

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C.

SECURITIES EXCHANGE ACT OF 1934  
Rel. No. 52883 / December 5, 2005

Admin. Proc. File No. 3-11716

In the Matter of  
  
THOMAS J. DONOVAN  
361 88th Street  
Brooklyn, New York 11209

OPINION OF THE COMMISSION

BROKER-DEALER PROCEEDINGS

Ground for Remedial Action

Injunction

Former associated person of registered broker-dealer was permanently enjoined from violating antifraud provisions of the securities laws. Held, it is in the public interest to bar respondent from association with any broker or dealer.

APPEARANCES:

Thomas J. Donovan, pro se.

Michael K. Lowman and Natasha Vij, for the Division of Enforcement.

Appeal filed: April 26, 2005  
Last brief received: July 26, 2005

## I.

Thomas J. Donovan, formerly associated with Knight Securities, L.P. (“Knight”) and Andover Brokerage, L.L.C. (“Andover”), registered broker-dealers, appeals from the initial decision of an administrative law judge. <sup>1/</sup> The law judge found that Donovan was permanently enjoined from violations of the antifraud provisions of the securities laws. Based on that injunction and evidence introduced at the administrative hearing she held, the law judge concluded that it was in the public interest to bar Donovan from association with any broker or dealer. We base our findings on an independent review of the record, except with respect to those findings not challenged on appeal.

## II.

a. Background

On September 8, 2003, the Commission filed a civil injunctive action in the United States District Court for the District of New Jersey <sup>2/</sup> charging Donovan and others with violating Section 17(a) of the Securities Act of 1933, <sup>3/</sup> Section 10(b) of the Securities Exchange Act of 1934, <sup>4/</sup> and Rule 10b-5 thereunder. <sup>5/</sup> The Commission's complaint alleged that, during 2001 and 2002, Donovan and two other defendants, Brian Delaney and Nicole Shkedi, engaged in a fraudulent trading scheme in which they knowingly and intentionally executed stock trades from Knight proprietary accounts they controlled at prices guaranteed to generate profits in individual brokerage accounts that they also controlled at another firm, thereby defrauding Knight of approximately \$1.4 million. <sup>6/</sup>

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<sup>1/</sup> Donovan was associated with Knight from 1996 until September 2001. Shortly thereafter, Donovan became associated with Andover. Donovan remained associated with Andover until February 2002. The record indicates that Donovan is no longer associated with any broker or dealer.

<sup>2/</sup> SEC v. Brian P. Delaney, No. 2-03 CV4206 (JWB) (D. N.J. Sept. 8, 2003).

<sup>3/</sup> 15 U.S.C. § 77q(a).

<sup>4/</sup> 15 U.S.C. § 78j(b).

<sup>5/</sup> 17 C.F.R. § 240.10b-5.

<sup>6/</sup> According to the complaint, the defendants “abused their positions at Knight by knowingly and intentionally executing fraudulent stock trades from the Knight proprietary accounts they controlled at prices guaranteed to generate profits in private brokerage accounts that they also controlled.”

(continued...)

The Commission commenced the injunctive action on September 8, 2003 by filing its complaint with the district court, but was unable to serve process upon Donovan until January 20, 2004. <sup>7/</sup> Donovan, who claims he was never served, did not file an answer to the complaint and, on September 3, 2004, the Commission filed a request for an entry of a final judgment by default. <sup>8/</sup> Finding that Donovan had failed "to defend the Commission's action" and that the court had jurisdiction, the court granted the Commission's request and entered a final judgment against Donovan. The final judgment enjoined Donovan from violating Securities Act Section 17(a), Exchange Act Section 10(b), and Exchange Act Rule 10b-5, and required Donovan to pay a civil penalty of \$90,000. <sup>9/</sup>

On October 21, 2004, we authorized the institution of administrative proceedings to determine whether sanctions should be imposed on Donovan. Following a hearing at which

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<sup>6/</sup> (...continued)

In a related criminal proceeding, Delaney was convicted, on his plea of guilty, of securities fraud and wire fraud. Brian P. Delaney, Litigation Rel. No. 18329 (Sept. 8, 2003), 81 SEC Docket 218, 219. At the time of the hearing before the law judge, Delaney was incarcerated, serving an eighteen-month sentence.

