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rushford@rushfordlaw.com
Attorneys for First Standard Financial Company, LLC

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

ABANTE ROOTER AND PLUMBING INC.,
individually and on behalf of all others
similarly situated,

Plaintiff,

vs.

FIRST STANDARD FINANCIAL
COMPANY LLC d/b/a STANDARD
FINANCING, and DOES 1 through 10,
inclusive, and each of them,

Defendant.

Case No. 18-cv-05003-JD

**NOTICE OF MOTION AND MOTION
TO DISMISS PURSUANT TO F.R.C.P.
12 (b)(2)(3) and (7) BY DEFENADANT
FIRST STANDRAD FINANCIAL
COMPANY LLC; MEMORANDUM OF
POINTS AND AUTHORITIES:
DECALRATION OF FRANCIS G.
RUSHFORD IN SUPPORT THEREOF**

**DATE: December 12, 2019
TIME: 10:00 AM**

**JUDGE JAMES DONATO
COURTROOM 11, 19th FLOOR**

NOTICE OF MOTION AND MOTION TO DISMISS BY DEFENDANT FIRST
STANDARD FINANCIAL COMPANY LLC to be heard by the Court on December 19, 2019
before Judge James Donato in Court Room 11 on the 19th Floor, 450 Golden Gate Avenue, San
Francisco, California 94102.

Defendant First Standard Financial Company LLC dismiss this action against it
pursuant to Federal Rules of Civil Procedure 12(b)(2), (3), and (6) because it is the wrong party

1 and there is no such entity as First Standard Financial Company LLC D/B/A Standard
2 Financing, as named and alleged by the Plaintiff in the complaint before this Court. The
3 Defendant will rely on the following Memorandum of Points and Authorities, the Declaration
4 of Francis G. Rushford appended as an exhibit, and argument at the above noted hearing.

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6 Respectfully submitted by,

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8 By: /s/ Francis G. Rushford
Francis G. Rushford, Esq.

9 Attorney for Defendant FIRST STANDARD FINANCIAL COMPANY, LLC
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1 Francis G. Rushford (SBN 134,896)
 2 LAW OFFICES OF FRANCIS G. RUSHFORD
 3 8383 Wilshire Blvd, Suite 510
 4 Beverly Hills, CA 92011
 5 Phone: +1-310- 734-8373
 6 Fax: +1-310-862-1830
 7 rushford@rushfordlaw.com
 8 *Attorneys for Defendants First Standard Financial Company LLC and First Standard Finance
 9 Company, LLC*

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**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA**

ABANTE ROOTER AND PLUMBING INC.,
 individually and on behalf of all others
 similarly situated,
 Plaintiff,
 vs.
 FIRST STANDARD FINANCIAL
 COMPANY LLC d/b/a STANDARD
 FINANCING, and DOES 1 through 10,
 inclusive, and each of them,
 Defendants.

Case No. 18-cv-05003-JD

**MEMORANDUM OF POINTS AND
 AUTHORITIES: DECALRATION OF
 FRANCIS G. RUSHFORD IN SUPPORT
 DEFENADANT FIRST STANDRAD
 FINANCIAL COMPANY LLC'S
 MOTION TO DISMISS PURSUANT TO
 FED.R.CIV.P. 12 (b)(2)(3) and (7)**

DATE: December 19, 2019

TIME: 10:00 AM

**JUDGE JAMES DONATO
 COURTROOM 11, 19th FLOOR**

I. STATEMENT OF THE ISSUES TO BE DECIDED

The Court on June 24, 2019, issued an order for the parties to determine the correct parties and provided the plaintiff with a three month window to conduct discovery, which it conducted no discovery and filed an Amended Complaint changed the caption, added the party that should have been the original party as noted in our prior Motion to Dismiss, but continues

1 to improperly name FIRST STANDARD FINANCIAL COMPANY LLC as a named
2 defendant in this action.

3 As has been noted to this Court and plaintiff, FIRST STANDARD FINANCIAL
4 COMPANY LLC is an entity regulated by The Financial Industry Regulatory Authority
5 (FINRA). As noted in the prior motion to dismiss filed with this Court, FIRST STANDARD
6 FINANCIAL COMPANY LLC can only operate businesses that it is registered with FINRA to
7 conduct, and the type of lending alleged in the Complaint is not one of its business lines.

8 On June 24, 2019, the Court issued the following Order:

9 **ORDER. The entry of default is lifted. All counsel is advised to diligently prosecute**
10 **their cases, or the Court may impose sanctions, including termination. If the parties**
11 **cannot work out who the proper defendant is, plaintiff may conduct three months**
12 **of jurisdictional discovery, closing on September 23, 2019. Plaintiff's amended**
13 **complaint is due by October 7, 2019. The case is stayed in all other respects. Signed**
14 **by Judge James Donato on 6/24/2019. (This is a text-only entry generated by the**
15 **court. There is no document associated with this entry.) (jdlc1S, COURT STAFF)**
16 **(Filed on 6/24/2019) (Entered: 06/24/2019)**

17 The plaintiff conducted no discovery and filed an amended complaint alleging the
18 same allegations, while adding FIRST STANDARD FINANCE COMPANY, LLC, which
19 was the entity noted in the prior Motion to Dismiss was the party that was in the lending
20 business and the only potential party. Unfortunately, the plaintiff continues to improperly keep
21 the FINRA regulated FIRST STANDARD FINANCIAL COMPANY LLC in the lawsuit based
22 on having an incorrect common address and by the mere fact of allegations of common
23 ownership.

24 Further, all Plaintiff did is to include a conspiracy allegation between the named
25 defendants and did not even bother to update the business address from New York City to Red
26 Bank, New Jersey.

27 Finally, the Plaintiff changed the caption in the case without leave of Court, and it is
28 why this Defendant has continued to use the proper caption.

The Court needs to dismiss FIRST STANDARD FINANCIAL COMPANY LLC from
this lawsuit, dismiss all the other parties from suit and sanction plaintiff and its counsel for
failure to abide by the Court's order of June 24, 2019 by conducting no discovery.

