

STATE OF NEW HAMPSHIRE
DEPARTMENT OF STATE
BUREAU OF SECURITIES REGULATION
25 CAPITOL STREET
CONCORD, NH 03301

CONSENT ORDER
IN THE MATTER OF:

Roland Matatics, CRD # 4402097

I-2011-000012

- I. For purposes of settling the above-referenced matter and in lieu of further administrative proceedings, Roland Matatics (hereinafter referred to as "Matatics") has submitted an offer of settlement, which the State of New Hampshire, Department of State, Bureau of Securities Regulation (hereinafter referred to as the "Bureau") has determined to accept. As such, Matatics and the Bureau consent to the entry of this Order.

STATEMENT OF ALLEGATIONS

1. Roland Matatics (CRD # 4402097) (hereinafter referred to as "Matatics") was a licensed registered representative with Metlife Securities Inc. since July 27, 2001 and was a licensed insurance producer with Metropolitan Life Insurance Company since September 21, 2001 (hereinafter Metlife Securities Inc. and Metlife Metropolitan Life Insurance Company will be collectively referred to as "Metlife"). Matatics maintained an office at 222 West Street, Keene, NH 03431. Matatics was terminated on September 29, 2011.
2. Matatics' alleged victim is an eighty-six year old gentleman from Keene, New Hampshire (hereinafter referred to as the "Alleged Victim"). The Alleged Victim has resided in his family home in Keene, New Hampshire for over sixty years with his two sisters (hereinafter collectively referred to as the "Sisters"). The Alleged Victim and his Sisters were clients of Matatics since 2004. The Sisters have since passed away, the first in August of 2007 and the second in September of 2009. The Alleged Victim suffered a fall in early January of 2010 and was hospitalized. He was released from a rehabilitation center in April of 2010 but wound up back in the hospital a short time later. He was subsequently released a second time from a rehabilitation center in June of 2010 and has required 24-hour nursing care ever since.
3. Records from the Dartmouth-Hitchcock Clinic in Keene, New Hampshire establish that, by August of 2010, the Alleged Victim was experiencing a cognitive incapacity that rendered him incapable of managing his own affairs.

4. On August 23, 2010, a report was filed against Matatics by the State of New Hampshire, Department of Health and Human Services, Division of Community Based Care, Bureau of Elderly and Adult Services (hereinafter referred to as "Bureau of Elderly and Adult Services" or "BEAS") for alleged misconduct related to an incident involving Matatics writing a ten thousand dollar (\$10,000) check from the Alleged Victim's account for Matatics' daughter's college tuition.
5. On August 24, 2010, the BEAS made a referral of this incident to the Keene Police Department (hereinafter referred to as the "KPD"). Shortly thereafter, the KPD's Incident Report states that a detective interviewed Matatics at his Metlife office. The detective states that Matatics characterized his daughter's ten thousand dollar (\$10,000) college tuition check from the Alleged Victim as a "gift" from the Alleged Victim to Matatics for all the help Matatics had provided him. Matatics explained to the KPD detective that he advised the Alleged Victim that he could not take a cash gift from him for the help he was providing because the Alleged Victim was his Metlife client, but Matatics further explained that the Alleged Victim could write a check to his daughter's college for tuition. The KPD's Incident Report further states that on June 30, 2010, Matatics subsequently wrote out a ten thousand dollar (\$10,000) check from the Alleged Victim's checking account made payable to the University of New Hampshire for the benefit of Matatics' daughter's tuition. While being questioned by the KPD detective, Matatics acknowledged that he wrote the check out and had the Alleged Victim sign it. Subsequent investigation by the Bureau found that the check was cashed by the University of New Hampshire and credited to Matatics' daughter's tuition account. The Bureau's investigation further revealed that Matatics later returned the funds to the Alleged Victim.
6. On December 21, 2010, after interviewing at least eighteen witnesses, the BEAS concluded that Matatics exploited the Alleged Victim, as defined in RSA 161-F:43, IV. RSA 161-F:43, IV defines exploitation as "the illegal use of an incapacitated adult's person or property for another person's profit or advantage, or a breach of a fiduciary relationship through the use of a person's or a person's property for any purpose not in the proper and lawful execution of a trust, including, but not limited to, situations where a person obtains money, property, or services from an incapacitated adult through the use of undue influence, harassment, duress, deception, or fraud." The BEAS determined that Matatics exploited the Alleged Victim by writing a check in the amount of ten thousand dollars (\$10,000) from the Alleged Victim's checking account and using the money for purposes other than for the Alleged Victim and without the Alleged Victim's knowledge or authorization.
7. On July 15, 2011, Matatics sent a letter to the BEAS requesting reconsideration of the finding of exploitation and requesting a telephone conversation on the matter. The BEAS's Adult Protective Services Administrator called Matatics that same day on July 15, 2011 and the matter was discussed.
8. On August 30, 2011, the Adult Protective Services Administrator wrote to Matatics explaining that, after reconsideration of the finding of exploitation, the determination

stands final. Matatics has since appealed this decision with the New Hampshire Department of Health and Human Services, Administrative Appeals Unit and his appeal is pending.

9. At no time did Matatics ever have a financial power of attorney, a healthcare power of attorney or any other legal authority or guardianship over the Alleged Victim.
10. On October 17, 2011, the Bureau submitted a Staff Petition for Relief and an order was issued by the Bureau's director instructing Matatics to cease and desist from violations of RSA 421-B, ordering him barred from holding a securities license under New Hampshire law for a period of five years, and to pay costs and fines.