Delaney and Shkedi also settled related administrative proceedings without admitting or denying the Commission's charges. Pursuant to these settlements, Delaney and Shkedi were barred from association with any broker or dealer. Brian P. Delaney, Securities Exchange Act. Rel. No. 48561 (Sept. 29, 2003), 81 SEC Docket 631; Nicole M. Shkedi, Exchange Act. Rel. No. 48562 (Sept. 29, 2003), 81 SEC Docket 633.

<sup>7/</sup> The record does not indicate the reason for the delay in effecting service on Donovan.

<sup>8/</sup> Donovan testified that he was not served with the Commission's complaint but that he was aware -- because "[i]t was in the newspapers" -- that the civil injunctive proceeding had been filed. While the record is not entirely clear, it appears that a process server personally delivered the complaint to one of Donovan's neighbors at Donovan's address, on January 20, 2004, and mailed a copy to Donovan on January 21, 2004. To the extent Donovan wishes to challenge the district court's decision based on the invalidity of service or for some other reason, he must do so through an appeal of that decision to the court of appeals. See infra note 9.

<sup>9/</sup> Although ambiguous, Donovan's filings suggest that he has appealed the injunctive judgment "based on the distortion of facts and lack of supporting evidence." The record, however, does not contain any evidence of such an appeal, and we are aware of no indication that an appeal was filed. In any event, we are not precluded from imposing sanctions pursuant to Exchange Act Section 15(b)(6) because the respondent has appealed the court order at issue in the administrative proceeding. See Joseph P. Galluzzi, Exchange Act Rel. No. 46405 (Aug. 23, 2002), 78 SEC Docket 1125, 1130 n.21.

Delaney and Donovan testified, the law judge imposed a bar on Donovan finding that, while “Donovan did not mastermind the scheme, his scienter is indicated by his admission that he lent his name to accounts that he considered Delaney's and that he knew that Delaney was using the accounts to circumvent Knight's compliance procedures.”

b. Fraudulent Trading Scheme

Donovan, Delaney and Shkedi were all employed by Knight as equity traders responsible for making markets in specific equity securities. As equity traders, they had discretionary trading authority over Knight trading accounts used for its market making activities. Delaney testified that, in late 2000, he came up with the basic idea of the fraudulent trading scheme at issue here. Under this scheme, as described in the record and not disputed by the parties, Delaney looked for thinly-traded securities in which Knight was serving as the lead market maker, and in which there was a large spread between the advertised “bid” and “ask” prices. <sup>10/</sup> To effect the scheme, Delaney placed orders in these securities through an individual brokerage account he controlled at E\*TRADE Securities, LLC, which directed the vast majority of its customer orders to Knight for execution. <sup>11/</sup> The record indicates that Delaney was then able to use his position as a Knight trader to cause Knight to sell stock at or near the bid price from its trading account to the E\*TRADE account controlled by Delaney. <sup>12/</sup> Later, Delaney would place a sell order in the E\*TRADE account and use the Knight trading account to buy the stock back at or near the ask price. It is further undisputed that, through this scheme, Delaney was

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<sup>10/</sup> A “bid” price is the price that a market maker is willing to purchase a stock. The “ask” price is the price at which a market maker is willing to sell the stock to the public. SEC v. Martino, 255 F. Supp. 2d 268, 277 n.17 (S.D.N.Y. 2003).

<sup>11/</sup> Delaney testified that E\*TRADE "routed all orders through the number one market maker volume-wise [and he] had to be sure Knight Securities was number one in all these stocks" he had selected.

The account that Delaney originally used was owned by, and in the name of, Charles C. Campbell, a business associate of Delaney's, who permitted Delaney to use his account as part of the scheme until the fall of 2001 when Campbell ended his involvement. The Commission brought an administrative action against Campbell arising from this conduct. Under the settlement agreement reached by the parties, Campbell, who was not associated with Knight or any other broker or dealer, was ordered to cease and desist from committing or causing future violations of the antifraud provisions of the federal securities laws. Charles C. Campbell, Exchange Act Release No. 48458 (Sept. 8, 2003), 81 SEC Docket 25.

<sup>12/</sup> Delaney testified that, because of the way Knight operated, he could control Knight's execution in its proprietary account of trades in certain securities at a given time.

able to generate, at Knight's expense, substantial trading profits by, in Delaney's words, "capturing the spread." 13/

According to Delaney, in August 2001, shortly before Donovan left Knight and joined Andover, Delaney approached Donovan to determine whether the latter would assist him with his trading scheme. Delaney further testified that Donovan agreed to participate, provided that Delaney would forgive a \$5,000 debt Donovan owed Delaney, and with the understanding that Donovan's (and Delaney's) supervisor, Randy Taylor, who was also a participant in the scheme, would "take care" of Donovan in the future. 14/ Delaney testified that Donovan, while still associated with Knight, executed four trades, on Delaney's instructions, in Knight's proprietary account in furtherance of the scheme.

