



State Securities Board

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KENNETH W. ANDERSON, JR.
MEMBER

SSB Docket No. 01-14

IN THE MATTER OF THE §
DEALER REGISTRATION OF §
WOODLANDS SECURITIES CORPORATION §
AND THE AGENT REGISTRATIONS OF §
BRENT ALAN MATTSON, §
BRIAN VAN MATTSON, AND §
BLAKE CHRISTIAN MATTSON §

Order No. CAF-1427

TO: Woodlands Securities Corporation (CRD # 22373)
Morris L. Monroe, President
1450 Lake Robbins Dr., Suite 360
The Woodlands, Texas 77380

Brent Alan Mattson (CRD # 2220990)
5400 Bosque, Suite 453
Waco, Texas 76710

Brian Van Mattson (CRD # 1685985)
5400 Bosque, Suite 453
Waco, Texas 76710

Blake Christian Mattson (CRD #2539359)
5400 Bosque, Suite 453
Waco, Texas 76710

DISCIPLINARY ORDER

Be it remembered that Woodlands Securities Corporation ("Respondent Woodlands"), by and through its President, Morris L. Monroe, and Brent Alan Mattson ("Respondent Brent Mattson"), Brian Van Mattson ("Respondent Brian Mattson"), and Blake Christian Mattson ("Respondent Blake Mattson") (collectively "Respondents") appeared before the Securities Commissioner of the State of Texas ("Securities Commissioner") and consented to the entry of this Order, and without admitting or denying them, the Findings of Fact and the Conclusions of Law contained herein, except Findings of Fact one through three which are admitted.

FINDINGS OF FACT

1. Respondents have waived (a) Respondents' right to notice and hearing in this matter; (b) Respondents' right to appear and present evidence in this matter; (c) Respondents' right to appeal this Order; and (d) all other procedural rights granted to Respondents by The Securities Act, TEX. REV. CIV. STAT. ANN. art. 581-1 et seq. (Vernon 1964 & Supp. 2001) ("Texas Securities Act"), and the Administrative Procedure Act, TEX. GOV'T CODE ANN. § 2001.001 et seq. (Vernon Supp. 2001) ("Administrative Procedure Act").
2. Respondent Woodlands is a general securities dealer registered with the Securities Commissioner. Respondent Brent Mattson, Respondent Brian Mattson, and Respondent Blake Mattson are registered with the Securities Commissioner as agents of Respondent Woodlands.
3. Respondent Woodlands has operated a location at 5400 Bosque, Suite 453 Waco, Texas 76710, which is properly registered as a branch office with the Securities Commissioner as required by Section 115.1(a)(5) of the Rules and Regulations of the Texas State Securities Board ("Board Rules"). Respondent Blake Mattson is the registered agent named as branch office manager, as required by Section 115.1(a)(5) of the Board Rules.
4. Respondents have offered for sale and sold securities in the form of brokered Certificates of Deposits (CDs) which are securities as defined in Section 4.A of the Texas Securities Act.
5. Respondent Woodlands' Waco Office, by and through Respondent Blake Mattson, Respondent Brent Mattson, and Respondent Brian Mattson offered and sold long term CDs to clients without clearly disclosing to the clients the maturity terms of the security. This constitutes an inequitable practice in the sale of securities and is a violation of Section 14.A(3) of the Texas Securities Act.
6. Respondent Woodlands' Waco Office, by and through Respondent Blake Mattson, Respondent Brent Mattson, and Respondent Brian Mattson offered for sale and sold long term CDs to clients which were unsuitable for the clients in light of their age and investment objectives without clearly disclosing to the clients the maturity terms of the security. This constitutes an inequitable business practice and is a violation of Section 14.A(3) of the Texas Securities Act.
7. Respondent Woodlands' Waco Office, by and through Respondent Blake Mattson, Respondent Brent Mattson, and Respondent Brian Mattson offered for sale and sold CDs to clients through the use of advertisements in local newspapers which were misleading in light of the circumstances under which they were made. This constitutes an inequitable business practice and is a violation of Section 14.A(3) of the Texas Securities Act.

8. Respondent Woodlands, Respondent Brent Mattson, Respondent Brian Mattson, and Respondent Blake Mattson have cooperated with the investigation of the Staff and Respondent Woodlands has voluntarily implemented corrective actions in several areas noted by the Staff throughout the investigation.