CONCLUSIONS OF LAW

1. Matatics is a 'person' within the meaning of RSA 421-B:2, XVI.
2. Pursuant to RSA 421-B:8, X, persons licensed under this chapter to conduct securities business shall abide by the rules of the Securities and Exchange Commission, National Association of Securities Dealers, national and regional stock exchanges, and other self-regulating organizations which have jurisdiction over the licensee, which set forth standards of conduct in the securities industry. Metlife is a member of FINRA and Matatics was associated with Metlife as a broker-dealer agent. As such, Matatics is required to abide by the rules of the Financial Industry Regulatory Authority, Inc. (hereinafter referred to as "FINRA"). FINRA rule 2010 states that "[a] member, in the conduct of its business, shall observe high standards of commercial honor and just and equitable principles of trade." Matatics is in violation of this FINRA rule and corresponding New Hampshire law for receiving, either directly or indirectly, what he characterized as a "gift" of ten thousand dollars (\$10,000) from the Alleged Victim. Accepting such a gift from a client was also in violation of Metlife's employee policy and procedures.
3. Pursuant to RSA 421-B:10, I(a) and (b)(2), the secretary of state may by order bar any person from licensure if he or she finds that the order is in the public interest and that the person has willfully violated or failed to comply with any provision of this title. Matatics is subject to this provision.
4. Pursuant to RSA 421-B:10, I(a) and (b)(7), the secretary of state may by order bar any person from licensure if he or she finds that the order is in the public interest and that the person has engaged in dishonest or unethical practices in the conduct of business in the state of New Hampshire or elsewhere. Matatics is subject to this provision.
5. Pursuant to RSA 421-B:10, VI, in lieu of, or in addition to, any such order to suspend or revoke any license or application, the secretary of state may, upon hearing, assess an administrative fine of not more than \$2,500 per violation. Matatics is subject to this provision.

6. Pursuant to RSA 421-B:23, whenever it appears to the secretary of state that any person has engaged or is about to engage in any act or practice constituting a violation of this chapter or any rule or order under this chapter, the secretary of state shall have the power to issue and cause to be served upon such person an order requiring the person to cease and desist from violations of this chapter. Matatics is subject to this provision.
7. Pursuant to RSA 421-B:22, IV, in any investigation to determine whether any person has violated or is about to violate this title or any rule or order under this title, upon the secretary of state's prevailing at hearing, or the person charged with the violation being found in default, or pursuant to a consent order issued by the secretary of state, the secretary of state shall be entitled to recover the costs of the investigation, and any related proceedings, including reasonable attorney's fees, in addition to any other penalty provided for under this chapter. Matatics is subject to this provision.

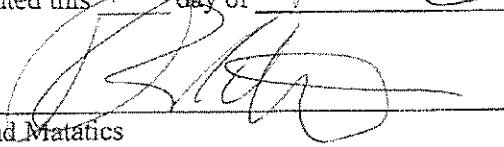
II. In view of the foregoing, the Respondent agrees to the following undertakings and sanctions:

1. Matatics agrees that he voluntarily entered into this Consent Order and represent and aver that no employee or representative of the Bureau has made any promise, representation, or threat to induce their execution.
2. Matatics agrees to waive his right to an administrative hearing and any appeal therein under RSA 421-B.
3. Matatics agrees that this Consent Order is entered into for the purpose of resolving only the matter as described herein. This Consent Order shall not be construed to restrict the Bureau's right to initiate an administrative investigation or proceeding relative to conduct by Matatics for which the Bureau has no knowledge of at the time of the final entry of this Consent Order.
4. Matatics may not take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any allegation contained in this Consent Order or create the impression that the Consent Order is without factual basis.
5. Matatics agrees to a four year revocation of his securities license in the State of New Hampshire from the date of execution of this Consent Order. After such time, Matatics may re-apply to the Bureau for licensure. Relicensure will be at the discretion of the Bureau.
6. Matatics and the Bureau understand that failure by either party to fully comply with the terms of this Consent Order may result in this Consent Order being vacated. If vacated, the Bureau may reinstate its enforcement action and Matatics may invoke his right to an Administrative Hearing.

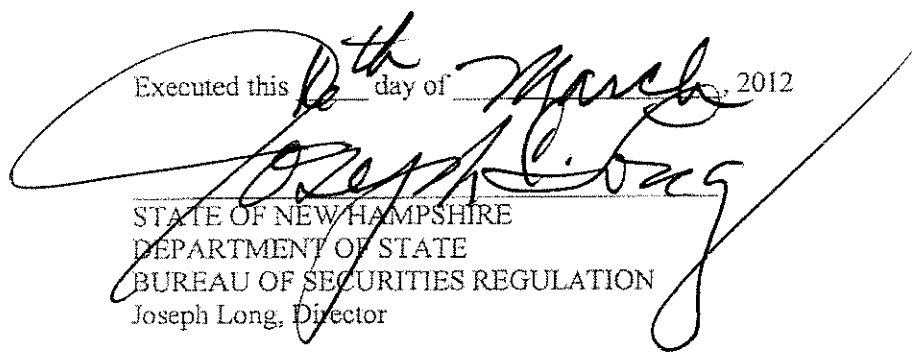
7. Matatics must pay four hundred and fifty dollars (\$450) in costs to the Bureau. The check must be made out to the State of New Hampshire and received by this office by June 1, 2012. After a review of Matatics' personal financial information, the Bureau has agreed to waive additional costs and fines in this matter.

So Consented.

Executed this 15th day of March, 2012


Roland Matatics

Executed this 16th day of March, 2012


STATE OF NEW HAMPSHIRE
DEPARTMENT OF STATE
BUREAU OF SECURITIES REGULATION
Joseph Long, Director