Disputing Delaney's testimony that he was a knowing participant in the scheme, Donovan testified in his defense that he never knew that Delaney was "stealing money" from Knight. Donovan also disputed Delaney's claim that Donovan used his position as a Knight trader to execute trades in furtherance of the scheme. 15/ Donovan readily admitted, however, taking various actions at Delaney's request shortly after ending his association with Knight (and for several months thereafter), for the express purpose of assisting Delaney, in Donovan's words, to "circumvent trading procedures at Knight Securities." These actions included the opening, in Donovan's name, of two individual E\*TRADE accounts in October 2001 and January 2002, respectively, which he then effectively turned over to Delaney for Delaney to use as his own.

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13/ As Delaney explained:

[T]here was two people that had an E\*TRADE account, and I would enter an order electronically through a handheld device, Palm Pilot, knowing those two persons' account numbers and passwords in the E\*TRADE account; place an order in there either at the best bid or just above the bid, the buy side, and the sell side doing the same thing at the offering price or just below the offering price. Executing it within the spread, capturing the spread, making a profit in the E\*TRADE accounts, thus carrying a loss in the Knight Securities account.

14/ Taylor was subpoenaed to appear at the hearing before the law judge but did not appear. Donovan contends that he intended to elicit testimony from Taylor to the effect that Donovan's departure from Knight was amicable.

15/ Donovan did not dispute evidence showing that the four trades identified by Delaney were executed using Donovan's password but claimed that, because passwords were frequently shared among Knight personnel, the trades could have been entered by another Knight trader. While not making a general credibility finding regarding Delaney's testimony about Donovan's role in the scheme, the law judge expressly declined to find that Donovan had executed these four trades. In doing so, the law judge held that Delaney's testimony was "uncorroborated, and his credibility [was] lowered by the fact that he [had been] convicted of a crime of moral turpitude arising out of the same facts."

The record establishes that, in opening these accounts, Donovan furnished false information to E\*TRADE. Among other things, Donovan falsely claimed in new account forms for these accounts that (1) he was not a securities professional; (2) he was unemployed; (3) his employer was not a registered broker-dealer; 16/ (4) his net worth exceeded \$1 million; and (5) he had no prior investment experience. 17/

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16/ The E\*TRADE application contained boxes for the applicant to indicate “yes” or “no” to a series of questions about the applicant. The question regarding the employer’s broker-dealer status merely asked the applicant to check whether or not the employer was a registered broker-dealer; it did not provide a third alternative to show that the question was not applicable because the applicant was unemployed.

17/ In his testimony before the law judge, Donovan conceded that this information was false:

Q. [W]here [Donovan’s E\*TRADE account application] says liquid net worth, \$1 million plus, that wasn’t right, was it.

A. No.

Q. You go down to total net worth excluding home, do you see that?

A. Yes.

Q. You checked off \$1 million?

A. Absolutely.

Q. That wasn’t right either, was it?

A. No.

Q. Then you go down to the next set of information, investment experience and knowledge, and the very first piece of information asked there, there is a box that says none. That wasn’t true either, was it?

A. Obviously not. I have a lot of experience.

In the application for his first E\*Trade account, Donovan indicated that he was "self-employed." Donovan claims that he had not started at Andover at the time he completed the application, but it appears that he began in the same month. Donovan admits that he was employed by Andover at the time he submitted his application for the second E\*Trade account. Nevertheless, in this second application, he listed his business status

(continued...)

In testimony before the law judge, Donovan stated that he had decided to help Delaney because Delaney was "having problems with himself as far as trading -- he said he was holding positions too long, that Knight just enforced a policy you had to hold trades for ninety days [and Delaney] said he didn't want to hold them that long. It was that simple." Donovan was aware that, in permitting Delaney to use Donovan's accounts, Donovan was preventing Knight from monitoring Delaney's trading because, among other things, Knight would not be receiving duplicate trade confirmations for an account held in Donovan's name since Donovan was no longer associated with Knight. As Donovan admitted, he was "aware that that is supposed to happen, that the firm you are working for is supposed to get dupe confirms." Based on the above, we conclude that Donovan was aware that Delaney sought the arrangement with Donovan for the purpose of preventing Knight from monitoring Delaney's personal trading.

