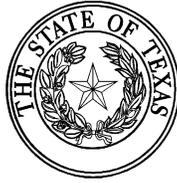


JOHN MORGAN
SECURITIES COMMISSIONER



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MEMBER

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MEMBER

ALAN WALDROP
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MEMBER

RONAK V. PATEL
DEPUTY SECURITIES COMMISSIONER

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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.texas.gov

IN THE MATTER OF
RALPH W. LILLARD

§
§

Order No. IC16-CAF-11

TO: Ralph W. Lillard (CRD No. 4547287)
6018 Windcrest Court
Weatherford, TX 76087

CONSENT ORDER

Be it remembered that Ralph W. Lillard ("Respondent"), appeared before the Securities Commissioner of the State of Texas ("Securities Commissioner") and consented to the entry of this Order. This order is entered into solely for the purpose of resolving the investigation by the Texas State Securities Board, and is not intended to be used for any other purpose. For any person or entity not a party to the Order, this Order does not limit or create any rights or remedies against Respondent, limit or create liability of Respondent, or limit or create defenses of Respondent, to any claims.

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. arts. 581-1 to 581-44 (West 2010 & Supp. 2015)("Texas Securities Act"), and the Administrative Procedure Act, Tex. Gov't Code Ann. §§ 2001.001 to 2001.902 (West 2008 & Supp. 2015)("Administrative Procedure Act").

Background

2. On May 5, 2016, the staff of the Texas State Securities Board filed a Notice of Hearing (the "NOH") with the State Office of Administrative Hearings under SOAH Docket No. 312-16-4077 alleging that Respondent engaged in violations of the Texas Securities Act.
3. Respondent does not contest the allegations in the NOH for purposes of resolving the litigation associated with that matter.
4. From November 22, 2002 to November 24, 2004, Respondent was registered with the Securities Commissioner as an agent of Cambridge Investment Research, Inc.

5. Respondent has never been registered with the Securities Commissioner as an investment adviser or an investment adviser representative.

Referral of Clients to a State-Registered Investment Adviser

6. During the period from May 2010 to the present, Respondent has solicited potential clients for Fuller Capital Management LLC (“FCM”), which is an investment adviser registered with the Securities Commissioner.
7. Pursuant to a written agreement with FCM, Respondent was authorized to solicit clients for FCM and was compensated for each solicitation resulting in a client relationship with FCM. Specifically, FCM agreed to pay Respondent 35% of the asset management fees collected by FCM from each client Respondent solicited.
8. The clients solicited by Respondent for FCM paid annual asset management fees ranging from .65% to 1% of the assets under FCM’s management. Such fees were collected by FCM on a quarterly basis. Thereafter, Respondent was paid a portion of the fees on an annual basis.
9. To date, Respondent has successfully solicited seven (7) clients for FCM and received approximately \$29,100 from FCM.
10. Section 4.P of the Texas Securities Act defines an “investment adviser representative”, in part, as “each person or company who, for compensation, is employed, appointed, or authorized by an investment adviser to solicit clients for the investment adviser.”
11. Section 12.B of the Texas Securities Act, in part, prohibits a person from acting as an investment adviser representative for a certain investment adviser in Texas unless the person is registered as an investment adviser representative for that particular investment adviser.

Mitigating Factors

12. FCM disclosed timely to relevant clients the compensation arrangement between FCM and Respondent.
13. Respondent cooperated during the Staff’s investigation.

CONCLUSIONS OF LAW

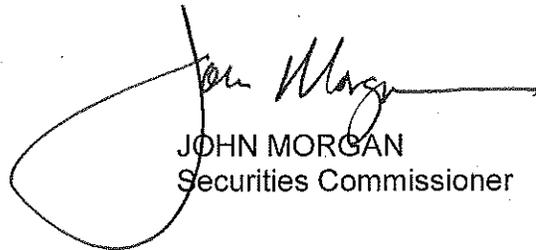
1. From May 2010 to the present, Respondent has been an “investment adviser representative” of FCM as the term “investment adviser representative” is defined by Section 4.P of the Texas Securities Act.
2. Respondent violated Section 12.B of the Texas Securities Act by acting as an investment adviser representative for FCM when Respondent was not registered as an investment adviser representative of FCM.

3. Pursuant to Section 23.B of the Texas Securities Act, Respondent's violation of Section 12.B constitutes a basis for the issuance of an Order prohibiting Respondent from acting as an investment adviser or investment adviser representative in violation of the Texas Securities Act.
4. Pursuant to Section 23-1.A(3) of the Texas Securities Act, Respondent's violation of Section 12.B of the Texas Securities Act constitutes a basis for the issuance of an Order assessing an administrative fine.

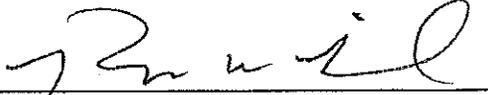
ORDER

1. It is therefore ORDERED that Ralph W. Lillard shall pay an ADMINISTRATIVE FINE in the amount of Three Thousand Dollars (\$3,000.00) to the general fund of the State of Texas within ten (10) days of the delivery of this Order.
2. It is further ORDERED that Ralph W. Lillard shall CEASE AND DESIST acting as an investment adviser or investment adviser representative in violation of the Texas Securities Act.

SIGNED AND ENTERED BY THE SECURITIES COMMISSIONER this 31st
day of May, 2016.

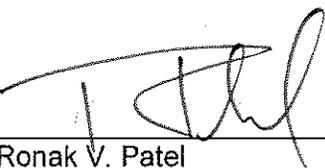

JOHN MORGAN
Securities Commissioner

Respondent:



Ralph W. Lillard

Approved as to Form:



Ronak V. Patel
Deputy Securities Commissioner



Callie A. Baker
Attorney
Inspections and Compliance Division

ACKNOWLEDGMENT

On the 25th day of MAY, 2016, Ralph W. Lillard ("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 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
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]

A large, stylized handwritten signature in black ink, consisting of several overlapping loops and curves.

Notary Public in and for
the State of TEXAS

My commission expires on: SEPTEMBER 17, 2017