

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 53837 / May 18, 2006**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-12255**

**In the Matter of**  
  
**MARION D. SHERRILL**  
  
**Respondent.**

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

**I.**

Marion D. Sherrill (“Sherrill” or “Respondent”), pursuant to Rule 240(a) of the Rules of Practice of the Securities and Exchange Commission (“Commission”) [17 C.F.R. § 201.240(a)], submitted an Offer of Settlement in the above-captioned proceeding instituted against him on April 6, 2006 by the Commission, pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”).

**II.**

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 finding contained in Section III. 2. below, which are admitted. Respondent consents to the entry of this Order Making Findings and Imposing Remedial Sanctions Pursuant to Section 15(b) of the Exchange Act as set forth below.

### III.

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

1. Respondent, 58 years of age, is a resident of Monroe, Georgia. From April 1997 through January 31, 2005, Sherrill worked as a registered representative of a broker-dealer registered with the Commission.

2. On March 31, 2006, Respondent pleaded guilty to one count of Obstruction of Justice in violation of Title 18 United States Code, Section 1512 (c) (2) before the United States District Court for the Northern District of Georgia, in United States v. Marion D. Sherrill, Crim. Indictment No. 1:05-CR-370.

3. The count of the criminal information to which Respondent pleaded guilty alleged, among other things, that on or about January 26, 2005, Sherrill impeded an official investigation by the staff of the Commission by making false statements to the Commission's staff.

### IV.

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

Accordingly, pursuant to Section 15(b)(6) of the Exchange Act, it is hereby ORDERED that Respondent Sherrill 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.

For the Commission, by its Secretary, pursuant to delegated authority.

Nancy M. Morris  
Secretary