CONCLUSIONS OF LAW

1. Pursuant to Section 14.A(3) of the Texas Securities Act, the foregoing violations constitute a basis for the issuance of an order reprimanding a dealer.
2. Pursuant to Section 14.A(3) of the Texas Securities Act, the foregoing violations constitute a basis for the issuance of an order reprimanding an agent.
3. Pursuant to Section 23-1 of the Texas Securities Act, the foregoing violations constitute a basis for the issuance of an order assessing an administrative fine against a dealer and an agent.

ORDER

1. It is therefore ORDERED that Respondent Woodlands, Respondent Blake Mattson, Respondent Brian Mattson, and Respondent Brent Mattson are hereby REPRIMANDED;
2. It is further ORDERED that Respondent Woodlands is ASSESSED AN ADMINISTRATIVE FINE in the amount of Five Thousand Dollars (\$5,000.00). Payment shall be made by delivery of a cashier's check to the Securities Commissioner in the amount of Five Thousand Dollars (\$5,000.00), payable to the State of Texas, contemporaneously with the delivery of this Order.
3. It is further ORDERED that Respondent Brent Mattson is ASSESSED AN ADMINISTRATIVE FINE in the amount of Two Thousand Dollars (\$2,000.00). Payment shall be made by delivery of a cashier's check to the Securities Commissioner in the amount of Two Thousand Dollars (\$2,000.00), payable to the State of Texas, contemporaneously with the delivery of this Order.
4. It is further ORDERED that Respondent Blake Mattson is ASSESSED AN ADMINISTRATIVE FINE in the amount of Two Thousand Dollars (\$2,000.00). Payment shall be made by delivery of a cashier's check to the Securities Commissioner in the amount of Two Thousand Dollars (\$2,000.00), payable to the State of Texas, contemporaneously with the delivery of this Order.
5. It is further ORDERED that Respondent Brian Mattson is ASSESSED AN ADMINISTRATIVE FINE in the amount of Two Thousand Dollars (\$2,000.00). Payment shall be made by delivery of a cashier's check to the Securities

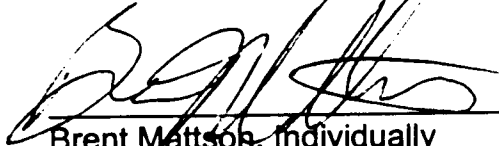
Commissioner in the amount of Two Thousand Dollars (\$2,000.00), payable to the State of Texas, contemporaneously with the delivery of this Order.

SIGNED AND ENTERED THIS 17th day of May, 2001.


DENISE VOIGT CRAWFORD
Securities Commissioner

Respondents:

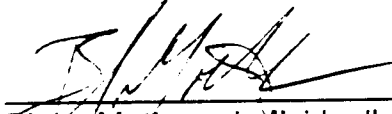
Woodlands Securities Corporation
Morris L. Monroe, President



Brent Mattson, Individually



Brian Mattson, Individually




Blake Mattson, Individually

Commissioner in the amount of Two Thousand Dollars (\$2,000.00), payable to the State of Texas, contemporaneously with the delivery of this Order.

SIGNED AND ENTERED THIS 17th day of May, 2001.


DENISE VOIGT CRAWFORD
Securities Commissioner

Respondents:

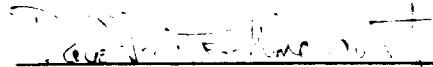

Woodlands Securities Corporation
Morris L. Monroe, President

Brent Mattson, Individually

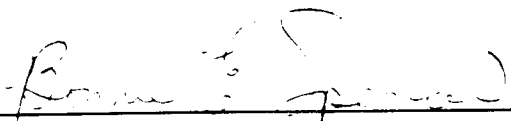
Brian Mattson, Individually

Blake Mattson, Individually


Approved as to Form:



Michael S. Gunst, Director
Dealer Registration Division

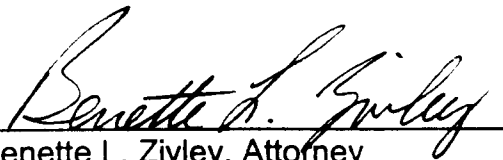


Bonnie Spencer
Attorney for Respondent Woodlands



David A. Grauer, Director
Enforcement Division

Lee Polson
Attorney for Respondent Brent Mattson
Respondent Brian Mattson
Respondent Blake Mattson



Benette L. Zivley, Attorney
Enforcement Division

Approved as to Form:

