

JOHN MORGAN
SECURITIES COMMISSIONER

RONAK V. PATEL
DEPUTY SECURITIES COMMISSIONER

Mail: P.O. BOX 13167
AUSTIN, TEXAS 78711-3167

Phone: (512) 305-8300
Facsimile: (512) 305-8310



Texas State Securities Board

208 E. 10th Street, 5th Floor
Austin, Texas 78701-2407
www.ssb.state.tx.us

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MEMBER

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IN THE MATTER OF
THE INVESTMENT ADVISER
REGISTRATION OF
WEALTH SOLUTIONS, INC. AND
THE INVESTMENT ADVISER
REPRESENTATIVE
REGISTRATION OF
RICHARD DWAYNE BLAIR

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Order No. IC13-CAF-06

TO: Richard Dwayne Blair
Wealth Solutions, Inc. (CRD No. 35331)
3600 N. Capital of Texas Hwy, Suite 190
Austin, TX 78746

Richard Dwayne Blair (CRD No. 2256412)
3600 N. Capital of Texas Hwy, Suite 190
Austin, TX 78746

DISCIPLINARY ORDER AND UNDERTAKING

Be it remembered that Wealth Solutions, Inc. ("Respondent Wealth Solutions")(also referenced as "UGS"¹) and Richard Dwayne Blair ("Respondent Blair") (collectively, "Respondents"), appeared before the Securities Commissioner of the State of Texas ("Securities Commissioner") and consented to the entry of this order ("Order") and Undertaking and the Findings of Fact and Conclusions of Law contained herein.

FINDINGS OF FACT

1. Respondents have waived (a) Respondents' rights to notice and hearing in this matter; (b) Respondents' rights to appear and present evidence in this matter; (c) Respondents' rights to appeal this Order; and (d) all other procedural rights granted to the Respondents by The Securities Act, Tex. Rev. Civ. Stat. Ann. arts. 581-1 to 581-43 (West 2010 & Supp. 2012)("Texas Securities Act"), and the Administrative Procedure Act, Tex. Gov't Code Ann. §§ 2001.001 to 2001.902 (West 2008 & Supp. 2012)("Administrative Procedure Act").

¹ From 1994 until 2011, Wealth Solutions, Inc. was known as United Global Securities, Inc. ("UGS"), a dually-registered investment adviser and broker-dealer.

2. On or about April 15, 1994, Respondent Wealth Solutions registered with the Securities Commissioner as an investment adviser. This registration is currently effective.
3. From April 15, 1994 to October 12, 2012, Respondent Wealth Solutions was registered with the Securities Commissioner as a dealer.
4. On or about April 15, 1994, Respondent Blair registered with the Securities Commissioner as an investment adviser representative of Respondent Wealth Solutions. This registration is currently effective.
5. In 2009 through 2010, Respondent Blair sold interests in a real estate investment trust (the "REIT") issued by Cole Credit Property Trust III, Inc. ("Cole Credit") to clients of UGS.
6. The Cole Credit Property Trust III, Inc. prospectus dated April 30, 2009 ("Cole Credit Prospectus") provided that Cole Credit would pay its affiliated dealer manager, Cole Capital Corporation ("Cole Capital"), 7% of the gross proceeds based on shares sold by participating dealers. Shares sold by these dealers had a purchase price of \$10.00 per share.
7. The Cole Credit Prospectus further provided that shares may be sold through an investment adviser representative affiliated with a registered dealer. In the event that shares were sold through an investment adviser representative, the purchase price of such shares would be \$9.30 per share, reflecting the fact that Cole Capital, and thus Respondents, would not be paid the 7% selling commission.
8. The clients of UGS qualified for the reduced share price of \$9.30 because Respondent Blair was registered with the Securities Commissioner as an investment adviser representative of UGS, and UGS planned to charge an annual advisory fee equaling 1% of the clients' investments in the Cole Credit REITs.
9. However, Respondent Blair sold the Cole Credit REIT shares through UGS as a participating dealer for \$10.00 per share, so that UGS and Respondent Blair would receive the 7% sales commission. Later, UGS charged advisory clients a 1% annual advisory fee on investment assets, including the Cole Credit REIT shares.
10. Had Respondent Blair indicated on the subscription agreement that the Cole Credit REIT shares would be sold through Respondent Blair as an investment adviser representative of UGS, each client would have owned more shares for the same initial investment.

CONCLUSIONS OF LAW

1. Respondent Blair's sales of the Cole Credit REIT shares through UGS as participating broker dealer for \$10.00 per share, in spite of the availability of the \$9.30 share price for clients, constitute inequitable practices in rendering services as an investment adviser representative.
2. UGS' receipt of a 7% broker-dealer commission in connection with Respondent Blair's sales of shares in the Cole Credit REIT, as well as assessing an annual advisory fee equaling 1% of the clients' investment assets, including the Cole Credit REITs, constitute inequitable practices in rendering services as an investment adviser.
3. Pursuant to Section 14.A(3) of the Texas Securities Act, the aforementioned inequitable practices in rendering services as an investment adviser and investment adviser representative constitute bases for the issuance of an order reprimanding Respondents.

