

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

CONSENT ORDER
FOR CENSURE

Geraci Capital Management, LLC CRD#150600
Gary Geraci, CRD#2785932

INV14-0002

- I. For purposes of settling the above-referenced matter and in lieu of further administrative proceedings, Gary Geraci (hereinafter referred to as "Geraci"), and Geraci Capital Management, LLC (hereinafter "GCM") have submitted an offer of settlement, which the Bureau of Securities Regulation, Department of State, State of New Hampshire (hereinafter referred to as "the Bureau") has determined to accept. Accordingly, Geraci and GCM do hereby consent to this order of Censure:

STATEMENT OF FACTS

1. Geraci and GCM are a state registered investment advisor agent and advisory firm in the State of Massachusetts since 6/10/2009. On or about 12/31/2013, Geraci and GCM requested termination of licensure in Massachusetts and moved to New Hampshire at 30 Jacob Road, Windham, New Hampshire 03087 in the early part of January 2014. The New Hampshire license application is pending as of 12/11/2013 and not yet approved.
2. After moving to New Hampshire in the early part of January 2014 Geraci and GCM acted as and conducted business as an advisory firm and agent in New Hampshire without licensure due to administrative oversight. Geraci and GCM are expected to be approved for licensure simultaneous with this Consent and Order For Censure.

THE LAW

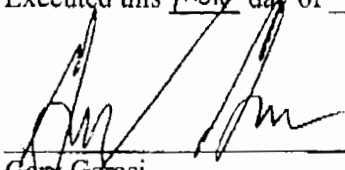
1. Geraci and GCM are persons within the meaning of RSA 421-B:2, IX and IX-a.
2. Pursuant to RSA 421-B:6, persons conducting advisory business in New Hampshire shall be licensed accordingly.

3. RSA 421-B:10,I(a) and (b)(2) allows the secretary of state to deny, suspend, or revoke any license or application if he finds that it is in the public interest and that the investment advisor and agent have willfully violated or failed to comply with any provision of RSA 421-B, or the Securities Act of 1933, the Securities Exchange Act of 1934, or any rule under any of such statutes.
 4. Pursuant to RSA 421-B:21, the Bureau can issue a censure in lieu of a fine or suspension/revocation.
- II. In view of the foregoing, Respondents agree to the following sanctions:
1. Respondents agree that that they have voluntarily consented to the entry of this 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. Respondents agree to waive their right to an administrative hearing and any appeal therein under this chapter.
 3. Respondents agree that this Order is entered into for purpose of resolving only the matter as described herein. This Order shall have no collateral estoppel, res judicata or evidentiary effect in any other lawsuit, proceeding, or action, not described herein. Likewise, this Order shall not be construed to restrict the Bureau's right to initiate an administrative investigation or proceeding relative to conduct by Respondents which the Bureau has no knowledge at the time of the *date of final entry of this Order*
 4. Respondents 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 in this consent order or create the impression that the consent order is without factual basis. Nothing in this provision affects Respondent's testimonial obligations or right to take legal positions in litigation in which the State of New Hampshire is not a party.
- III. Based on the foregoing, the Bureau deems it appropriate and in the public interest to accept and enter into this Order. **THEREFORE, IT IS HEREBY ORDERED THAT:**
1. Geraci and GCM are hereby censured.



- 2. Geraci and GCM shall get licensed in New Hampshire forthwith simultaneous with this Order.
- 3. Respondents comply with the above-referenced undertakings.

Executed this ⁽²⁴⁾ ~~Mon~~ day of February, 2014. (2/24/14)



 Gary Geraci

(Please print name below:)

Gary GERACI

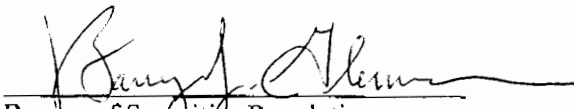
Executed this 24th day of February, 2014. (2/24/14)

for 

Geraci Capital Management, LLC

Gary GERACI

Entered this 25th day of February, 2014.



Bureau of Securities Regulation
 Barry Glennon, Director

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

CENSURE
IN THE MATTER OF:

Gary Geraci, CRD#2785932
Geraci Capital Management, CRD#150600

INV14-0002

I. Upon receipt of Respondent's license application in New Hampshire on or about 12/11/2013, the Bureau conducted an investigation. Following completion of the investigation, and a full review of the facts and circumstances of this matter, the staff of the Bureau of Securities Regulation, Department of State, State of New Hampshire (hereinafter referred to as the "Bureau") finds it appropriate to issue the following Censure pursuant to New Hampshire RSA 421-B:21:

1. WHEREAS, Gary Geraci, CRD#2785932 and Geraci Capital Management, LLC CRD#150600, (hereinafter referred to as "Geraci" and "GCM") is an investment advisor representative and investment advisory firm with an address on record with the Bureau of 30 Jacob Road, Windham, New Hampshire 03087, and
2. WHEREAS, Geraci and GCM applied for New Hampshire licensure on or about 12/11/2013 and moved from the State of Massachusetts in early January 2014, and they requested termination of their Massachusetts licensure on or about 12/31/2013, and
3. WHEREAS, Geraci and GCM acted as an investment advisor representative and advisory firm in New Hampshire without licensure and while pending New Hampshire licensure approval, and
4. WHEREAS, Geraci and GCM will be licensed simultaneously with this Order.

II. The staff of the Bureau of Securities Regulation, Department of State, State of New Hampshire issues this formal Censure.

Signed:



Barry J. Glennon, Director

March 3, 2014
