

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 60802 / October 8, 2009**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-13641**

**In the Matter of**

**Samuel W. Childs, Jr.,**

**Respondent.**

**ORDER INSTITUTING**  
**ADMINISTRATIVE PROCEEDINGS**  
**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 Samuel W. Childs, Jr. (“Childs” 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, 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.3 below, which are admitted, 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. Childs, 36 years old, is a resident of Old Lyme, Connecticut.
2. From March 2003 through March 2007, Childs was a registered representative associated with Assent LLC ("Assent"), a broker-dealer registered with the Commission. Childs was a general securities principal at Assent.
3. On April 10, 2008, Childs pled guilty to a count of conspiracy to commit securities fraud, in violation of Title 15, United States Code, Sections 78j(b) & 78ff, and Title 17, Code of Federal Regulations, Sections 240.10b-5 and 240.10b5-2; wire fraud, in violation of Title 18, United States Code, Sections 1343 and 1346; and commercial bribery and commercial bribe receiving, in violation of the laws of the State of New York and in violation of Title 18, United States Code, Section 1952(a)(3) before the United States District Court for the Southern District of New York, in United States v. Samuel W. Childs, Jr. and Laurence McKeever, Indictment No. 1:07-CR-142.
4. The count of the criminal indictment to which Childs pled guilty alleged, inter alia, that Childs discovered an illegal insider trading scheme in which individuals executing trades through Assent ("Assent traders") used material, nonpublic information concerning upcoming analyst recommendations by UBS Securities LLC to purchase and sell securities. In violation of his duties to Assent, Childs concealed the insider trading scheme from Assent management in exchange for bribery payments from the Assent traders.

### IV.

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

Accordingly, it is hereby ORDERED:

Pursuant to Section 15(b)(6) of the Exchange Act, that Respondent Childs 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.

Elizabeth M. Murphy  
Secretary