After opening the first account, Donovan deposited in it \$250,000 that had been given to him by Delaney. Donovan then provided Delaney with the access code and password for the account so that Delaney could enter orders remotely through his electronic handheld device. Donovan conceded that, while he provided access information for the account to Delaney, Donovan could still access the account, and monitor activity in the account, at any time if he so chose.

Shortly after Donovan opened the first account at issue here, Delaney expressed concerns to Donovan about the possibility that, because of Donovan's former association with Knight, 18/ E\*TRADE might determine to notify Knight about trading activity in the account, which was substantial and which involved, as mentioned, stocks in which Knight was a market maker. Consequently, Delaney asked Donovan to verify with E\*TRADE that Knight was not receiving duplicate copies of trades in the account. Donovan did so. 19/ Still uneasy, Delaney asked Donovan to open a second E\*TRADE account to ensure that there was no possible connection

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17/ (...continued)  
as "unemployed." According to Donovan, he did this because he "wasn't receiving any checks" from Andover at the time.

18/ The record provides limited information about a third E\*TRADE account opened in Donovan's name. This account, which was opened before Donovan became involved in the scheme, was not utilized in the scheme.

19/ Donovan, in his briefs on appeal, denies that he contacted E\*TRADE to verify whether it was sending duplicate confirmations to any broker-dealer and suggests that, to the extent that the Commission has evidence of such inquiries, they may have been made by Delaney impersonating Donovan for the purpose of implicating him in the scheme. During the administrative hearing, however, Donovan testified that: "I went to E\*TRADE's office [and asked them if they were] sending duplicate confirms, and they stated that they weren't."

between the account and Knight. 20/ Donovan then transferred \$322,000 in trading profits from the first account into the second account.

As indicated, several million dollars traded through the accounts during the period at issue generating significant profits. 21/ In November alone, \$3.7 million in trades were executed in the first account Donovan had opened. Although he conceded that it was "pretty easy to check and see and log onto these accounts," Donovan claims that he never did so. Nor, according to Donovan, did he ever review the numerous trade confirmations or account statements that he admittedly received for the accounts because, in his view, the accounts were Delaney's and Donovan couldn't be "bother[ed]." 22/ Instead, according to Donovan, he simply

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20/ When Donovan was asked why, after he had verified that Knight was not receiving trade confirmations for the account, he opened the second account, he answered:

Brian [Delaney] asked me if -- he said he wanted to start -- for accounting purposes with taxes, he wanted to start over, and he asked me if I could start another account for him. I said no problem. It wasn't a big deal to me.

21/ The following are examples of trades that were made by Delaney in early January 2002 using the account Donovan had opened at Delaney's request in October 2001.

<u>Date</u>	<u>Transaction</u>	<u>Symbol</u>	<u>Quantity</u>	<u>Price</u>	<u>Amount</u>	<u>Bid</u>	<u>Ask</u>	<u>Profits</u>
1/4	Buy	ACAP	5,000	20.70	\$103,500	20.7	21.00	
1/7	Sell	ACAP	5,000	21.47	\$107,350	21.6	21.48	\$3,850
1/4	Buy	ATCO	20,000	2.55	\$51,000	2.54	2.75	
1/7	Sell	ATCO	20,000	3.10	\$62,000	3.00	3.06	\$11,000
1/4	Buy	CTZN	5,000	16.00	\$80,000	16.00	16.25	
1/7	Sell	CTZN	5,000	17.24	\$86,200	16.30	17.27	\$6,200
1/4	Buy	FCFCO	5,000	7.95	\$39,750	7.95	8.01	
1/7	Sell	FCFCO	5,000	10.00	\$50,000	9.98	10.00	\$10,250
1/4	Buy	MAXY	5,000	16.00	\$80,000	15.85	16.15	
1/7	Sell	MAXY	5,000	16.55	\$82,750	16.40	16.57	\$2,750
1/4	Buy	PENX	5,000	12.00	\$60,000	12.00	12.50	
1/7	Sell	PENX	5,000	13.25	\$66,250	12.50	13.49	\$6,250

22/ According to Donovan, "[i]t wasn't my account. It wasn't my money."