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II. STATEMENT OF THE RELEVANT FACTS

1 The plaintiff contends that the Court has federal question jurisdiction under 28 U.S.C. §
2 1331 as it arises out of the Telephone Consumer Protection Act, 47 U.S.C. § 227 et. seq.,
3 because First Standard Financial Company, LLC doing business as Standard Financing has
4 violated the Telephone Consumer Protection Act. After First Standard Financial Company,
5 LLC became aware of this instant action, its attorney in New York, Timothy Feil, contacted the
6 Plaintiff's counsel and informed them that they had sued the wrong party¹ and had provided a
7 copy of the assumed name or dba filing dated June 27, 2016 for First Standard Finance Company
8 LLC with the New York State Department of State, Division of Corporations, whereby it
9 assumed the name, Standard Financing². Despite the documentation providing the correct
10 entity doing business as Standard Financing, the Plaintiff refused to dismiss First Standard
11 Financial Company LLC. Counsel in New York, as well as current Counsel had offered that if
12 Plaintiff had dismissed the wrong party and named the correct party doing business as Standard
13 financing, counsel would accept service on behalf of First Standard Finance Company LLC
14 doing business as Standard Financing³.

15 First Standard Financial Company LLC is a registered Broker Dealer regulated by the
16 Financial Industry Regulatory Authority ("FINRA"). As a registered Broker Dealer, First
17 Standard Financial Company LLC must disclose the types of businesses it conducts. And
18 financing activities is not one of the businesses⁴. Standard Financing is in the financing
19 business, which is not a business that First Standard Financial Company LLC conducts. First
20 Standard Finance Company doing business as Standard Financing provides a wide range of
21 financing services supposedly solicited as noted in the complaint.

22 While the names of the companies are quite similar and at times shared a common
23 address, the two separate New York Limited Liability Companies are two distinct legal
24

25 ¹ See Declaration of Francis G. Rushford at paragraph 2 attached as Exhibit 1 (hereafter the
26 Declaration will be referred to as, "Decl. Rushford at para. 2").

27 ² A true and correct copy of that document is attached as Exhibit 2.

28 ³ Decl. Rushford at Para 3.

⁴ Attached hereto is Exhibit 3 is the BrokerCheck Report for First Standard Financial Company
LLC, which lists all the business at page 9 of that report and no financing of any sort is listed.

1 entities⁵. The only reason that counsel for First Standard Financial Company LLC can
2 understand from a colloquy of emails between counsel for the plaintiff and New York counsel
3 and counsel herein is that the two entities shared an address. On April 8, 2019, counsel
4 supplied plaintiff counsel with a certified copy of the Certificate of Assumed Name from the
5 New York Divisions of Corporation, State Records and Uniform Commercial Code⁶. The
6 certified document clearly states that First Standard Finance Company LLC assumed the name
7 of Standard Financing. Finally, the Certified Articles of Incorporation from each entity
8 establishes them as separate and distinct entities⁷.

9 The response via email from Plaintiff's counsel was to request a declaration that they
10 are sperate companies⁸. Counsel response was that the certification of Assumed Name
11 establishes the entity that is doing business as Standard Financing is First Standard Finance
12 Company LLC and only New York State can declare that each is a separate company, which is
13 set forth in the exhibits attached. Counsel wished to avoid the necessity of filing its previous
14 Motion to Dismiss and not waste the Court's time.

15 The Plaintiff has merely added Standard Finance Company LLC to the Complaint
16 without including that it does business as Standard Financing, which was the named defendant
17 in the original complaint and caption. Then to tie the two entities together there is a species
18 allegation of a conspiracy between the two entities.

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25 ⁵ Attached hereto as Exhibit 4 are the current Certificates of Good Standing with New York
26 State, as well as certified copies of their incorporations, as certified by the New York State
27 Department of State, Division of Corporations attached as Exhibit 4

28 ⁶ The electronic notice forward a copy of certification of Assumed Named as attached hereto as
Exhibit 5.

⁷ Attached as Exhibit 6.

⁸ Decl. Rushford at para. 4.

1 **III. PURSUANT TO FEDERAL RULES OF CIVILE PROCEDURES RULES OF**
2 **CIVIL PROCEDUE 12(b) (2), (3), and (6) FIRST STANADFINANCIAL COMPANY**
3 **MUST BE DISMISSED.**

4 A. Fed. R. Civ. P. 12(b)(2)

5 As shown above, First Standard Financial Company LLC is a registered Broker Dealer
6 that and does not provide financing services. Just because proper service was made upon First
7 Standard Financial Company LLC, does not mean the Court has personal jurisdiction.

8 Greenspun v. Del E. Webb Corp., 634 F2d 1204, 1207 (9th Cir. 1980). The party doing
9 business as, “Standard Financing” is First Standard Finance Company LLC and that entity is a
10 party to this civil action and an answer has been filed simultaneously with this Motion.

11 Any judgment would be void and waste the Court time because First Standard Financial
12 Company LLC does not provide such business as Standard Financing and any judgment
13 obtained could not be acted upon because it is a void judgment. See In re Tuli (9th Cir. 1999)
14 172 F3d 707, 712. Further, plaintiff was well aware of First Standard Financial Company
15 LLC’s position that it is the wrong party, that First Standard Finance LLC is doing business as
16 Standard Finance, and added the proper party, but refuses to dismiss the improper party. First
17 Standard Financial Company LLC’s counsel has provided these certified documents from the
18 State of New York Department of State establish the correct entity doing business as Standard
19 Financing. Second, Plaintiff has been previously provided with the regulated businesses of
20 Standard Financial Company LLC for its FINRA regulated businesses.

21 Where the motion challenges the facts alleged, a Rule 12(b)(2) motion must be decided
22 on the basis of competent evidence. Walk Haydel & Assocs., Inc. v. Coastal Power Production
23 Co. (5th Cir. 2008) 517 F3d 235, 241; Data Disc, Inc. v. Systems Tech. Assocs., Inc. (9th Cir.
24 1977) 557 F2d 1280, 1289, fn. 5; Dorchester Fin'l Secur., Inc. v. Banco BRJ, S.A., supra, 722
25 F3d at 85.

