

DENISE VOIGT CRAWFORD
SECURITIES COMMISSIONER

JOHN R. MORGAN
DEPUTY SECURITIES COMMISSIONER

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Texas State Securities Board

208 E. 10th Street, 5th Floor
Austin, Texas 78701-2407
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WILLIAM R. SMITH
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MEMBER

IN THE MATTER OF
THE INVESTMENT ADVISER
REGISTRATION OF TITAN WEALTH
MANAGEMENT, LLC

§
§
§
§

Order No. IC 07-CAF-13

TO: Thomas L. Irby, II
Titan Wealth Management, LLC (IARD No. 132401)
2400 Dallas Parkway, Suite 510
Plano, TX 75093

DISCIPLINARY ORDER

Be it remembered that Titan Wealth Management, LLC ("Respondent"), by and through Thomas L. Irby, II, its Member, appeared before the Securities Commissioner of the State of Texas ("Securities Commissioner") and consented to the entry of this order ("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 the Respondent by The Securities Act, TEX. REV. CIV. STAT. ANN. art. 581-1 et seq. (Vernon 1964 & Supp. 2006) ("Texas Securities Act"), and the Administrative Procedure Act, TEX. GOVT CODE ANN. § 2001.001 et seq. (Vernon 2000 & Supp. 2006) ("Administrative Procedure Act").
2. On or about August 6, 2004, Respondent registered with the Securities Commissioner as an investment adviser, which is currently effective.
3. The Staff performed an inspection of Respondent and discovered that from in or about December 2005 to on or about January 15, 2007, a representative (the "Representative") of Respondent provided investment advice, for compensation and in Texas, on behalf of Respondent to the clients of Respondent at a time when the Representative was not registered with the Securities Commissioner as an investment adviser representative of Respondent.
4. From in or about December 2005 to on or about January 15, 2007, Respondent, rendered services as an investment adviser in Texas through the Representative.

5. Section 12.B of the Texas Securities Act prohibits a person from rendering services as an investment adviser representative in Texas unless the person is registered under the Texas Securities Act, submits a notice filing as provided by Section 12-1 of the Texas Securities Act, or is otherwise exempt.
6. Pursuant to § 116.10 of the Rules and Regulations of the Texas State Securities Board ("Board Rules"), a registered investment adviser must establish and maintain a written supervisory system to supervise the activities of its investment adviser representatives that is reasonably designed to achieve compliance with the Texas Securities Act and Board Rules.
7. Respondent's written policies and procedures state that Respondent will monitor and maintain all necessary investment adviser representative registrations, and that Respondent will not provide advisory services without appropriate registrations.

CONCLUSIONS OF LAW

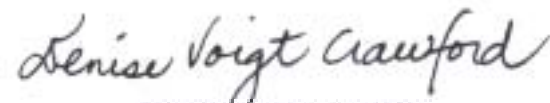
1. The Representative, for compensation, provided investment advice on behalf of Respondent to the clients of Respondent, and therefore is an "investment adviser representative" as the term "investment adviser representative" is defined by Section 4.P of the Texas Securities Act.
2. Respondent failed to maintain and follow its written policies and procedures because it did not maintain an investment adviser representative registration for the Representative and provided investment advisory services through the Representative at a time when the Representative was not registered with the Securities Commissioner. Respondent's failure to maintain and follow its written policies and procedures constitutes a violation of §116.10 of the Board Rules.
3. Respondent's rendering of services as an investment adviser through the Representative, at a time when the Representative was not registered as an investment adviser representative of Respondent, is a basis for the issuance of an order reprimanding Respondent pursuant to Section 14.A(5)(b) of the Texas Securities Act.
4. Pursuant to Section 14.A(6) of the Texas Securities Act, the foregoing violation of § 116.10 of the Board Rules constitutes a basis for the issuance of an order reprimanding Respondent.
5. Pursuant to Section 23-1 of the Texas Securities Act, the foregoing violation of § 116.10 of the Board Rules constitutes a basis for the issuance of an order assessing an administrative fine against Respondent.

ORDER

1. It is therefore ORDERED that Titan Wealth Management, LLC is hereby REPRIMANDED.

2. It is further ORDERED that Titan Wealth Management, LLC is hereby ASSESSED AN ADMINISTRATIVE FINE in the amount of Nine Thousand Dollars (\$9,000.00). Payment shall be made by delivery of a cashier's check to the Securities Commissioner in the amount of Nine Thousand Dollars (\$9,000.00), payable to the State of Texas, contemporaneously with the delivery of this Order.

SIGNED AND ENTERED BY THE SECURITIES COMMISSIONER this 19th
day of June, 2007.



DENISE VOIGT-CRAWFORD
Securities Commissioner

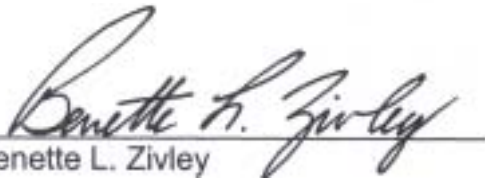
Respondents:

Titan Wealth Management, LLC

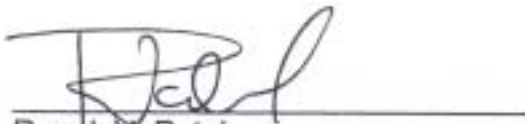


By: Thomas L. Irby, II, Member

Approved as to Form:



Benette L. Zivley
Director
Inspections and Compliance Division

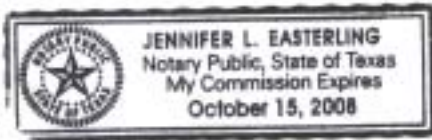


Ronak V. Patel
Attorney
Inspections and Compliance Division

ACKNOWLEDGMENT

On the 12th day of June, 2007, Titan Wealth Management, LLC ("Respondent"), by and through, Thomas L. Irby, II, its Member, personally appeared before me, executed the foregoing Order, and acknowledges that:

1. Thomas L. Irby, II is duly authorized to enter into the foregoing Order on behalf of Respondent Titan;
2. Thomas L. Irby, II has read the foregoing Order;
3. Respondent has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact and Conclusions of Law contained therein; and,
5. Respondent, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.



[affix notary seal here]

Jennifer L. Easterling
Notary Public in and for
the State of TX

My commission expires on: October 15, 2008