

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: Robert S. Gesdorf) File No 1300414

CONSENT ORDER

TO THE RESPONDENT

Robert S Gesdorf
c/o Thomas A Roberts, Esq
Barrasso Usdin Kupperman Freeman & Sarver, L L C
909 Poydras St., 24th Floor
New Orleans, LA 70112

WHEREAS, Robert S. Gesdorf on February 6, 2014 executed a certain Stipulation to Entry of Consent Order (the "Stipulation"), which hereby is incorporated by reference herein

WHEREAS, by means of the Stipulation, the Respondent has admitted to the jurisdiction of the Secretary of State and service of the Notice of Hearing in this matter and the Respondent has consented to the entry of this Consent Order

WHEREAS, the Secretary of State, by and through his designated representative, the Securities Director, has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceeding

WHEREAS, the Respondent has acknowledged, while neither admitting nor denying the truth thereof, that the allegations contained in paragraph seven (7) of the Stipulation shall be adopted as the Secretary of State's Findings of Fact as follows

- 1 At all times relevant hereto, Respondent was registered as a salesperson in the State of Illinois pursuant to Section 8 of the Act
- 2 The Financial Industry Regulatory Authority (FINRA) is a private, non-governmental organization that is registered with the United States Securities and Exchange Commission as a self-regulatory organization pursuant to the Securities Exchange Act of 1934
- 3 At all times relevant hereto, Respondent was FINRA-registered and an employee of Robert W Baird & Co Incorporated (April 12, 2001 – November 13, 2008) and Stifel, Nicolaus & Co , Inc (November 13, 2008 – June 2, 2010), FINRA-registered firms

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4. On September 25, 2013, FINRA entered an Order Accepting Offer of Settlement regarding File No. 2010023157401, which sanctioned Respondent as follows.
 - A. fined \$30,000; and
 - B. suspended from association with any FINRA member in any capacity for 2 months.
5. The FINRA suspension was effective from October 21, 2013 through December 20, 2013.
6. By submitting the Offer of Settlement, Respondent accepted FINRA's findings of fact
 - A. Respondent failed to disclose to his employer FINRA-registered firms that he had acted in a fiduciary capacity for firm customers and/or had a financial interest in any firm customer accounts. Respondent simultaneously acted as the account representative and was named as a trustee and/or beneficiary on the accounts of customers GK, JS, MW, JW, EB, AM, EM, and JB. Displaying a continuing pattern of material omissions as to his fiduciary and/or beneficiary status, Respondent failed to make 13 separate disclosures.
 - B. Respondent failed to disclose to his employer FINRA-registered firms that he received gifts totaling approximately \$30,300 from clients.
7. Respondent also acknowledged the violation of NASD Rule 2110 (for conduct before December 15, 2008) and FINRA Rule 2010 (for conduct after December 14, 2008) requiring members, in the conduct of their business, to observe high standards of commercial honor and just and equitable principles of trade
8. Section 8.E(1)(j) of the Act provides, *inter alia*, that the registration of a salesperson may be suspended or revoked if the Secretary of State finds that such salesperson has had membership in or association with any self-regulatory organization registered under the Federal 1934 Act or the Federal 1974 Act suspended, revoked, refused, expelled, cancelled, barred, limited in any capacity, or otherwise adversely affected in a similar manner arising from any fraudulent or deceptive act or a practice in violation of any rule, regulation or standard duly promulgated by the self-regulatory organization.
9. Section 11 of the Act provides, *inter alia*, that the Secretary of State may suspend or revoke the registration of a salesperson after an opportunity for hearing upon not less than 10 days notice given by personal service or registered mail or certified mail, return receipt requested, to the person or persons concerned.

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WHEREAS, the Respondent has acknowledged, while neither admitting nor denying the truth thereof, that the allegations contained in paragraph eight (8) of the Stipulation shall be adopted as the Secretary of State's Conclusions of Law as follows:

10. By virtue of the foregoing, Respondent has violated Section 8.E(1)(j) of the Act and is subject to an order which revokes the Respondent's registration as a salesperson of securities in the State of Illinois pursuant to Sections 8.E(1)(j) and 11 of the Act.

NOW THEREFORE IT IS HEREBY ORDERED THAT

11. The allegations contained in paragraphs seven (7) and eight (8) of the Stipulation shall be and are hereby adopted as the Secretary of State's Findings of Fact and Conclusions of Law.
12. Respondent shall comply with the terms and conditions set forth in the Heightened Supervision Agreement, which was incorporated by reference in the Stipulation.
13. The Department shall retain jurisdiction over this proceeding for the sole purpose of enforcing the terms and provisions of the Stipulation.
14. The formal hearing scheduled on this matter is hereby dismissed without further proceeding.

ENTERED: This 6th day of February, 2014



JESSE WHITE
Secretary of State
State of Illinois

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