26 It should be noted that dismissal for lack of personal jurisdiction is not on the merits and
27 is without prejudice to plaintiffs seeking relief in another forum (state or federal) in which the
28 defendant is subject to personal jurisdiction. See FRCP 41(b); Robinson v. Overseas Military
Sales Corp. (2nd Cir. 1994) 21 F3d 502, 507, fn. 4; Posner v. Essex Ins. Co., Ltd. (11th Cir.
1999) 178 F3d 1209, 1221; Hollander v. Sandoz Pharmaceuticals Corp. (11th Cir. 2002) 289
F3d 1193, 1216.

1 B. Fed. R. Civ. P. 12(b)(3)

2 The Court may consider facts outside the pleadings to determine venue Liles v. Ginn-La
3 West End, Ltd. (11th Cir. 2011) 631 F3d 1242, 1244, fn. 5; see Murphy v. Schneider Nat'l, Inc.
4 (9th Cir. 2004) 362 F3d 1133, 1137. The doing business as Standard Financing is First
5 Standard Finance Company, LLC, a party to this action and not First Standard Financial
6 Company, LLC. As, a result venue is not proper.

6 C. Fed R. Civ. 12(b)(6)

7 Caltex Plastics, Inc. v. Lockheed Martin Corp. (9th Cir. 2016) 824 F3d 1156, 1159;
8 Coffin v. Safeway, Inc. (D AZ 2004) 323 F.Supp.2d 997, 1000; Seismic Reservoir 2020, Inc. v.
9 Paulsson (9th Cir. 2015) 785 F3d 330, 335—Rule 12(b)(6) dismissal can be based on
10 dispositive legal issue, such as the wrong party has been sued because as a Registered Broker
11 Dealer, First Standard Financial Company LLC cannot offer lending services, and as a result all
12 claim against it must fail. .

13 **IV. CONCLUSION**

14 For all the reason set forth above, First Standard Financial Company LLC should be
15 dismissed from this action.

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17 Respectfully submitted by,

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19 By: /s/ Francis G. Rushford

20 Francis G. Rushford, Esq.

21 Attorney for Defendant FIRST STANDARD FINANCIAL COMPANY LLC
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EXHIBIT 1

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3 **DECLARATION OF FRANCIS G. RUSHFORD**

4 I declare and State:

5 1. I am not a party to this action, I am admitted to practice before this Court, and I
6 represent First Standard Financial Company LLC in this civil action.

7 2. Timothy Feil is an attorney admitted to practice in the state of New York,
8 represents First Standard Financial Company LLC and Mr. Feil provided a copy of Exhibit 2 to
9 counsel for plaintiff by email.

10 3. I offered via email, as had Mr. Feil, to accept service for First Finance Company
11 LLC doing business as Standard Financing, if First Standard Financial Company LLC was
12 dismissed from the civil action to plaintiff's counsel and plaintiff's counsel refused.

13 4. The BrokerCheck Report at Exhibit 3 at page 9 does not list financing of the
14 type conducted by First Standard Finance Company LLC doing business as Standard
15 Financing.

16 6. I communicated via email on more than one occasion that I would accept service
17 for First Finance Company LLC doing business as Standard Financing, if First Standard
18 Financial Company LLC was dismissed from the civil action to plaintiff's counsel and
19 plaintiff's counsel refused.

20 7. All of the Exhibits are true and correct copies of the documents , including that
21 that are certified.

22 I make this declaration under the penalty of perjury under the laws of the United States
23 of America

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26 _____
Francis G. Rushford

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28 March 21, 2019 at Beverly Hills, California

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**CERTIFICATE OF SERVICE
(Declaration)**

(Federal Rules of Civil Procedure 5(a)(1) & 5(b))

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action. My business address is 8383 Wilshire Blvd., Suite 510, Beverly Hills, CA 90211. My electronic service address is rushford@rushfordlaw.com.com.

On November 12, 2019 I served the below-listed documents on the interested parties in this action. The documents were served by the following method:

 X BY ECF (ELECTRONIC CASE FILING): I e-filed the below-referenced documents utilizing the United States District Court, Northern District of California's mandated ECF (Electronic Case Filing) service. Counsel of record are required to be registered e-filers and, as such, are automatically e-served with a copy of the documents upon confirmation of e-filing. All addresses of the interested parties are listed on the attached service list.

Motion to Dismiss

Executed on November 12, 2019, at Beverly Hills, California 90211.

I declare that I am employed in the Office of a member of the Bar of this Court.



Francis G. Rushford

SERVICE LIST

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Todd M. Friedman (SBN 216752)
Adrian R. Bacon (SBN 280332)
Meghan E. George (SBN 274525)
Thomas E. Wheeler (SBN 308789)
Kelsey L. Kuberka (SBN 321619)
LAW OFFICES OF TODD M. FRIEDMAN, P.C.
21550 Oxnard St. Suite 780,
Woodland Hills, CA 91367
Phone: 323-306-4234
Fax: 866-633-0228
tfriedman@toddfllaw.com
abacon@toddfllaw.com
mgeorge@toddfllaw.com
twheeler@toddfllaw.com
kkuberka@toddfllaw.com
Attorneys for Plaintiff

Exhibit 2

N. Y. S. DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

ALBANY, NY 12231-0001

FILING RECEIPT

=====

ENTITY NAME : FIRST STANDARD FINANCE COMPANY, LLC

DOCUMENT TYPE : ASSUMED NAME LTD LIABILITY CO

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FILER:

FILED: 06/27/2016
CASH#: 377981
FILM#: 20160627020

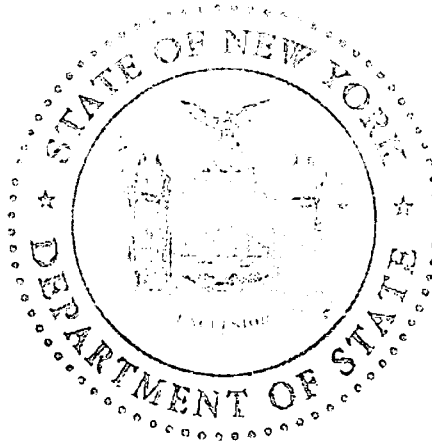
LIGHTNING LEGAL SERVICES, LLC
299 HAMILTON STREET

ALBANY NY 12210

PRINCIPAL LOCATION

40 WALL STREET

NEW YORK
NY 10005



COMMENT:

ASSUMED NAME

STANDARD FINANCING

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SERVICE COMPANY : LIGHTNING LEGAL SERVICES

CODE: 09
BOX : 33

FEEs 70.00

FILING : 25.00
COUNTY : .00
COPIES : 20.00
MISC : .00
HANDLE : 25.00

PAYMENTS: 70.00

CASH :
CHECK : 70.00
C CARD :

REFUND :



Exhibit 3

BrokerCheck Report

FIRST STANDARD FINANCIAL COMPANY LLC

CRD# 168340

<u>Section Title</u>	<u>Page(s)</u>
Report Summary	1
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About BrokerCheck®

BrokerCheck offers information on all current, and many former, registered securities brokers, and all current and former registered securities firms. FINRA strongly encourages investors to use BrokerCheck to check the background of securities brokers and brokerage firms before deciding to conduct, or continue to conduct, business with them.

- **What is included in a BrokerCheck report?**

- BrokerCheck reports for individual brokers include information such as employment history, professional qualifications, disciplinary actions, criminal convictions, civil judgments and arbitration awards. BrokerCheck reports for brokerage firms include information on a firm's profile, history, and operations, as well as many of the same disclosure events mentioned above.

- Please note that the information contained in a BrokerCheck report may include pending actions or allegations that may be contested, unresolved or unproven. In the end, these actions or allegations may be resolved in favor of the broker or brokerage firm, or concluded through a negotiated settlement with no admission or finding of wrongdoing.

- **Where did this information come from?**

- The information contained in BrokerCheck comes from FINRA's Central Registration Depository, or CRD® and is a combination of:
 - o information FINRA and/or the Securities and Exchange Commission (SEC) require brokers and brokerage firms to submit as part of the registration and licensing process, and
 - o information that regulators report regarding disciplinary actions or allegations against firms or brokers.

- **How current is this information?**

- Generally, active brokerage firms and brokers are required to update their professional and disciplinary information in CRD within 30 days. Under most circumstances, information reported by brokerage firms, brokers and regulators is available in BrokerCheck the next business day.

- **What if I want to check the background of an investment adviser firm or investment adviser representative?**

- To check the background of an investment adviser firm or representative, you can search for the firm or individual in BrokerCheck. If your search is successful, click on the link provided to view the available licensing and registration information in the SEC's Investment Adviser Public Disclosure (IAPD) website at <https://www.adviserinfo.sec.gov>. In the alternative, you may search the IAPD website directly or contact your state securities regulator at <http://www.finra.org/Investors/ToolsCalculators/BrokerCheck/P455414>.

- **Are there other resources I can use to check the background of investment professionals?**

- FINRA recommends that you learn as much as possible about an investment professional before deciding to work with them. Your state securities regulator can help you research brokers and investment adviser representatives doing business in your state.

Thank you for using FINRA BrokerCheck.



Using this site/information means that you accept the FINRA BrokerCheck Terms and Conditions. A complete list of Terms and Conditions can be found at

brokercheck.finra.org



For additional information about the contents of this report, please refer to the User Guidance or www.finra.org/brokercheck. It provides a glossary of terms and a list of frequently asked questions, as well as additional resources.

[For more information about FINRA, visit www.finra.org.](http://www.finra.org)

**FIRST STANDARD FINANCIAL
COMPANY LLC**

CRD# 168340

SEC# 8-69300

Main Office Location

21 EAST FRONT STREET
SUITE 100
RED BANK, NJ 07701
Regulated by FINRA Woodbridge Office

Mailing Address

21 EAST FRONT STREET
SUITE 100
RED BANK, NJ 07701

Business Telephone Number

2123592934

Report Summary for this Firm

This report summary provides an overview of the brokerage firm. Additional information for this firm can be found in the detailed report.

Firm Profile

This firm is classified as a limited liability company.
This firm was formed in New York on 03/19/2013.
Its fiscal year ends in December.

Firm History

Information relating to the brokerage firm's history such as other business names and successions (e.g., mergers, acquisitions) can be found in the detailed report.

Firm Operations**This firm is registered with:**

- the SEC
- 1 Self-Regulatory Organization
- 53 U.S. states and territories

Is this brokerage firm currently suspended with any regulator? **No**

This firm conducts 6 types of businesses.

This firm is affiliated with financial or investment institutions.

This firm has referral or financial arrangements with other brokers or dealers.

**Disclosure Events**

Brokerage firms are required to disclose certain criminal matters, regulatory actions, civil judicial proceedings and financial matters in which the firm or one of its control affiliates has been involved.

Are there events disclosed about this firm? **Yes**

The following types of disclosures have been reported:

Type	Count
Regulatory Event	1



Firm Profile

This firm is classified as a limited liability company.

This firm was formed in New York on 03/19/2013.

Its fiscal year ends in December.

Firm Names and Locations

This section provides the brokerage firm's full legal name, "Doing Business As" name, business and mailing addresses, telephone number, and any alternate name by which the firm conducts business and where such name is used.

FIRST STANDARD FINANCIAL COMPANY LLC

Doing business as FIRST STANDARD FINANCIAL COMPANY LLC

CRD# 168340

SEC# 8-69300

Main Office Location

21 EAST FRONT STREET
SUITE 100
RED BANK, NJ 07701

Regulated by FINRA Woodbridge Office

Mailing Address

21 EAST FRONT STREET
SUITE 100
RED BANK, NJ 07701

Business Telephone Number

2123592934



Firm Profile

This section provides information relating to all direct owners and executive officers of the brokerage firm.

