

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 79199 / October 31, 2016

INVESTMENT ADVISERS ACT OF 1940
Release No. 4562 / October 31, 2016

ADMINISTRATIVE PROCEEDING
File No. 3-17655

In the Matter of

WADE JAMES LAWRENCE,

Respondent.

ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 15(b) 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) of the Securities Exchange Act of 1934 ("Exchange Act") and Section 203(f) of the Investment Advisers Act of 1940 ("Advisers Act") against Wade James Lawrence ("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.1., and III.2. below, and consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b) 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. Lawrence entered a plea of guilty to charges he violated Section 17(a) of the Securities Act, in federal criminal proceedings. Case No. 3:15-cr-374-M: *United States of America v. Wade Lawrence* (N.D. Tex.). On January 20, 2016, Lawrence was sentenced to a three year prison term, ordered to pay restitution of \$1,454,384.48, and to forfeit \$126,074.10 from the sale of real property he had acquired through his fraud.

2. On February 19, 2016, a judgment was entered by consent against Lawrence in a civil injunctive proceeding entitled *Securities and Exchange Commission v. Wade James Lawrence*, Civil Action Number 3:16-cv-00426-B.

a. The Commission's complaint alleged that between 2010 and 2013, Wade James Lawrence, age 44, formerly of Dallas, Texas, was an investment adviser associated with two companies registered with the Commission as broker-dealers and investment advisers. Lawrence breached his fiduciary duties to, and defrauded, at least 18 advisory clients by making material misrepresentations and placing numerous unauthorized trades in their accounts. As a result of his trading, Lawrence's clients lost at least \$2 million. Lawrence received some \$28,700 in advisory fees from these clients. Lawrence also solicited at least \$480,000 from five persons with false representations that he would trade securities for their benefit in his own brokerage account. Lawrence applied the \$480,000 to his personal use, but did return some \$50,000 in the form of Ponzi-like payments.

b. The Final Judgment in the civil proceedings:

i. permanently restrains and enjoins Respondent from violation of Section 17(a) of the Securities Act, Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, and Sections 206(1) and 206(2) of the Advisers Act;

ii. orders Respondent to pay disgorgement in the amount of \$458,700.00, representing profits gained as a result of his illegal conduct, together with prejudgment interest thereon in the amount of \$31,101.13, for a total of \$489,801.13, but deems such disgorgement satisfied, because of the orders of restitution and forfeiture against Respondent referenced in Paragraph 1 above; and,

iii. declines to impose civil penalties upon Respondent, pursuant to Section 20(d) of the Securities Act, Section 21(d) of the Exchange Act, or Section 217 of the Advisers Act, because of his criminal conviction and three year prison sentence referenced in Paragraph 1 above.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent Lawrence'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; and

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.

For the Commission, by its Secretary, pursuant to delegated authority.¹

Brent J. Fields
Secretary

¹ 17 CFR 200.30-4(a)(13)