

Award
NASD Dispute Resolution, Inc.

In the Matter of the Arbitration Between

Name of Claimant

Don Zabawa

Case No. 00-05723

Hearing Site: Boca Raton, Florida

Names of Respondents

FAS Wealth Management Services, Inc.

Randy James Derouin

Lee A. Siler

Georgianne Detweiler

Gaeton "Guy" Dellapenna

REPRESENTATION OF PARTIES

For Don Zabawa ("Zabawa") hereinafter referred to as "Claimant": Richard Stephens, Esq., Boca Raton, Florida.

For Respondents FAS Wealth Management Services, Inc. ("FAS"), Georgianne Detweiler ("Detweiler") and Gaeton "Guy" Dellapenna ("Dellapenna"): Randy L. Merritt, Esq., Sarasota, Florida.

For Respondent Randy James Derouin ("Derouin"): Delmer C. Gowing, Esq., Delray Beach, Florida.

For Respondent Lee A. Siler ("Siler"): Michael Swann, Esq., Snyderburn, Rishoi and Swann, Orlando, Florida.

CASE INFORMATION

Statement of Claim filed on or about: December 27, 2000.

Amended Statement of Claim filed on or about: August 20, 2001.

Claimant signed the Uniform Submission Agreement: December 21, 2000.

Statement of Answer filed by Respondent FAS on or about: October 9, 2001.

Statement of Answer to Amended Statement of Claim filed by Respondent FAS on or about: October 4, 2001.

Statement of Answer to Amended Statement of Claim filed by Respondents Detweiler and Dellapenna on or about: October 9, 2001.

Statement of Answer filed by Respondent Derouin on or about: March 7, 2001.

Statement of Answer to Amended Statement of Claim filed by Respondent Derouin on or about: October 5, 2001.

Statement of Answer to Amended Statement of Claim filed by Respondent Siler on or about:

October 10, 2001.

Claimant filed a Reply to Affirmative Defenses on or about: March 21, 2001.

Respondent FAS signed the Uniform Submission Agreement: March 2, 2001.

Respondent Derouin signed the Uniform Submission Agreement: February 22, 2001.

Respondent Siler signed the Uniform Submission Agreement: October 8, 2001.

Respondents Detweiler and Dellapenna did not file executed Uniform Submission Agreements.

CASE SUMMARY

Claimant asserted the following: 1) Respondents violated Securities Exchange Act Sections 10(b) and 15(c)(1)(A) and SEC Rules 10(b)-5, Rule 10(b)-3 and 15g-9; 2) Respondents violated Florida Statutes Chapter 517; 3) the actions of Respondents constituted common law fraud; 4) Respondents breached their fiduciary duty to Claimant; 5) Respondents violated NASD Rules of Conduct Rules 2120, 2310, IM-2310-2, 2210(d)(1)(A), 2330(e) and 2110; 6) the actions of Respondents constituted negligence and gross negligence; 7) Respondents breached any agreement that they had with Claimant; 8) Respondent FAS was negligent in its supervision of its employees; 9) Respondents FAS, Dellapenna, Detweiler and Siler are liable under the doctrine of respondeat superior for the actions of Respondent Derouin; 10) Respondents FAS, Dellapenna, Detweiler and Siler were control persons of Respondent Derouin; and 11) the negligent actions of Respondents were done willfully, wantonly and with gross misconduct. The causes of action relate to the purchase and sale, on behalf of Claimant, of various securities including Maxtor, WavePhone, warrants in Bioshield, Cellstar, Earth Search Sciences, Infocure, Interliant, Visual Data Corp., Biosheild Tech. and Data Race, Inc.

Unless specifically admitted in their Answers, Respondents denied the allegations made in the Statement of Claim and asserted various defenses.

RELIEF REQUESTED

Claimant requested compensatory damages of \$300,000.00, plus interest, punitive damages of \$700,000.00, attorney's fees, the costs of this proceeding, disciplinary action against Respondents and such other relief as is deemed just and proper.

Respondent FAS requested that all claims against it be dismissed.

Respondents Dellapenna and Detweiler requested that all claims against them be dismissed.

Respondent Derouin requested that all claims against him be dismissed, that costs of this arbitration be assessed against Claimant, and that attorney's fees be assessed against Claimant pursuant to Florida Statutes Chapter 517.

Respondent Siler requested that all claims against him be dismissed, that costs of this arbitration be assessed against Claimant, that attorney's fees be assessed against Claimant

pursuant to Florida Statutes Chapter 517, and such other and further relief as is deemed just and proper.

OTHER ISSUES CONSIDERED AND DECIDED

Respondents Detweiler and Dellapenna did not file with NASD Dispute Resolution, Inc. properly executed submissions to arbitration but are required to submit to arbitration pursuant to the NASD Code of Arbitration Procedure (the "Code") and, having answered the claim, appeared and testified at the hearing, are bound by the determination of the undersigned arbitrators (the "Panel") on all issues submitted.

The arbitrator selection process in this matter was conducted on or about March 19, 2001. Respondent Siler was added as a Respondent pursuant to the Amended Statement of Claim filed on or about August 20, 2001. At the evidentiary hearing, Respondent Siler asserted an objection to his inability to participate in the arbitrator selection process which was rejected by the Panel.

Claimant's Motion to Conform the Statement of Claim to the evidence presented at the evidentiary hearing was granted by the Panel.

The parties have agreed that the Award in this matter may be executed in counterpart copies.