Direct Owners and Executive Officers

Legal Name & CRD# (if any): CARL STANDARD AND CO. HOLDINGS LLC

Is this a domestic or foreign entity or an individual? Domestic Entity

Position DIRECT OWNER

Position Start Date 03/2013

Percentage of Ownership 75% or more

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company?

Legal Name & CRD# (if any): BABER, JEFFREY
1232485

Is this a domestic or foreign entity or an individual? Individual

Position CHIEF COMPLIANCE OFFICER

Position Start Date 01/2018

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): CAMPBELL, ROBERT
1349154

Is this a domestic or foreign entity or an individual? Individual

Position FINOP

Position Start Date 12/2014



Firm Profile

Direct Owners and Executive Officers (continued)

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? No

Is this a public reporting company? No

Legal Name & CRD# (if any): FAUCI, JODI
4189732

Is this a domestic or foreign entity or an individual? Individual

Position CHIEF EXECUTIVE OFFICER

Position Start Date 01/2019

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No



Firm Profile

This section provides information relating to any indirect owners of the brokerage firm.

Indirect Owners

Legal Name & CRD# (if any):	BERARDI, CARMINE ANTHONY 4879362
Is this a domestic or foreign entity or an individual?	Individual
Company through which indirect ownership is established	CARL STANDARD & CO. HOLDINGS, LLC
Relationship to Direct Owner	OWNER
Relationship Established	04/2013
Percentage of Ownership	75% or more
Does this owner direct the management or policies of the firm?	No
Is this a public reporting company?	No

Firm History

This section provides information relating to any successions (e.g., mergers, acquisitions) involving the firm.

No information reported.





Firm Operations

Registrations

This section provides information about the regulators (Securities and Exchange Commission (SEC), self-regulatory organizations (SROs), and U.S. states and territories) with which the brokerage firm is currently registered and licensed, the date the license became effective, and certain information about the firm's SEC registration.

This firm is currently registered with the SEC, 1 SRO and 53 U.S. states and territories.

Federal Regulator	Status	Date Effective
SEC	Approved	06/11/2014

SEC Registration Questions

This firm is registered with the SEC as:

A broker-dealer: Yes

A broker-dealer and government securities broker or dealer: Yes

A government securities broker or dealer only: No

This firm has ceased activity as a government securities broker or dealer: No

Self-Regulatory Organization	Status	Date Effective
FINRA	Approved	06/11/2014



Firm Operations

Registrations (continued)

U.S. States & Territories	Status	Date Effective	U.S. States & Territories	Status	Date Effective
Alabama	Approved	07/31/2014	North Carolina	Approved	07/10/2014
Alaska	Approved	07/14/2014	North Dakota	Approved	08/05/2014
Arizona	Approved	08/18/2014	Ohio	Approved	07/22/2014
Arkansas	Approved	08/15/2014	Oklahoma	Approved	06/27/2014
California	Approved	06/30/2014	Oregon	Approved	07/28/2014
Colorado	Approved	09/24/2014	Pennsylvania	Approved	07/21/2014
Connecticut	Approved	08/15/2014	Puerto Rico	Approved	08/21/2014
Delaware	Approved	08/04/2014	Rhode Island	Approved	06/23/2014
District of Columbia	Approved	08/13/2014	South Carolina	Approved	07/28/2014
Florida	Approved	08/21/2014	South Dakota	Approved	07/02/2014
Georgia	Approved	07/25/2014	Tennessee	Approved	08/29/2014
Hawaii	Approved	08/19/2014	Texas	Approved	07/30/2014
Idaho	Approved	06/27/2014	Utah	Approved	06/27/2014
Illinois	Approved	07/28/2014	Vermont	Approved	07/30/2014
Indiana	Approved	08/06/2014	Virgin Islands	Approved	09/08/2014
Iowa	Approved	06/27/2014	Virginia	Approved	07/22/2014
Kansas	Approved	08/20/2014	Washington	Approved	06/26/2014
Kentucky	Approved	06/30/2014	West Virginia	Approved	08/14/2014
Louisiana	Approved	06/30/2014	Wisconsin	Approved	07/24/2014
Maine	Approved	08/08/2014	Wyoming	Approved	08/01/2014
Maryland	Approved	07/14/2014			
Massachusetts	Approved	06/26/2014			
Michigan	Approved	07/28/2014			
Minnesota	Approved	07/01/2014			
Mississippi	Approved	06/27/2014			
Missouri	Approved	08/22/2014			
Montana	Approved	07/11/2014			
Nebraska	Approved	08/05/2014			
Nevada	Approved	07/22/2014			
New Hampshire	Approved	08/25/2014			
New Jersey	Approved	08/15/2014			
New Mexico	Approved	08/01/2014			
New York	Approved	06/26/2014			



Firm Operations

Types of Business

This section provides the types of business, including non-securities business, the brokerage firm is engaged in or expects to be engaged in.

This firm currently conducts 6 types of businesses.

Types of Business

Broker or dealer retailing corporate equity securities over-the-counter

Broker or dealer selling corporate debt securities

Mutual fund retailer

U S. government securities broker

Broker or dealer selling variable life insurance or annuities

Put and call broker or dealer or option writer



Firm Operations

Clearing Arrangements

This firm does not hold or maintain funds or securities or provide clearing services for other broker-dealer(s).

Introducing Arrangements

This firm does refer or introduce customers to other brokers and dealers.

Name:	HILLTOP SECURITIES INC.
CRD #:	6220
Business Address:	1201 ELM STREET SUITE 3500 DALLAS, TX 75270
Effective Date:	01/20/2016
Description:	THE FIRM INTRODUCES ITS CUSTOMER ACCOUNTS ON A FULLY DISCLOSED BASIS TO HILLTOP SECURITIES, INC. (HTS). HTS IN TURN PROVIDES CLEARING, HOLDING AND ACCOUNT EXECUTION SERVICES FOR THE FIRM'S CUSTOMERS.



