

**STIPULATED AWARD
NASD Dispute Resolution**

In the Matter of the Arbitration Between

Claimant

Bill Zuehlke

v.

03-02839
Denver, Colorado

Respondents

Market Wise Securities, LLC, Terra Nova Trading, LLC
MWSI Holdings, Inc., David S. Nassar,
Thomas McCafferty, Kevin Ward,
and TAL Financial Services, LLC

NATURE OF DISPUTE

Customer v. Members, Associated Persons and Non-Members

REPRESENTATION OF PARTIES

Bill Zuehlke ("**Claimant**") was represented by John G. Nelson, Esq., and Scott T. Rodgers, Esq., Lindquist & Vennum, PLLP, Denver, Colorado and Charles F. Brega, Esq., Brega & Winters, PC, Denver, Colorado. On or about March 1, 2005, Scott T. Rodgers, Esq. and Charles F. Brega, Esq. filed Notices to Withdraw as counsel for Claimant. John G. Nelson, Esq., The Law Offices of John G. Nelson, Denver, Colorado, remained as counsel for Claimant.

Market Wise Securities, LLC ("**Market Wise**"), Terra Nova Trading, LLC, ("**Terra Nova**") Davis S. Nassar ("**Nassar**"), Thomas McCafferty ("**McCafferty**"), Kevin Ward ("**Ward**"), MWSI Holdings ("**MWSI**") and TAL Financial Services, LLC ("**TAL Financial**"), hereinafter collectively referred to as "**Respondents**," were represented by Christian T. Kemnitz, Esq., and Michael S. Weisman, Esq. Katten Muchin Rosenman, LLP, Chicago, Illinois.

CASE INFORMATION

The Statement of Claim was filed on or about April 14, 2003. The Submission Agreement of Claimant was signed on or about December 2, 2002.

The Statement of Answer was filed jointly by Respondents, Market Wise Securities, LLC, MWSI Holdings, Inc., David S. Nassar, Thomas McCafferty, Kevin Ward, Terra Nova Trading, LLC and TAL Financial Services, LLC, on or about June 20, 2003. The Submission Agreement of Respondent, Market Wise Securities, LLC, was signed on or about June 16, 2003. The Submission Agreement of Respondent, David S. Nassar, was signed on or about June 18, 2003. The Submission

Agreement of Respondent, Thomas McCafferty, was signed on or about June 16, 2003. The Submission Agreement of Respondent, Kevin Ward, was signed on or about May 27, 2003.

Respondents filed a Motion to Dismiss on or about June 20, 2003. Claimant submitted a Response to Respondents' Motion to Dismiss on or about August 5, 2003.

CASE SUMMARY

Claimant asserted the following causes of action: (1) violation of Section 10(b) of the Securities and Exchange Act; (2) control person liability under the Securities Act of 1934; (3) violation of the Colorado Securities Act, including Securities Fraud and Aiding and Abetting; (4) breach of fiduciary duty; (5) churning; and (6) negligent failure to supervise. Claimant alleged that Market Wise Securities permitted an unlicensed and unregistered broker, Esmeralda Sanjust di Teulada, to handle his account. Claimant asserted that di Teulada, through the help of Market Wise and other Respondents, churned Claimant's account and caused significant losses. Claimant further alleged that Market Wise Securities failed to supervise the actions of di Teulada and thus is responsible for any losses incurred.

Unless specifically admitted in their Answer, Respondents denied the allegations of wrongdoing set forth in the Statement of Claim and asserted defenses including the following: Claimant failed to state a claim upon which relief can be granted and Claimant's claims should be barred or dismissed for an absence of standing to assert claims premised on NASD supervision rules.

RELIEF REQUESTED

Claimant requested an Award in the amount of \$98,803 in compensatory damages of, plus interest, attorneys' fees, costs and any other relief the panel deemed appropriate.

Respondents requested that the Panel deny the Statement of Claim in its entirety and award them their respective costs and expenses. In addition, Respondents requested an expungement of all references to the above-captioned arbitration from Respondents, David S. Nassar's, Thomas McCafferty's and Kevin Ward's, registration records maintained by the NASD Central Registration Depository ("CRD").

OTHER ISSUES CONSIDERED & DECIDED

Respondent, Terra Nova Trading, LLC, did not file with the NASD Dispute Resolution a properly executed submission to arbitration but is required to submit to arbitration pursuant to Rule 10301 of the NASD Code of Arbitration Procedure (the "Code") and is bound by the determination of the arbitration panel on all issues submitted.

Respondents, MWSI Holdings, Inc., and TAL Financial Services, LLC, did not file with the NASD Dispute Resolution properly executed submissions to arbitrate but having answered the Statement of Claim, and having appeared through counsel at the pre-hearings, are bound by the determination of the arbitration panel on all issues submitted.

On or about February 20, 2004, the panel denied Respondents' Motion to Dismiss.

Prior to the hearing, the parties fully and finally settled all claims by and between them. As part of their settlement agreement, the parties submitted a Stipulated Award and request that it be entered.

The parties have agreed that the Award in this matter may be executed in counterpart copies or that a handwritten, signed Award may be entered. In either case, the parties have agreed to receive conformed copies of the award while the originals remain on file with NASD Dispute Resolution ("NASD").

