

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 57908 / June 3, 2008**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-13054**

**In the Matter of**

**GERALD KINGSTON,**

**Respondent.**

**ORDER INSTITUTING ADMINISTRATIVE  
PROCEEDING PURSUANT TO SECTION  
15(b) OF THE SECURITIES EXCHANGE  
ACT OF 1934, MAKING FINDINGS, AND  
IMPOSING REMEDIAL SANCTIONS**

**I.**

The Securities and Exchange Commission ("Commission") deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 ("Exchange Act") against Gerald Kingston ("Respondent").

**II.**

In anticipation of the institution of these proceedings, Respondent has submitted an Offer of Settlement (the "Offer") which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission's jurisdiction over him and the subject matter of these proceedings, and the findings contained in Section III.2 below, which are admitted, the Respondent consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions ("Order"), as set forth below.

**III.**

On the basis of this Order and Respondent's Offer, the Commission finds that:

1. From January 18, 2002 to April 27, 2005 and from to May 11, 2006 to July 3, 2007, Respondent was a registered representative associated with Jefferson Pilot Securities Corporation (“Jefferson”), a broker-dealer registered with the Commission. From April 10, 1994 to February 25, 1996, Respondent was a registered representative associated with Midwest Discount Brokers, Inc. From August 2, 1994 to December 30, 1994, Respondent was a registered representative associated with American Express Financial Advisors, Inc. From April 29, 1996 to November 14, 1997, Respondent was a registered representative associated with Pacific Century Investment Services, Inc. From November 17, 1997 to May 14, 1998, Respondent was a registered representative associated with Tradestar Investments, Inc. From May 18, 1998 to April 1, 2001, Respondent was a registered representative associated with Bank United Securities Corp. From April 1, 2001 to January 11, 2002, Respondent was a registered representative associated with WM Financial Services, Inc. From April 14, 2005 to May 11, 2006, Respondent was a registered representative associated with Frost Brokerage Services, Inc.

2. On November 13, 2007, Respondent pled guilty and was convicted of one count of Conspiracy to Commit Securities Fraud [18 U.S.C. § 371 (15 U.S.C. §§ 78j(b) and 78ff and 17 C.F.R. § 240.10b-5)] in an action filed in the United States District Court for the Northern District of Texas (*See United States v. Gerald Kingston*, Case # 3:07-cr-00344, NDTX).

3. According to the plea agreement and information upon which Respondent’s conviction was based, Respondent and other co-conspirators, from approximately August 2006 until approximately July 10, 2007, opened brokerage accounts in the names of nominees and obtained large blocks of shares of InterFinancial Holdings Corporation (“IFCH”), a company with minimal assets or capitalization that was quoted on the Over-the-Counter securities market by the Pink Sheet, L.L.C. Respondent and his co-conspirators then executed numerous matched trades of significant volume for the purpose of profiting from the manipulation of the price of IFCH shares.

4. Respondent’s conviction is an offense specified in Section 15(b)(6)(A)(ii) of the Exchange Act.

#### IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in the Respondent’s Offer.

Accordingly, IT IS HEREBY ORDERED:

Pursuant to Section 15(b)(6) of the Exchange Act, that the Respondent be, and hereby is, barred from association with any broker or dealer.

Any reapplication for association by the Respondent will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, the satisfaction of any or all of the following: (a) any disgorgement ordered against the Respondent, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (d) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

By the Commission.

Florence E. Harmon  
Acting Secretary