Firm Operations

Industry Arrangements

This firm does have books or records maintained by a third party.

Name: TELEMESAGE
Business Address: 468 GREAT ROAD
 STE 2
 ACTON, MA 01720
Effective Date: 04/02/2018
Description: MOBILE MESSAGING ARCHIVING

Name: GLOBAL RELAY COMMUNICATIONS INC.
Business Address: 220 CAMBIE STREET
 2ND FLOOR
 VANCOUVER, CANADA V6B 2M9
Effective Date: 08/01/2013
Description: GLOBAL RELAY STORES AND MAINTAINS BUSINESS RELATED ELECTRONIC COMMUNICATIONS.

Name: HILLTOP SECURITIES INC.
CRD #: 6220
Business Address: 1201 ELM STREET
 SUITE 2500
 DALLAS, TX 75270
Effective Date: 01/20/2016
Description: THE FIRM INTRODUCES ITS CUSTOMER ACCOUNTS ON A FULLY DISCLOSED BASIS TO HILLTOP SECURITIES, INC. (HTS), HTS IN TURN PROVIDES CLEARING, HOLDING AND ACCOUNT EXECUTION SERVICES FOR THE FIRM'S CUSTOMERS.

This firm does have accounts, funds, or securities maintained by a third party.

Name: HILLTOP SECURITIES INC.
CRD #: 6220
Business Address: 1201 ELM STREET
 SUITE 3500
 DALLAS, TX 75270
Effective Date: 01/20/2016



Firm Operations

Industry Arrangements (continued)

Description: THE FIRM INTRODUCES ITS CUSTOMER ACCOUNTS ON A FULLY DISCLOSED BASIS TO HILLTOP SECURITIES, INC. (HTS), HTS IN TURN PROVIDES CLEARING, HOLDING AND ACCOUNT EXECUTION SERVICES FOR THE FIRM'S CUSTOMERS.

This firm does have customer accounts, funds, or securities maintained by a third party.

Name: HILLTOP SECURITIES INC.

CRD #: 6220

Business Address: 1201 ELM STREET
SUITE 1201
DALLAS, TX 75270

Effective Date: 01/20/2016

Description: THE FIRM INTRODUCES ITS CUSTOMER ACCOUNTS ON A FULLY DISCLOSED BASIS TO HILLTOP SECURITIES, INC. (HTS), HTS IN TURN PROVIDES CLEARING, HOLDING AND ACCOUNT EXECUTION SERVICES FOR THE FIRM'S CUSTOMERS.

Control Persons/Financing

This firm does not have individuals who control its management or policies through agreement.

This firm does not have individuals who wholly or partly finance the firm's business.



Firm Operations

Organization Affiliates

This section provides information on control relationships the firm has with other firms in the securities, investment advisory, or banking business.

This firm is, directly or indirectly:

- in control of
 - controlled by
 - or under common control with
- the following partnerships, corporations, or other organizations engaged in the securities or investment advisory business.

FIRST STANDARD FINANCIAL ADVISORY is under common control with the firm.

CRD #:	172743
Business Address:	600 OLD COUNTRY ROAD SUITE 516 GARDEN CITY, NY 11530
Effective Date:	11/21/2016
Foreign Entity:	No
Country:	
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	BOTH COMPANIES ARE UNDER COMMON CONTROL WITH FIRST STANDARD FINANCIAL BY CARL STANDARD & CO. HOLDINGS LLC.

This firm is not directly or indirectly, controlled by the following:

- bank holding company
- national bank
- state member bank of the Federal Reserve System
- state non-member bank
- savings bank or association
- credit union
- or foreign bank



Disclosure Events

All firms registered to sell securities or provide investment advice are required to disclose regulatory actions, criminal or civil judicial proceedings, and certain financial matters in which the firm or one of its control affiliates has been involved. For your convenience, below is a matrix of the number and status of disclosure events involving this brokerage firm or one of its control affiliates. Further information regarding these events can be found in the subsequent pages of this report.

	Pending	Final	On Appeal
Regulatory Event	0	1	0



Disclosure Event Details

What you should know about reported disclosure events:

1. **BrokerCheck provides details for any disclosure event that was reported in CRD. It also includes summary information regarding FINRA arbitration awards in cases where the brokerage firm was named as a respondent.**
2. **Certain thresholds must be met before an event is reported to CRD, for example:**
 - o A law enforcement agency must file formal charges before a brokerage firm is required to disclose a particular criminal event.
3. **Disclosure events in BrokerCheck reports come from different sources:**
 - o Disclosure events for this brokerage firm were reported by the firm and/or regulators. When the firm and a regulator report information for the same event, both versions of the event will appear in the BrokerCheck report. The different versions will be separated by a solid line with the reporting source labeled.
4. **There are different statuses and dispositions for disclosure events:**
 - o A disclosure event may have a status of *pending*, *on appeal*, or *final*.
 - § A "pending" event involves allegations that have not been proven or formally adjudicated.
 - § An event that is "on appeal" involves allegations that have been adjudicated but are currently being appealed.
 - § A "final" event has been concluded and its resolution is not subject to change.
 - o A final event generally has a disposition of *adjudicated*, *settled* or *otherwise resolved*.
 - § An "adjudicated" matter includes a disposition by (1) a court of law in a criminal or civil matter, or (2) an administrative panel in an action brought by a regulator that is contested by the party charged with some alleged wrongdoing.
 - § A "settled" matter generally involves an agreement by the parties to resolve the matter. Please note that firms may choose to settle customer disputes or regulatory matters for business or other reasons.
 - § A "resolved" matter usually involves no payment to the customer and no finding of wrongdoing on the part of the individual broker. Such matters generally involve customer disputes.
5. **You may wish to contact the brokerage firm to obtain further information regarding any of the disclosure events contained in this BrokerCheck report.**

Regulatory - Final

This type of disclosure event involves (1) a final, formal proceeding initiated by a regulatory authority (e.g., a state securities agency, self-regulatory organization, federal regulator such as the U.S. Securities and Exchange Commission, foreign financial regulatory body) for a violation of investment-related rules or regulations; or (2) a revocation or suspension of the authority of a brokerage firm or its control affiliate to act as an attorney, accountant or federal contractor.