UNDERTAKING

1. Respondents undertake and agree that within ten (10) business days from the date this Order is signed by the Securities Commissioner, Respondents will pay an amount equaling \$83,000 total to clients who purchased the Cole Credit REIT for \$10.00 per share through UGS and subsequently paid an advisory fee to Respondents. Respondents further undertake and agree to apportion the \$83,000 referenced herein among those clients pro rata in accordance with each client's initial investment in the Cole Credit REIT.
2. Respondents further undertake and agree that within fifteen (15) business days from the date this Order is signed by the Securities Commissioner, Respondents will provide the Director of the Inspections & Compliance Division of the Texas State Securities Board ("Director") evidence of the payments related to paragraph 1 of this Undertaking.
3. Respondents further undertake and agree that Respondent Wealth Solutions will retain an independent outside consultant ("Consultant") that is not unacceptable to the staff of the Texas State Securities Board ("Staff") within 120 days of this Order. However, this requirement will be waived if Respondent Wealth Solutions ceases to be registered with the Securities Commissioner on or before 90 days from the date this Order is signed by the Securities Commissioner.
4. Respondents further undertake and agree that Respondent Wealth Solutions will submit, at least ten (10) days prior to retaining the Consultant, a letter to the Director identifying: the Consultant, the Consultant's experience in the securities industry, and all pre-existing personal and business relationships between the Consultant and Respondent Wealth Solutions.

5. Respondents further undertake and agree that within thirty (30) days of Respondent Wealth Solutions retaining the Consultant, the Consultant will perform a review of Respondent Wealth Solutions' business activities related to:
 - a. All conflicts of interest that might exist between Respondent Wealth Solutions and its clients;
 - b. Respondent Wealth Solutions' written supervisory procedures; and
 - c. Respondent Wealth Solutions' compliance with its written supervisory procedures.
6. Respondents further undertake and agree that Respondent Wealth Solutions will require the Consultant to deliver to Respondent Wealth Solutions, within thirty (30) days of the Consultant's review, a report ("Report") describing the Consultant's findings and recommendations.
7. Respondents further undertake and agree that Respondent Wealth Solutions will submit to the Director within fifteen (15) days of receiving the Report:
 - a. The Report; and
 - b. A statement identifying all corrective measures taken by Respondent Wealth Solutions in response to the Report.

ORDER

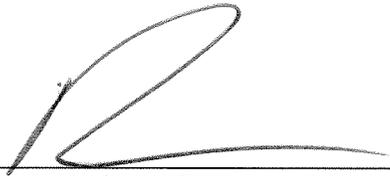
1. It is hereby ORDERED that Wealth Solutions, Inc. and Richard Dwayne Blair are hereby REPRIMANDED.
2. It is further ORDERED that Richard Dwayne Blair and Wealth Solutions, Inc. comply with the terms of the Undertaking enclosed herein.

SIGNED AND ENTERED BY THE SECURITIES COMMISSIONER this 28th
day of August, 2013.


JOHN MORGAN
Securities Commissioner

Respondents:

Wealth Solutions, Inc.

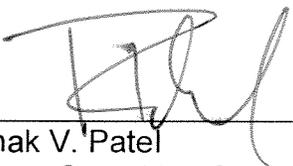


By: Richard Dwayne Blair,
President



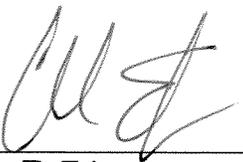
Richard Dwayne Blair,
Individually

Approved as to Form:



Ronak V. Patel
Deputy Securities Commissioner

Paul Lieberman
Stark & Stark
Attorney for Respondent



Clinton T. Edgar
Attorney
Inspections and Compliance Division

Respondents:

Wealth Solutions, Inc.

By: Richard Dwayne Blair,
President

Richard Dwayne Blair,
Individually

Approved as to Form:

Ronak V. Patel
Deputy Securities Commissioner

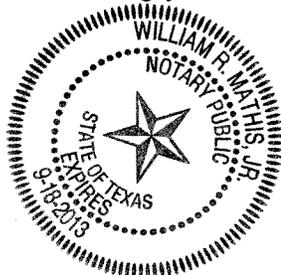

Paul Lieberman
Stark & Stark
Attorney for Respondent

Clinton T. Edgar
Attorney
Inspections and Compliance Division

ACKNOWLEDGMENT

On the 13 day of August, 2013, Wealth Solutions Inc. ("Respondent Wealth Solutions"), by and through Richard Dwayne Blair, appeared before me, executed the foregoing Order and Undertaking, and acknowledged that:

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



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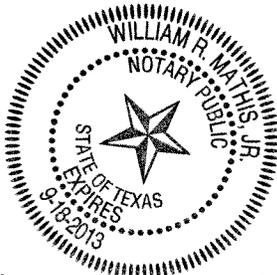
William R Mathis
Notary Public in and for
the State of Texas

My commission expires on: 9-18-13

ACKNOWLEDGMENT

On the 13 day of August, 2013, Richard Dwayne Blair ("Respondent Blair") personally appeared before me, executed the foregoing Order and Undertaking, and acknowledged that:

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



[affix notary seal here]

William R. Mathis, Jr.
Notary Public in and for
the State of Texas

My commission expires on: 9-18-2013