

DENISE VOIGT CRAWFORD
SECURITIES COMMISSIONER



JOSE ADAN TREVINO
CHAIRMAN

JOHN R. MORGAN
DEPUTY SECURITIES COMMISSIONER

NICHOLAS C. TAYLOR
MEMBER

State Securities Board

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KENNETH W. ANDERSON, JR.
MEMBER

SSB Docket No. 01-17

IN THE MATTER OF THE APPLICATION
FOR AGENT REGISTRATION OF
DAVID HAMILTON THOMPSON

§
§
§

Order No. CAF-1430

To: Mr. David Hamilton Thompson (CRD# 2321198)
TheStreetDirect, L.L.C.
1270 Avenue of the Americas, 12th Floor
New York, NY 10020

DISCIPLINARY ORDER REPRIMANDING AN AGENT

Be it remembered that David Hamilton Thompson ("Respondent") appeared before the Securities Commissioner of the State of Texas ("the Securities Commissioner") and consented to the Entry of this Order and the Findings of Fact and Conclusions of Law contained herein.

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. 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 filed an application with the Securities Commissioner to become registered as an agent of TheStreetDirect, L.L.C. on or about January 23, 2001. Said application is currently pending before the Securities Commissioner.
3. Respondent was previously registered with the Securities Commissioner as an agent of All-Tech Investment Group, Inc. ("All-Tech") from May 17, 1996 through November 20, 2000.
4. Prior to his registration with All-Tech, Respondent acted as an agent of All-Tech without being registered with the Securities Commissioner as required by Section 12 of the Texas Securities Act.

5. Prior to his employment with All-Tech, Respondent traded the account of another individual in exchange for compensation. Through this trading, Respondent acted as an investment adviser without being registered with the Securities Commissioner as required by Section 12 of the Texas Securities Act.

UNDERTAKING

Respondent agrees to comply with the terms of the Undertaking entered into with the Securities Commissioner in connection with this order.

CONCLUSIONS OF LAW

1. Pursuant to Section 14.A(6) of the Texas Securities Act, each of the foregoing rule violations constitutes a basis for the issuance of an order reprimanding an agent.
2. Pursuant to Section 23-1 of the Texas Securities Act, each of the foregoing rule violations constitutes a basis for the issuance of an order assessing an administrative fine against an agent.

ORDER

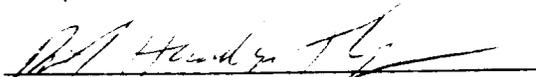
1. It is therefore ORDERED that the registration of Respondent as an agent of TheStreetDirect, L.L.C. is hereby GRANTED;
2. It is further ORDERED that Respondent is hereby REPRIMANDED;
3. It is further ORDERED that Respondent is ASSESSED AN ADMINISTRATIVE FINE in the amount of Two Thousand Dollars (\$2,000.00). 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 BY THE SECURITIES COMMISSIONER this ^{29th}~~25~~
day of May, 2001.


DENISE VOIGT CRAWFORD
Securities Commissioner

Respondent:

By:


David Hamilton Thompson

Approved as to
Form:



Michael S. Gunst, Director
Dealer Registration Division



David A. Grauer, Director
Enforcement Division

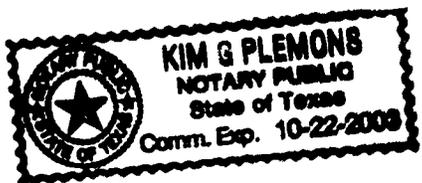


Joel H. Sauer, Assistant Director
Dealer Registration Division

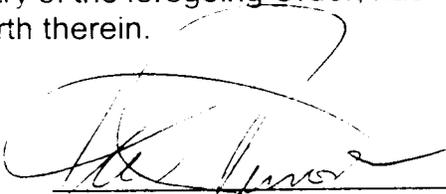
ACKNOWLEDGMENT

On the 23 day of May, 2001, David Hamilton Thompson ("Respondent") personally appeared before me, executed the foregoing Order and acknowledged that:

1. Respondent has read the foregoing Order;
2. Respondent has been fully advised of Respondent's rights under The Securities Act and the Administrative Procedure Act;
3. Respondent knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact and Conclusions of Law contained therein; and,
4. Respondent, 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 TEXAS

My commission expires on:

10-22-2003

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MEMBER

IN THE MATTER OF THE AGENT
REGISTRATION OF
DAVID HAMILTON THOMPSON
CRD #2321198

UNDERTAKING FILED WITH THE SECURITIES COMMISSIONER OF TEXAS

Comes Now, TheStreetDirect, L.L.C. ("TheStreetDirect"), duly licensed with the State Securities Board as a dealer in securities and David Hamilton Thompson ("Thompson"), who, as a condition to the Securities Commissioner of Texas approving the pending application of Thompson as an agent of TheStreetDirect, make the following representations to the Securities Commissioner:

1. From the date of filing of the application of Thompson to be licensed in Texas as a securities salesman, Thompson has not offered for sale, sold or participated in the sale of any security as an employee, salesman, agent or representative of TheStreetDirect in this state, nor will Thompson do so until the application is approved;
2. TheStreetDirect will carefully supervise all activities of Thompson in connection with his employment and will review and approve all sales of securities effectuated by Thompson to ensure that such activities are in compliance with the Texas Securities Act and the rules and regulations promulgated thereunder;
3. Thompson will not send out any correspondence without prior approval from his supervisor;
4. Thompson will not be permitted to have access to or control over discretionary trading accounts for any customer;

5. Thompson will not act in any supervisory capacity and will be directly supervised by an on-site Texas-registered principal of TheStreetDirect who is not subject to any statutory disqualification;
6. TheStreetDirect and Thompson will not permit a third party to trade on behalf of one of its Texas customers without first determining that the third party is registered with the Securities Commissioner as an investment adviser or properly exempted from registration;
7. TheStreetDirect and Thompson will maintain an originally signed journal transfer request form for each journal out of a customer account. TheStreetDirect and Thompson will only accept a faxed journal transfer request if the customer promptly forwards the original to TheStreetDirect;
8. TheStreetDirect will take such measures as are reasonably necessary to ensure that Thompson complies with the terms of this Undertaking;
9. TheStreetDirect files this Undertaking with the Securities Commissioner with the understanding that a violation of any provision imposing an affirmative duty upon TheStreetDirect pursuant to the terms of this Undertaking herein constitutes a basis for disciplinary proceedings against TheStreetDirect pursuant to Section 14 of the Texas Securities Act;
10. Thompson files this Undertaking with the Securities Commissioner with the understanding that a violation of any provision imposing an affirmative duty upon Thompson pursuant to the terms of this Undertaking herein constitutes a basis for disciplinary proceedings against Thompson pursuant to Section 14 of the Texas Securities Act and may subject Thompson to criminal penalties pursuant to Section 29.E of the Texas Securities Act;
11. This undertaking will continue in effect until two years from the date of its execution by Thompson and TheStreetDirect.

TheStreetDirect / L.L.C.

By: _____

Title: CHIEF COMPLIANCE OFFICER

On the 22nd day of May, 2001, Parker Setc personally appeared before me and voluntarily executed the foregoing Undertaking for the purposes stated therein and did duly acknowledge to me that he was authorized to execute the same on behalf of TheStreetDirect, L.L.C..

Taryn Y. Scott
Notary Public

TARYN Y. SCOTT
Notary Public, State of New York
No. 01SC5015341
Qualified in Bronx County 2001
Commission Expires July 19, 2001

David Hamilton Thompson
David Hamilton Thompson

On the 23rd day of May, 2001, David Hamilton Thompson personally appeared and acknowledged to me that he has voluntarily executed the foregoing Undertaking for the purposes stated therein.

Kim G. Plemons
Notary Public