Disclosure 1 of 1

Reporting Source: Regulator
Current Status: Final



Allegations: FIRST STANDARD FAILED TO PROMPTLY PROVIDE OR DELIVER DOCUMENTS PURSUANT TO WRITTEN REQUESTS FROM STAFF.

Initiated By: ARKANSAS

Date Initiated: 11/21/2017

Docket/Case Number: S-17-0044-17-OR01

URL for Regulatory Action: HTTP://WWW.SECURITIES.ARKANSAS.GOV/!USERFILES/ORDERS/2017/CONSENT%20ORDER%20-%2011.21.17.PDF

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 11/21/2017

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Monetary/Fine \$10,000.00

Other Sanctions Ordered:

Sanction Details: \$10,000.00 FINE PAID.

Regulator Statement FIRST STANDARD FAILED TO PROMPTLY PROVIDE OR DELIVER DOCUMENTS PURSUANT TO WRITTEN REQUESTS FROM STAFF.

Reporting Source: Firm

Current Status: Final

Allegations: FIRM FAILED TO PROMPTLY PROVIDE DOCUMENTS REQUESTED BY THE STATES STAFF ON TWO OCCASIONS. THE FIRM DID NOT GET SUPPORTING DOCUMENTS FROM THE RR'S AND THE RR'S WERE WITHDRAWN FROM THE STATE.

Initiated By: ARKANSAS SECURITIES COMMISSIONER



Date Initiated: 11/01/2017

Docket/Case Number: ORDER S-17-0044-17-OR01

Principal Product Type: Other

Other Product Type(s): DOCUMENT REQUEST DELAY

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought: NONE

Resolution: Settled

Resolution Date: 11/21/2017

Sanctions Ordered: Monetary/Fine \$10,000.00

Other Sanctions Ordered: NONE

Sanction Details: 10,000.00
FIRST STANDARD FINANCIAL COMPANY, LLC
11-13-2017 WIRED TO STATE

Firm Statement FORMER PERSONAL FAILED TO RESPOND IN A TIMLEY FASHION TO STATE INQUIRIES ON RR'S THAT WANTED TO BE REGISTERED IN ARKANSAS. PERSONAL CHANGES HAVE BEEN MADE AND RR'S ARE ASKED PROMPTLY UPON RECEIVING AN INQUIREY IF THEY WOULD LIKE TO GO FORWARD OR WITHDRAW.



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Exhibit 4

State of New York Department of State } ss:

I hereby certify, that FIRST STANDARD FINANCIAL COMPANY LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 04/26/2013, and that the Limited Liability Company is existing so far as shown by the records of the Department.

The Biennial Statement is past due.

I further certify, that no other documents have been filed by such Limited Liability Company.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 09th day of April
two thousand and nineteen.*

A handwritten signature in black ink, appearing to read "Whitney Clark".

Whitney Clark
Deputy Secretary of State

State of New York
Department of State } **SS:**

I hereby certify, that FIRST STANDARD FINANCE COMPANY, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 05/16/2016, and that the Limited Liability Company is existing so far as shown by the records of the Department. I further certify the following:

A Biennial Statement was filed 10/23/2018.

Certificate of Change was filed on 11/02/2018.

I further certify, that no other documents have been filed by such Limited Liability Company.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 08th day of April
two thousand and nineteen.*

A handwritten signature in black ink, appearing to read "Whitney Clark". The signature is written in a cursive style.

Whitney Clark
Deputy Secretary of State

20160627020



Division of Corporations, State Records and Uniform Commercial Code

New York State Department of State Division of Corporations, State Records and Uniform Commercial Code One Commerce Plaza 99 Washington Avenue Albany, NY 12231 www.dos.ny.gov

Certificate of Assumed Name

(Pursuant to General Business Law §130)

1. REAL NAME OF ENTITY:

FIRST STANDARD FINANCE COMPANY, LLC

1a. FICTITIOUS NAME, IF ANY, OF FOREIGN ENTITY (Not Assumed Name):

2. THE ENTITY WAS FORMED OR AUTHORIZED UNDER THE FOLLOWING NEW YORK LAW (Check one):

- Business Corporation Law, Limited Liability Company Law, Religious Corporations Law, Education Law, Not-for-Profit Corporation Law, Revised Limited Partnership Act, Other (specify law):

3. ASSUMED NAME OF ENTITY:

STANDARD FINANCING

4. PRINCIPAL PLACE OF BUSINESS IN NEW YORK STATE (MUST INCLUDE NUMBER AND STREET). IF NONE, CHECK THIS BOX AND PROVIDE OUT-OF- STATE ADDRESS:

40 WALL STREET NEW YORK, NY 10005

5. COUNTY(IES) IN WHICH ENTITY DOES OR INTENDS TO DO BUSINESS:

ALL COUNTIES (or check applicable county(ies) below)

- Grid of New York State counties with checkboxes. New York is checked.

6. ADDRESS OF EACH LOCATION, INCLUDING NUMBER AND STREET, IF ANY, OF EACH PLACE WHERE THE ENTITY CARRIES ON, CONDUCTS OR TRANSACTS BUSINESS IN NEW YORK STATE. (Use page 2 if needed. The address(es) must be a number and street, city, state and zip code. The address(es) must be within the county(ies) indicated in paragraph 5.) If none, check this box: No New York State Business Location.