AWARD

After considering the pleadings, the testimony and evidence presented at the hearing, and the post-hearing submissions (if any), the Panel has decided in full and final resolution of the issues submitted for determination as follows:

Respondents FAS, Derouin, Dellapenna and Siler are liable, jointly and severally, and shall pay to Claimant the sum of \$125,000.00 as compensatory damages, pre-judgment interest specifically denied. Damages are awarded as a result of Respondents' violation of Florida Statutes Chapter 517, Respondents' violations of NASD Rules of Conduct Rules 2120, 2310 and 3010(a), Respondents FAS, Dellapenna and Siler's negligent supervision, the theory of respondeat superior as to Respondents FAS, Dellapenna and Siler, and Respondents' violation of Section 20(a) of the Securities Exchange Act.

Respondents FAS, Derouin, Dellapenna and Siler are liable, jointly and severally, and shall pay to Claimant attorney's fees in such amount as is determined by a court of competent jurisdiction. Attorney's fees are awarded pursuant to Florida Statutes Chapter 517.

Respondents FAS, Derouin, Dellapenna and Siler are liable, jointly and severally, and shall pay to the NASD the sum of \$375.00 representing payment of the claim filing fee which was preliminarily waived by NASD Dispute Resolution, Inc.

Claimant's claims against Respondent Detweiler are denied.

All other requests for relief not specifically addressed herein, including Claimant's request for punitive damages, are denied.

FEES

Pursuant to the Code, the following fees are assessed:

Filing Fees

NASD Dispute Resolution, Inc. will retain or collect the non-refundable filing fees for each claim:

Initial claim filing fee	= \$375.00
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Member Fees

Member fees are assessed to each member firm that is a party in these proceedings or to the member firm that employed the associated persons at the time of the events giving rise to the dispute. In this matter, the member firm is a party.

Member surcharge	= \$2,000.00
Pre-hearing process fee	= \$ 600.00
Hearing process fee	= \$3,500.00

Adjournment Fees

Adjournments requested during these proceedings:

January 7 through January 10, 2002, adjournment requested by Respondent Siler. Request was denied by the Panel and therefore no adjournment fee was assessed.

Forum Fees and Assessments

The panel has the authority to assess forum fees for each hearing session conducted. A hearing session is any meeting between the parties and the arbitrators, including a pre-hearing conference with the arbitrators, that lasts four (4) hours or less. Fees associated with these proceedings are:

Three (3) Pre-hearing sessions with Panel x \$1,200.00	= \$ 3,600.00
Pre-hearing conferences:	
May 30, 2001	1 session
September 28, 2001	1 session
December 12, 2001	1 session
 Eight (8) Hearing sessions x \$1,200.00	 = \$ 9,600.00
Hearing Dates:	
January 7, 2002	2 sessions
January 8, 2002	2 sessions
January 9, 2002	2 sessions
January 10, 2002	2 sessions

Total Forum Fees	= \$13,200.00
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The panel has assessed the total forum fees of \$13,200.00 jointly and severally to Respondents FAS, Derouin, Dellapenna and Siler.

Administrative Costs

Administrative costs are expenses incurred due to a request by a party for special services including, but not limited to, additional copies of arbitrator awards beyond those provided without charge, copies of audio transcripts, retrieval of documents from archives, interpreters, and security.

There were no administrative costs incurred during these proceedings.

Fee Summary

Respondent FAS be and hereby is solely liable for:

Member Fees	= \$6,100.00
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Total Fees	= \$6,100.00
Less payments	= \$6,100.00
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Balance Due NASD Dispute Resolution, Inc.	= \$ 0.00

Respondents FAS, Derouin, Dellapenna and Siler be and hereby are jointly and severally liable for:

Claim Filing Fee	= \$ 375.00
Forum Fees	= \$13,200.00
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Total Fees	= \$13,575.00
Less payments	= \$ 0.00
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Balance Due NASD Dispute Resolution, Inc.	= \$13,575.00

All balances are due and payable to NASD Dispute Resolution, Inc. immediately upon receipt of the Award by the parties pursuant to Rule 10330(g) of the Code.

ARBITRATION PANEL

Michael J. Quarequio, Esq.	-	Public Arbitrator, Presiding Chair
Joel G. Jacob, Esq.	-	Public Arbitrator
Morton L. Shavell	-	Non-Public Arbitrator

Concurring Arbitrators' Signatures

/s/

Michael J. Quarequio, Esq.
Public Arbitrator, Presiding Chair

Signature Date

/s/

Joel G. Jacob, Esq.
Public Arbitrator

Signature Date

/s/


Morton L. Shavell
Non-Public Arbitrator

Signature Date

February 15, 2002

Date of Service (For NASD-Dispute Resolution office use only)

Concurring Arbitrators' Signatures



Michael J. Quarequino, Esq.
Public Arbitrator, Presiding Chair

2/15/02

Signature Date

Joel G. Jacob, Esq.
Public Arbitrator

Signature Date

Morton L. Shavell
Non-Public Arbitrator

Signature Date

Date of Service (For NASD-Dispute Resolution office use only)

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Michael J. Quarequo, Esq.
Public Arbitrator, Presiding Chair

Signature Date


Joel G. Jacob, Esq.
Public Arbitrator


Signature Date

Morton L. Shavell
Non-Public Arbitrator

Signature Date

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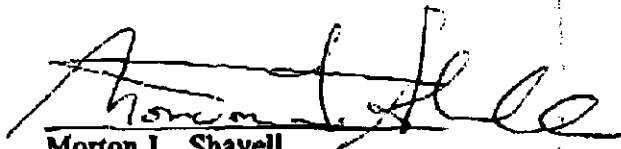
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Michael J. Quarequio, Esq.
Public Arbitrator, Presiding Chair

Signature Date

Joel G. Jacob, Esq.
Public Arbitrator

Signature Date


Morton L. Shavell
Non-Public Arbitrator

2-13-02-
Signature Date

Date of Service (For NASD-Dispute Resolution office use only)