AWARD

After considering the parties' submissions and representations, but without making any findings of fact or conclusions of law, the undersigned arbitrators order as follows:

1. Claimant's claims, having been withdrawn, are dismissed with prejudice;
2. By agreement of the parties, each party shall bear its, his, her, or their own attorneys' fees and costs;
3. The Panel recommends the expungement of all reference to the above captioned arbitration from Respondents' David S. Nassar's, Thomas McCafferty's and Kevin Ward's registration records maintained by the NASD Central Registration Depository ("CRD"), with the understanding that pursuant to NASD Notices to Members 99-09 and 99-54, David S. Nassar, Thomas McCafferty and Kevin Ward must obtain confirmation from a court of competent jurisdiction before the CRD will execute the expungement directive; and
4. Any relief not specifically enumerated, including attorneys' fees, is hereby denied with prejudice.

FEES

Pursuant to the Code, the following fees are assessed:

Filing Fees

NASD Dispute Resolution will retain the non-refundable filing fee for each claim:

Initial claim filing fee = \$ 225

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 person at the time of the events giving rise to the dispute. In this matter, the member firms are Market Wise Securities, LLC and Terra Nova Trading, LLC.

Member surcharge = \$ 1,100

Pre-hearing process fee = \$ 750

Hearing process fee = \$ 1,700

Adjournment Fees

Adjournments granted during these proceedings:

July 6-10, 2004, Adjournment requested by all parties
(Fee waived by the Panel) = \$ 750

October 10-14, 2005, Adjournment requested by all parties
(Fee waived by the Panel) = \$ 1,500

Three-Day Cancellation Fees

Fees apply when a hearing on the merits is postponed or settled within three business days before the start of a scheduled hearing session:

October 10-14, 2005 Hearing (Adjournment Request: October 5, 2005) = \$ 300

Forum Fees and Assessments

The Arbitration Panel assesses 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:

One (1) Pre-hearing session with the Chairperson x \$ 450 = \$ 450

Pre-hearing conference: May 26, 2004 1 session

One (1) Pre-hearing session with Panel x \$ 750 = \$ 750

Pre-hearing conference: January 28, 2004 1 session

Total Forum Fees = \$ 1,200

The Arbitration Panel has assessed \$ 600 of the forum fees to Bill Zuehlke.

The Arbitration Panel has assessed \$ 600 of the forum fees jointly and severally to Respondents, Market Wise Securities, LLC, MWSI Holdings, Inc., David S. Nassar, Thomas McCafferty, Kevin Ward, Terra Nova Trading, LLC and TAL Financial Services, LLC.

FEE SUMMARY

Claimant, Bill Zuehlke, is liable for:

Initial Filing Fee	= \$ 225
Forum Fees	= \$ 600
<u>Three-Day Cancellation Fee</u>	<u>= \$ 150</u>
Total Fees	= \$ 975
<u>Less payments</u>	<u>= \$ 975</u>
Balance Due NASD Dispute Resolution	= \$ 0

Respondent, Market Wise Securities, LLC, is liable for:

Member Fees	= \$ 3,550
Total Fees	= \$ 3,550
<u>Less payments</u>	<u>= \$ 3,550</u>
Balance Due NASD Dispute Resolution	= \$ 0

Respondent, Terra Nova Trading, LLC, is liable for:

Member Fees	= \$ 3,550
Total Fees	= \$ 3,550
<u>Less payments</u>	<u>= \$ 3,550</u>
Balance Due NASD Dispute Resolution	= \$ 0

Respondents, Market Wise Securities, LLC, MWSI Holdings, Inc., David S. Nassar, Thomas McCafferty, Kevin Ward, Terra Nova Trading, LLC and TAL Financial Services, LLC, are jointly and severally liable for:

Forum Fees	= \$ 600
<u>Three-Day Cancellation Fee</u>	<u>= \$ 150</u>
Total Fees	= \$ 750
<u>Less payments</u>	<u>= \$ 0</u>
Balance Due NASD Dispute Resolution	= \$ 750

All balances are payable to NASD Dispute Resolution and are due upon receipt pursuant to Rule 10330(g) of the Code of Arbitration

ARBITRATION PANEL

Steve A. Miller, Esq. - Public Arbitrator, Presiding Chair
Samuel E. Wing, Esq. - Public Arbitrator
Leon C. Tupy - Non-Public Arbitrator

Concurring Arbitrators:

Steve A. Miller, Esq.
Public Arbitrator, Presiding Chair

Signature Date

Samuel E. Wing, Esq.
Public Arbitrator

Signature Date

Leon C. Tupy
Non-Public Arbitrator

Signature Date

2/20/12

Date of Service (NASD use only)

NASD Dispute Resolution
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Respondents, Market Wise Securities, LLC, MWSI Holdings, Inc., David S. Nassar, Thomas McCafferty, Kevin Ward, Terra Nova Trading, LLC and TAL Financial Services, LLC, are jointly and severally liable for:

Forum Fees	= \$ 600
Three-Day Cancellation Fee	= \$ 150
Total Fees	= \$ 750
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Samuel E. Wing, Esq. - Public Arbitrator
Leon C. Tupy - Non-Public Arbitrator

Concurring Arbitrators:

Steve A. Miller
Steve A. Miller, Esq.
Public Arbitrator, Presiding Chair

3/13/06
Signature Date

Samuel E. Wing, Esq.
Samuel E. Wing, Esq.
Public Arbitrator

Signature Date

Leon C. Tupy
Leon C. Tupy
Non-Public Arbitrator

Signature Date

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3-17-06

Signature Date

Signature Date

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Signature Date

2/20/06
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