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OFFICIAL USE
11-00037

**Notice of Government Securities Broker or Government Securities Dealer Activities
To Be Filed by a Financial Institution Under Section 15C(a)(1)(B)
of the Securities Exchange Act of 1934**

1. Check appropriate regulatory agency (ARA):

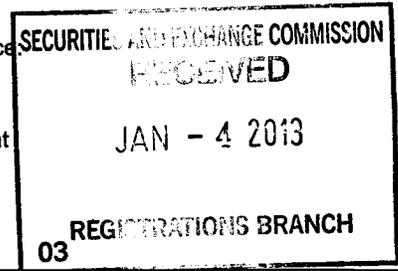
- A. Comptroller of the Currency
- B. Board of Governors of the Federal Reserve System
- C. Federal Deposit Insurance Corporation
- D. Office of Thrift Supervision
- E. Securities and Exchange Commission

2. Conducts business as:

- A. Government Securities Broker
- B. Government Securities Dealer
- C. Government Securities Broker and Dealer

3. Filing status of notice:

- A. Notice
- B. Amendment



4. A. Full name of the financial institution:

FTN Financial Capital Markets

B. Address of principal office of financial institution:

845 Crossover Lane, Suite 150 Memphis, TN 38117

C. Address of principal office where government securities broker or government securities dealer activities will be conducted (if different from item (B)):

Same

D. Mailing address if different from (B) or (C):

N/A

E. Name, title and telephone number of contact person with respect to this notice:

Joel Ross

Senior VP

901-435-8712

Name

Title

Telephone

5. Does financial institution conduct, or will it conduct, government securities broker or government securities dealer activities at any location other than given in Question 4 above? A. Yes B. No

(If yes, provide addresses and describe activities.)

See Attached List

OW
1/9/13

6. Furnish the name and title of each person who is directly engaged in the management, direction or supervision of any of the financial institution's government securities broker or government securities dealer activities:

Full Name

See Attached List

Last	First	Middle	Title

Note: Attach a separate Form G-FIN-4 (or, if previously filed, a copy of Form MSD-4 or Form U-4) for each person named in Item 6.

7. Has any "associated person" (see definition in paragraph A.7. of the instructions) responded "yes" to any question in Item 17 of Form G-FIN-4, or "yes" to one or more questions in Items 23 through 26 of Form MSD-4 or Item 22 on Form U-4?

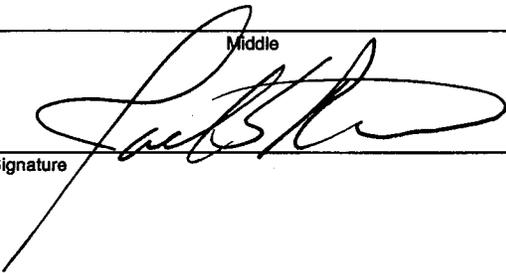
A. Yes

B. No

Note: The financial institution and the person executing this form are responsible for making an inquiry of all other employers of any associated person during the immediately preceding three years for the purpose of verifying the accuracy of the information furnished on Form G-FIN-4. (See 17 C.F.R. 400.4(c).) Similar requirements are applicable to Form MSD-4 and Form U-4.

8. The financial institution submitting this notice and the person executing it represent that all of the information contained herein is true, current and complete.

Please print name and title of person executing this notice:

Joel	S	Ross	Senior VP
First	Middle	Last	Title
			1-3-13
Manual Signature			Date

FTN FINANCIAL CAPITAL MARKETS G-FIN AMENDMENT

January 2013

#5 Additional Locations

All offices below conduct government securities broker/dealer activities. They also transact business in municipals, CD's, mortgages, and money market instruments.

**99 Summer Street, Suite 1730
Boston, MA 02110**

**6201 Fairview Road, Suite 200
Charlotte, NC 28210**

**500 West Madison Street, Suite 2940
Chicago, IL 60661**

**Sterling Plaza
5949 Sherry Lane, Suite 810
Dallas, TX 75225**

**Lighton Tower
7500 College Blvd, Suite 1170
Overland Park, KS 66210**

**Manhattan Towers
1230 Rosecrans Avenue, Suite 690
Manhattan Beach, CA 90266**

**One St. Louis Centre, Suite 3000
Mobile, AL 36602**

**444 Madison Avenue
9th Floor
New York, NY 10022**

**17015 N Scottsdale Road, Suite 220
Scottsdale, AZ 85255**

**1601 Market Street
Suite 3300
Philadelphia, PA 19103**

**3344 Peachtree Road
Suite 1965
Atlanta, GA 30326**

**1400 Old Country Road
Parkway Plaza, Suite 407
Westbury, NY 11590**

**100 Drakes Landing Road
Suite 305 (Bldg 100A)
Greenbrae, CA 94904**

**1111 Lincoln Road
4th Floor
Miami Beach, FL 33139**

***106 E. 6th Street
Suit 900
Austin, TX 78701***

New Branch Office

***9901 IH 10 West
Suite 800
San Antonio, TX 78230***

New Branch Office

#6 Management, Direction, or Supervision

<u>Name</u>	<u>Title</u>
Mike Kisber	President
Tim Romanow	Trading Manager/Wholesale Markets
Joel Ross	Risk Control Manager
Steve Twersky	Portfolio Strategies Manager
Jim Vogel	Interest Rates Strategist
Don Ritcheson	Controller
Bill Buck	Operations Manager
Jerry Hubbard	Manager, Capital Assets
Mike Waddell	Chief Operating & Financial Officer
<i>Michael Allen</i>	<i>Public Finance Manager</i>
Rodney Turner	National Sales Manager
Addison Hanan	Sales Manager
Steve Walsh	Sales Manager
Kathy Lafreniere	Sales Manager
Robert Hatcher	Branch Manager Mobile, AL
Stephen Mullin	Branch Manager Philadelphia, PA