishonest and unethical business practices by, among other things, failing to obtain the approval of his broker-dealer to sell an investment product not approved by the broker-dealer, engaging in unapproved outside business activities and private securities transactions not approved by his broker-dealers and failing to amend his Form U4 to disclose the activities, offering unregistered securities to investors, and making false representations or failing to disclose material facts to investors solicited by him, and grounds exist under section 11-412(a)(7) of the Securities Act to revoke Respondent Beasley's agent and investment adviser representative registrations;

THEREFORE, IT IS **ORDERED** that Respondent Beasley show cause why his agent and investment adviser representative registrations with the State of Maryland should not be revoked.

**REQUIREMENT OF ANSWER AND  
NOTICE OF OPPORTUNITY FOR HEARING**

IT IS FURTHER **ORDERED**, pursuant to section 11-701.1 of the Securities Act and the Code of Maryland Regulations, COMAR 02.02.06.06, that each Respondent shall file with the Commissioner a written Answer to this Order within fifteen days of service of the Order. The Answer shall admit or deny each factual allegation in the Order and shall set forth affirmative defenses, if any. A Respondent without knowledge or information sufficient to form a belief as to the truth of an allegation shall so state.

The Answer also shall indicate whether the Respondent requests a hearing. A hearing will be scheduled in this matter if one is requested in writing. Failure by any Respondent to file a written request for a hearing in this matter shall be deemed a waiver by that Respondent of the right to such a hearing.

Failure of a Respondent to file an Answer or a request for a hearing shall result in entry of a final order directing that Respondent permanently to cease and desist from violation of the Securities Act, and imposing the sanctions sought in this Order.

SO ORDERED:

**Commissioner's Signature on File  
w/Original Documents**

May 11, 2021

\_\_\_\_\_  
MELANIE SENTER LUBIN  
SECURITIES COMMISSIONER