collected, unopened, the various correspondence related to the accounts and, at some later point, provided that correspondence to his attorney. 23/

Although Donovan claims to have been uninvolved in, and unaware of, trading in the accounts, he admittedly wired profits out of the accounts periodically at Delaney's direction. For example, in December 2001, Delaney asked Donovan to wire \$150,000 in trading profits from one of the accounts to Donovan's personal bank account, and then to write Delaney a personal check for that amount. 24/ Donovan did so. On another occasion, again at Delaney's direction, Donovan transferred \$200,000 into his bank account and then directed that the bank wire the funds to Fox Chase Sparta, LLP, an entity controlled by Delaney. Donovan claims that, even on these occasions, when confronted with indications of the accounts' extraordinary profitability, he ignored them because it was not his money and, in effect, it was none of his business. Donovan further claims that, had he examined the accounts' performance, he would not have found it suspicious because Delaney had "made \$40 million at Knight three years prior to that. This [later profitability] was nothing, as far as [Donovan] knew."

### III.

Exchange Act Section 15(b)(6)(A)(iii) 25/ provides that the Commission may, among other sanctions, bar any person who is, or at the time of the alleged misconduct was, associated with a broker or dealer if such person is enjoined from engaging in any conduct or practice in connection with either (a) the activity of a broker or dealer or (b) the purchase or sale of a security, provided that the Commission finds that the sanction is in the public interest. As described above, Donovan was subject to civil enforcement proceedings based on allegations that he had violated the antifraud provisions in connection with the purchase or sale of securities. Donovan did not contest those proceedings and, as a result, a district court enjoined him from further violations of those provisions and imposed a substantial civil penalty.

Following entry of that injunction, and as part of these administrative proceedings, Donovan testified that, in connection with the fraudulent scheme that formed the basis for the civil injunctive proceeding, he opened two securities brokerage accounts in his own name at Delaney's request, that he allowed Delaney to use these accounts without limitation, and that he transferred funds between and from the accounts as directed by Delaney. Donovan also admitted that he assisted Delaney for the purpose of circumventing Knight trading procedures and, as a result, Knight was unable to monitor Delaney's outside trading activities. Moreover, undisputed evidence establishes that, in opening the two accounts, Donovan provided false information to

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23/ Donovan does not explain why he determined that it was necessary that these documents be held by his attorney, rather than by himself or Delaney.

24/ Donovan explained that the transfer of funds was handled this way because Donovan did not "have check writing privileges at E\*TRADE."

25/ 15 U.S.C. § 78o(b)(6)(A)(iii).

the firm at which the accounts were maintained, misleading the firm about Donovan's status as a securities professional and, thereby, lessening scrutiny of the accounts.

In determining whether a sanction is appropriate in the public interest, the Commission considers a range of factors relevant to that determination, including (1) the egregiousness of the respondent's actions, (2) the isolated or recurrent nature of the infraction, (3) the degree of scienter involved, (4) the sincerity of the respondent's assurances against future violations, (5) the respondent's recognition of the wrongful nature of the misconduct, and (6) the likelihood that the respondent's occupation will present opportunities for future violations. 26/ A consideration of these factors indicates that a bar is warranted here.

Donovan engaged in serious misconduct over an extended period by willingly helping an associate evade compliance procedures and, thereby, effectuate a major fraudulent trading scheme. Donovan's actions resulted in substantial losses to his former employer. While Donovan concedes that he "should never have enabled . . . Delaney to circumvent Knight compliance procedures," he claims that, in doing so, he lacked scienter. He asserts that, "while a suspension may have been warranted due to incompetent negligence," the bar imposed by the law judge is not warranted by the public interest. 27/ Donovan claims that he was merely a "dupe" of Delaney, and was fooled as to Delaney's true intentions.

We believe that the record strongly refutes Donovan's claim that he acted without scienter. 28/ Based on Donovan's own testimony, he gave substantial and various assistance to

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26/ See Steadman v. SEC, 603 F.2d 1126, 1140 (5th Cir. 1979), aff'd on other grounds, 450 U.S. 91 (1981); see also Galluzzi, 78 SEC Docket at 1133; KPMG Peat Marwick LLP, 54 S.E.C. 1135, 1192 (2001), petition denied, 289 F.3d 109 (DC Cir. 2002); Joseph J. Barbato, 53 S.E.C. 1259, 1281 n.31 (1999); Donald T. Sheldon, 51 S.E.C. 59, 86 (1992), aff'd, 45 F.3d 1515 (11th Cir. 1995). We have held that "[a]n injunction, by its very nature, is predicated on conduct that would or does violate laws, rules, or regulations . . . [and that] an antifraud injunction can, in the first instance, indicate the appropriateness in the public interest of revocation of registration or a suspension or bar from participation in the securities industry." Michael Batterman, Investment Advisers Act. Rel. No. 2334 (Dec. 3, 2004), 84 SEC Docket 1349, 1358-59.