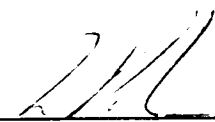


Michael S. Gunst, Director
Dealer Registration Division

Bonnie Spencer
Attorney for Respondent Woodlands



David A. Grauer, Director
Enforcement Division



Lee Polson
Attorney for Respondent Brent Mattson
Respondent Brian Mattson
Respondent Blake Mattson



Benette L. Zivley, Attorney
Enforcement Division

ACKNOWLEDGMENT

On the 10th day of April, 2001, Woodland Securities Corporation ("Respondent Woodlands"), by and through Morris L. Monroe, its President, personally appeared before me, executed the foregoing Order, and acknowledged that:

1. Morris L. Monroe is duly authorized to enter into the foregoing Order on behalf of Respondent Woodlands;
2. Morris L. Monroe has read the foregoing Order;
3. Respondent Woodlands has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent Woodlands knowingly and voluntarily consents to the entry of the foregoing Order, and without admitting or denying them, the Findings of Fact and Conclusions of Law contained herein, except Findings of Fact one through three which is admitted; and,
5. Respondent Woodlands, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.

Licen D. Sims
Notary Public in and for
the State of TEXAS

[affix notary seal here]

My commission expires on: 10-9-04



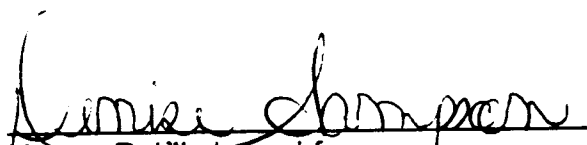
ACKNOWLEDGMENT

On the 8th day of May, 2001, Brent Alan Mattson ("Respondent Brent Mattson"), personally appeared before me, executed the foregoing Order, and acknowledged that:

1. Respondent Brent Mattson has read the foregoing Order;
2. Respondent Brent Mattson has been fully advised of his rights under the Texas Securities Act and the Administrative Procedure Act;
3. Respondent Brent Mattson knowingly and voluntarily consents to the entry of the foregoing Order, and without admitting or denying them, the Findings of Fact and Conclusions of Law contained herein, except Findings of Fact one through three which is admitted; and,
4. Respondent Brent Mattson, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived his rights as set forth therein.



[affix notary seal here]

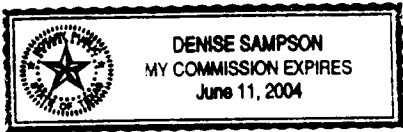

Notary Public in and for
the State of TX

My commission expires on: 6/11/2004

ACKNOWLEDGMENT

On the 9th day of May, 2001, Brian Van Mattson ("Respondent Brian Mattson"), personally appeared before me, executed the foregoing Order, and acknowledged that:

1. Respondent Brian Mattson has read the foregoing Order;
2. Respondent Brian Mattson has been fully advised of his rights under the Texas Securities Act and the Administrative Procedure Act;
3. Respondent Brian Mattson knowingly and voluntarily consents to the entry of the foregoing Order, and without admitting or denying them, the Findings of Fact and Conclusions of Law contained herein, except Findings of Fact one through three which is admitted; and,
4. Respondent Brian Mattson, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived his rights as set forth therein.



[affix notary seal here]

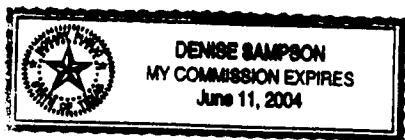
Denise Sampson
Notary Public in and for
the State of TX

My commission expires on: 6/11/2004

ACKNOWLEDGMENT

On the 8th day of May, 2001, Blake Christian Mattson ("Respondent Blake Mattson"), personally appeared before me, executed the foregoing Order, and acknowledged that:

1. Respondent Blake Mattson has read the foregoing Order;
2. Respondent Blake Mattson has been fully advised of his rights under the Texas Securities Act and the Administrative Procedure Act;
3. Respondent Blake Mattson knowingly and voluntarily consents to the entry of the foregoing Order, and without admitting or denying them, the Findings of Fact and Conclusions of Law contained herein, except Findings of Fact one through three which is admitted; and,
4. Respondent Blake Mattson, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived his rights as set forth therein.



[affix notary seal here]

Denise Sampson
Notary Public in and for
the State of TX

My commission expires on: 6/11/2004