



Complimentary Fax Cover Sheet

Date 10/26/2021

Number of pages 3 (including cover page)

To: The office of the
Name SECRETARY SEC
Company _____
Telephone _____

From:
Name MANUEL FERNANDEZ
Company DREAMFUNDED
[Redacted]



Comments The EMAIL ADMINISTRATIVE PROCEEDINGS FAX
@ SEC.GOV IS NOT WORKING

RE: FINRA COMPLAINT NO. 2017053428201

ATTACHES IS MY APPEAL + REQUEST
A STAY OF THE DECISION

THANK YOU ✓



SECURITIES AND EXCHANGE COMMISSION

Washington, D.C.

Oct. 26, 2021

FINRA COMPLAINT NO. 2017053428201

In the Matter of the Application of DREAMFUNDED MARKETPLACE, LLC AND
MANUEL FERNANDEZ

For Review of Disciplinary Action Taken by FINRA

This appeal to request to set aside the FINRA ruling and request a stay of the decision until the appeal hearing decision is complete.

As a Hispanic leader, I've been a longtime advocate for the community. In my early 20's I was a board member of the Sacramento Hispanic Chamber of Commerce. I've seen the need from hundreds of businesses who lacked access to capital for my community, but it's not just the Hispanic community is also the Black community and women entrepreneurs. When I heard around 2011/2012 that a new law called the JOBS ACT had an equity crowdfunding regulation in that bill and later was signed into law by President Obama. The community was excited about a new way of raising capital. For many years I took on the leadership to create a new platform named DreamFunded, to help increase the private funding for people of color and women.

I was an advocate moving this forward through the years, including having a group lunch with SEC commissioner Karen Stein. Following the changes of the rules closely, I even commented on the proposed rules. Once the new rules were announced, as "an experiment," this was said by the Chair of the SEC on the announcement. We were one of the first applications in and the first one to be approved in Silicon Valley through our lawyers. The first Hispanic-founded funding platform.

Instead of FINRA supporting entrepreneurs, they throw the book at me, wanting a bar. This decision was never even reviewed by FINRA board of governors. I'm going to address a couple of things that the SEC and people need to be aware of. First, I am not perfect, and mistakes were made in creating one of the first funding portals. Below are some facts to consider.

- 1) There was no licensing, no training, no coaching on this regulation from FINRA. But somehow, FINRA wanted our team to know the rules. Even our lawyer reached out, and the staff at FINRA was not clear on how to interrupt the rules.

- 2) When they asked for the documents, an email with a Dropbox link was emailed with the full documents. FINRA staff still asked for documents but was NEVER specific on what documents they were specifically asking for. Never verbal or in writing. During the hearing, my lawyer showed. In fact, they had the documents, one division of FINRA wasn't talking to the other division.
- 3) The lead investigator perjured himself on the stand. We have a recorded call, what he said with intimidation. When my lawyer asked him about it while on the stand and he lied.
- 4) On the subject of valuation, all the SEC has to do is review the current platforms under FINRA and see the valuation much higher with no justification.
- 5) On the CNBC TV Show. I was in front of the camera and not the producer. I can't control what they put out.
- 6) The some of the facts in written by FINRA is not correct, such as one, just one example that said I did crowd funding in 2008. It's impossible to do crowd funding in 2008. I invested in real estate using my own money in 2008. So somehow, the legal team at FINRA somehow missed that.
- 7) The Issuer A, B, C were Black, Hispanic and women founders. Why were they focused on so much over the other offering? This affects many people of color/women because of intimidation. Many are in fear of doing crowdfunding, let alone create a platform for their community.

America is kind of in a similar state as it once was when this regulation became law. We need millions of new jobs, and access to capital allows small businesses/ entrepreneurs to raise money so they can create jobs. Please don't end a person's crowdfunding career because if errors with no warning or coaching.

In closing, I suggest that the initial interpretation of the rules not be so harsh by "throwing a book" at the person but giving a person a stern warning, a letter of caution, a small fine, or 30-calendar suspension.

Sincerely,



Manuel Fernandez