27/ Donovan also asks for relief from the civil penalty assessed against him in the injunctive action. The appropriateness of that penalty, however, is not before us in this proceeding.

28/ Donovan claims that he did not profit from the scheme and had no motive to assist Delaney. We note that, in addition to his testimony that he forgave a \$5,000 debt Donovan owed him, Delaney testified that Donovan received a portion of the profits from the scheme. Donovan testified himself that he was motivated in part by affection for Delaney, whom he considered at the time his "best friend." Moreover, we do not believe that our assessment of the public interest would be different in the absence of evidence of

(continued...)

Delaney, over a several-month period, for the express purpose of helping Delaney hide improper trading activity from his broker-dealer employer. We believe that Delaney's testimony and other evidence in the record provides persuasive evidence that Donovan was aware of Delaney's scheme and knowingly assisted it. <sup>29/</sup> At a minimum, the actions that Donovan took to assist Delaney, in light of the many indications of misconduct by Delaney, establish that he acted with recklessness.

Donovan cites, as evidence of his remorse, that, after the scheme was discovered, he cooperated with Knight in an effort to get Delaney to compensate Knight for its trading losses, and notes that, as a result of his cooperation in the firm's investigation, Knight gave Donovan a "clean record." The record does not fully disclose the circumstances surrounding Donovan's efforts to cooperate with Knight. In any event, we do not consider Donovan's after-the-fact efforts to help Knight recover some of its losses to have much relevance to our determination of the public interest.

Viewed in the light most favorable to Donovan, his conduct evidences a disturbing lack of respect for industry compliance efforts and insensitivity to the possibility of significant misconduct by an associate. Under the circumstances, we believe that Donovan has

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<sup>28/</sup> (...continued)  
Donovan's motivation. John Montelbano, Exchange Act Rel. No. 47227 (Jan. 22, 2003), 79 SEC Docket 1474, 1485 (where respondent acted with "requisite scienter, [his] personal motivation is irrelevant").

<sup>29/</sup> We note that the law judge did not directly address, for purposes of assessing credibility or a sanction, Delaney's assertions that Donovan was fully aware of the details of the scheme. Rather, she merely found that Donovan was aware that Delaney was seeking to circumvent Knight compliance procedures, and made various efforts to assist Delaney in doing so.

demonstrated that he is unfit to remain in the securities industry. Although Donovan currently is not associated with any broker or dealer, he has significant securities experience and presumably would consider returning to the industry if permitted to do so. We have determined, therefore, that the public interest requires that he be barred from association with any broker or dealer.

An appropriate order will issue. 30/

By the Commission (Chairman COX and Commissioners GLASSMAN, ATKINS, CAMPOS, and NAZARETH).

Jonathan G. Katz  
Secretary

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30/ Donovan seeks to adduce as additional evidence three documents relating to his E\*TRADE accounts and financial status at the time of the transactions in question. Rule 452 of our Rules of Practice permits a party to adduce new evidence on appeal only if the moving party shows "with particularity" both (a) that the evidence is "material" and (b) that there were "reasonable grounds for failure to adduce such evidence previously." 17 C.F.R. § 201.452. Donovan has failed to establish either precondition. Therefore, we deny his motion.

We have considered all of the parties' contentions. We reject or sustain them to the extent that they are inconsistent or in accord with the views expressed herein.

UNITED STATES OF AMERICA  
before the  
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934  
Rel. No. 52883 / December 5, 2005

Admin. Proc. File No. 3-11716

In the Matter of  
  
THOMAS J. DONOVAN  
361 88th Street  
Brooklyn, New York 11209

ORDER IMPOSING REMEDIAL SANCTIONS

On the basis of the Commission's opinion issued this day, it is  
  
ORDERED that Thomas J. Donovan be, and he hereby is, barred from association with  
  
any broker or dealer.

By the Commission.

Jonathan G. Katz  
Secretary