

DENISE VOIGT CRAWFORD
SECURITIES COMMISSIONER



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State Securities Board

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MEMBER

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JACK D. LADD
MEMBER

SSB Docket No. 02-20

IN THE MATTER OF THE
AGENT REGISTRATION OF
GARY RANDOLPH HAYDEN

§
§
§

Order No. CEN/SUS-1465

TO: Mr. Gary Randolph Hayden (CRD # 1328935)
United Securities Alliance, Inc.
7730 E. Belleview Avenue, Suite AG-9
Greenwood Village, Colorado 80111

DISCIPLINARY ORDER REPRIMANDING AND SUSPENDING AN AGENT

Be it remembered that Gary Randolph Hayden ("Respondent") appeared before the Securities Commissioner of the State of Texas ("Securities Commissioner") and consented to the entry of this Order and Undertaking, and without admitting or deny the Findings of Fact and Conclusions of Law contained herein, except Findings of Fact one and two which are deemed admitted.

FINDINGS OF FACT

1. Respondent has waived (a) Respondent's right to notice and hearing in this matter; (b) Respondent's right to appear and present evidence in this matter; (c) Respondent's right to appeal this Order; and (d) all other procedural rights granted to Respondent by The Securities Act, TEX. REV. CIV. STAT. ANN. art. 581-1 et seq. (Vernon 1964 & Supp.2002) ("Texas Securities Act"), and the Administrative Procedure Act, TEX. GOV'T CODE ANN. §2001.001 et seq. (Vernon Supp. 2002) ("Administrative Procedure Act").
2. Respondent is currently registered with the Securities Commissioner as an agent of United Securities Alliance, Inc. ("United").
3. Respondent offered for sale and sold units in a coin-operated, customer-owned telephone program while employed with United.
4. The units in the coin-operated, customer-owned telephone program were not registered with the Securities Commissioner by qualification, notification or coordination and no permit was granted by the Securities Commissioner for the sale of the units in the State of Texas.

5. Respondent, at all times relevant to this Order, was not registered with the Securities Commissioner as a securities dealer.
6. Respondent did not disclose on his Form U-4 filed with the Securities Commissioner as an agent of United, the sale of the units in the coin-operated, customer-owned telephone program as outside business activity and/or employment, as required by the Form U-4.
7. Pursuant to Sections 101.2(c) and 133.33(a)(4) of the Rules and Regulations of the Texas State Securities Board ("Board Rules"), certain forms required to be filed with the Securities Commissioner, including the Form U-4, have been adopted as Board Rules.
8. Respondent has cooperated with the Enforcement Division in its investigation of this matter.

UNDERTAKING

1. Respondent hereby agrees to cooperate with any investigation by the Enforcement Division of the Texas State Securities Board or other law enforcement agencies, relating to any employer who has engaged in the offer and/or sale of coin-operated, customer-owned telephone programs including, but not limited to, providing information or documents and testifying in any civil, administrative or criminal proceeding brought by this Agency or any other law enforcement entity or self-regulatory organization.
2. Respondent hereby agrees to not engage in any business activity without being properly registered with the Securities Commissioner as required by Section 12 of the Texas Securities Act. In the event Respondent believes such activity is exempt from registration under Section 5 of the Texas Securities Act, Respondent will not engage in such activity without first obtaining approval from his dealer.
3. Respondent agrees to not engage in any outside business activity without receiving written approval from his dealer prior to engaging in such activity.
4. Respondent agrees to immediately file an amended Form U-4 disclosing his past employment with BEE Communications, Inc.; Cord Communications, Inc.; and ETS Payphones, Inc.

CONCLUSIONS OF LAW

1. The units in the coin-operated, customer-owned telephone program are securities as defined by Section 4.A of the Texas Securities Act.
2. Respondent violated Section 7 of the Texas Securities Act by engaging in the offer and sale of the above-described securities which were not registered with the Securities Commissioner.

3. Respondent violated Section 12 of the Texas Securities Act by selling the above-described securities at a time when Respondent was not registered with the Securities Commissioner as a securities dealer.
4. Respondent's failure to disclose required information on Respondent's Form U-4 filed with the Securities Commissioner constitutes a material misrepresentation to the Securities Commissioner in connection with information deemed necessary to determine the Respondent's business repute or qualifications.
5. Pursuant to Sections 14.A(6) and 14.A(7) of the Texas Securities Act, the foregoing violations constitute bases for the issuance of an order reprimanding and suspending an agent.
6. Pursuant to Section 23-1 of the Texas Securities Act, the foregoing violations constitute bases for the issuance of an order assessing an administrative fine against an agent.

ORDER

1. It is therefore ORDERED that Gary Randolph Hayden is hereby REPRIMANDED.
2. It is further ORDERED that the registration of Gary Randolph Hayden is SUSPENDED from soliciting any new client accounts for sixty-five (65) business days from the date this Order is signed by the Securities Commissioner.
3. It is further ORDERED that Gary Randolph Hayden COMPLY with the terms of the Undertaking contained herein.

SIGNED AND ENTERED BY THE SECURITIES COMMISSIONER this 9th day
of July, 2002.

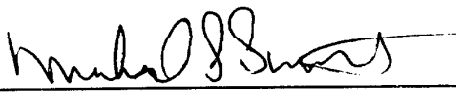
Denise Voigt Crawford

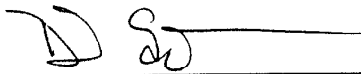
DENISE VOIGT CRAWFORD
Securities Commissioner

Respondent:


Gary Randolph Hayden

Approved as to Form:

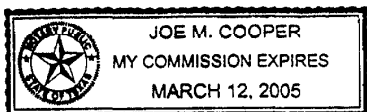

Michael S. Gunst
Director
Inspections and Compliance


David Grauer
Director
Enforcement Division

ACKNOWLEDGMENT

On the 28th day of June, 2002, Gary Randolph Hayden ("Respondent") appeared before me, executed the foregoing Order and Undertaking, and acknowledged that:

1. Respondent has read the foregoing Order and Undertaking;
2. Respondent has been fully advised of his rights under the Texas Securities Act and the Administrative Procedure Act;
3. Respondent knowingly and voluntarily consents to the entry of the foregoing Order and Undertaking and the Findings of Fact and Conclusions of Law contained herein; and,
4. Respondent, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived his rights as set forth herein.



[affix notary seal here]

[Signature]
Notary Public and for
the State of TEXAS

My commission expires on: _____