40 WALL STREET NEW YORK, NY 10005

Print or Type Name of Signer: CARMINE BERARDI

Signature: [Handwritten Signature]

Capacity of Signer (Check one): Authorized Person, Officer of the Corporation, General Partner of the Limited Partnership, Member of the Limited Liability Company, Manager of the Limited Liability Company

New York State Department of Financial Services

I, Peter C. Dean, General Counsel for Banking, New York State Department of Financial Services, hereby approve, pursuant to the New York General Business Law Section 130(2)(c), as amended, the use of the word or a derivative of the word "finance" in **STANDARD FINANCING**, the assumed name of **FIRST STANDARD FINANCE COMPANY, LLC**

APPROVAL GRANTED HEREIN DOES NOT CONSTITUTE A LICENSE TO ENGAGE IN ANY PARTICULAR ACTIVITY OR INDICATE A DETERMINATION THAT NO SUCH LICENSE IS NECESSARY. IT DOES NOT ITSELF OPERATE TO RESERVE THE NAME WITH THE SECRETARY OF STATE.

In Witness Whereof, I have hereunto set my hand and affixed the official seal of the Department this 10th day of June 2016.


Peter C. Dean
General Counsel for Banking

020

CERTIFICATE OF ASSUMED NAME
OF
FIRST STANDARD FINANCE COMPANY, LLC
PURSUANT TO SECTION 130 OF THE GENERAL BUSINESS LAW

RECEIVED
FILED BY LIGHTNING LEGAL SERVICES, LLC
299 HAMILTON STREET
ALBANY, NY 12210
2016 JUN 22 PM 2:02

JLL
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JUN 27 2016
TAXS 377981
BY: *[Signature]*

LLS-09

RECEIVED
2016 JUN -3 PM 4:02

RECEIVED
2016 JUN 17 PM 10:31

RECEIVED
2016 JUN 24 PM 4:02

831100915091

New York State Department of State
Division of Corporations, State Records
and Uniform Commercial Code
One Commerce Plaza, 99 Washington Avenue
Albany, NY 12231
www.dos.ny.gov

160516001

138

(This form must be printed or typed in black ink)

ARTICLES OF ORGANIZATION
OF

First Standard Finance Company, LLC

(Insert name of Limited Liability Company)

Under Section 203 of the Limited Liability Company Law

FIRST: The name of the limited liability company is:

First Standard Finance Company, LLC

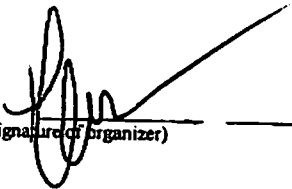
SECOND: The county within this state in which the office of the limited liability company is to be located is: New York

THIRD: The Secretary of State is designated as agent of the limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is:

Carl Standard & Co., LLC

40 Wall Street, 28th Floor

New York, NY 10005


signature of organizer

K. GUNNER

(print or type name of organizer)

New York State Department of Financial Services

I, Peter C. Dean, General Counsel for Banking, New York State Department of Financial Services, hereby approve, pursuant to the New York Limited Liability Company Law Section 204 (f), as amended, the use of the word or a derivative of the word "finance" in the name of

FIRST STANDARD FINANCE COMPANY, LLC

THE APPROVAL GRANTED HEREIN DOES NOT CONSTITUTE A LICENSE TO ENGAGE IN ANY PARTICULAR ACTIVITY OR INDICATE A DETERMINATION THAT NO SUCH LICENSE IS NECESSARY. IT DOES NOT ITSELF OPERATE TO RESERVE THE NAME WITH THE SECRETARY OF STATE.

In Witness Whereof, I have hereunto set my hand and affixed the official seal of the Department this 19th day of April 2016.





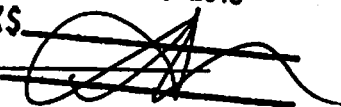
Peter C. Dean
General Counsel for Banking

138

ARTICLES OF ORGANIZATION
OF

First Standard Finance Company, LLC
(Insert name of Limited Liability Company)

Under Section 203 of the Limited Liability Company Law

100
STATE OF NEW YORK
DEPARTMENT OF STATE
FILED MAY 16 2016
TAXS
BY: 

Filed by: LIGHTNING LEGAL SERVICES, LLC
(Name)
299 HAMILTON STREET
(Mailing address)
ALBANY, NY 12210
(City, State and ZIP code)

NOTE: This form was prepared by the New York State Department of State for filing articles of organization for a domestic limited liability company. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$200 filing fee made payable to the Department of State.

RECEIVED RECEIVED
2016 APR 22 PM 4: 04 2016 MAY 16 PM 2: 08

LLS-09
DRAWDOWN

1176

150

006-1326 (Rev. 2/12)

DANIEL NORENSBERG
(Print or type name of applicant)

[Signature]
(Signature of applicant)

NEW YORK NY 10005
40 WALL STREET 28TH FLOOR
FIRST STANDARD FINANCIAL COMPANY LLC

THIRD: The Secretary of State is designated as agent of the limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is:

SECOND: The country within this state in which the office of the limited liability company is to be located is: New York

FIRST: The name of the limited liability company is: FIRST STANDARD FINANCIAL COMPANY LLC

Under Section 203 of the Limited Liability Company Law

FIRST STANDARD FINANCIAL COMPANY LLC
(Insert name of Limited Liability Company)

ARTICLES OF ORGANIZATION
OF

(This form must be printed or typed in black ink)

New York State Department of State
Division of Corporations, State Records
and Uniform Commercial Code
One Commerce Plaza, 99 Washington Avenue
Albany, NY 12241
www.dos.ny.gov

130426000224



Gene C. Brooks
First Assistant Counsel

*In Witness Whereof, I have hereunto set my hand and affixed the official seal of the
Department this 19th day of March 2013.*

FIRST STANDARD FINANCIAL COMPANY LLC
THE APPROVAL GRANTED HEREIN DOES NOT CONSTITUTE A LICENSE TO ENGAGE IN ANY
PARTICULAR ACTIVITY OR INDICATE A DETERMINATION THAT NO SUCH LICENSE IS NECESSARY.
IT DOES NOT ITSELF OPERATE TO RESERVE THE NAME WITH THE SECRETARY OF STATE.

I, Gene C. Brooks, First Assistant Counsel for Banking, New York State Department of Financial
Services, hereby approve, pursuant to the New York Limited Liability Company Law Section 204
(f), as amended, the use of the word or a derivative of the word "finance" in the name of

New York State Department of Financial Services

