

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 74798 / April 23, 2015

INVESTMENT ADVISERS ACT OF 1940
Release No. 4069 / April 23, 2015

ADMINISTRATIVE PROCEEDING
File No. 3-16508

In the Matter of

TRACY MORGAN SPAETH,

Respondent.

**ORDER INSTITUTING ADMINISTRATIVE
PROCEEDINGS PURSUANT TO SECTION
15(b)(6) OF THE SECURITIES EXCHANGE
ACT OF 1934 AND SECTION 203(f) OF THE
INVESTMENT ADVISERS ACT OF 1940,
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)(6) of the Securities Exchange Act of 1934 (“Exchange Act”) and Section 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against Tracy Morgan Spaeth (“Spaeth” or “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, Respondent admits the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in Sections III.2 and III.3, below, and consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b)(6) of the Securities Exchange Act of 1934 and Section 203(f) of the Investment Advisers Act of 1940, 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. Spaeth, 48 years old, resides in Lubbock, Texas. From July 2010 through October 2013, Spaeth was employed by and associated with Uncommon Financial Services, LC ("UFS"), an entity registered with the State of Texas as an investment adviser. On August 10, 2010, Spaeth registered with the Texas Securities Commissioner as an investment adviser representative of UFS. On May 23, 2013, the Texas Securities Commissioner issued a disciplinary order whereby Spaeth's registration as an investment adviser representative was suspended for a period of two years. Between 1989 and 2010, Spaeth was a registered representative with various registered broker-dealers. On September 7, 2012, Spaeth consented to a two-year suspension from association with all FINRA members in all capacities and a \$5,000 fine.

2. On December 4, 2014, Spaeth entered a plea of *nolo contendere*, and was found guilty of one count of selling securities without registration in violation of Section 581-29(B) of the Texas Securities Code, before the 364th District Court in Lubbock County, Texas, in the matter styled *The State of Texas v. Tracy Spaeth*, Action No. 2013-400,253 (Tx. 2014). On the same day, Spaeth was sentenced to 10 years confinement, but that sentence was suspended and Spaeth was placed on eight years of community supervision.

3. In his plea, Spaeth confessed to having engaged in a fraudulent practice by knowingly failing to disclose material facts in connection with the offer and sale of over \$100,000 of securities; to having sold securities while not registered to sell securities in the State of Texas; and to having sold unregistered securities.

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 and Section 203(f) of the Advisers Act that Respondent be, and hereby is barred from association with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization.

Pursuant to Section 15(b)(6) of the Exchange Act, Respondent be, and hereby is, barred from participating in any offering of a penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a broker, dealer or issuer for purposes of the issuance or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

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.

Brent J. Fields
Secretary