

BrokerCheck Report

ALFRED RIVES BERKELEY III

CRD# 19441

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When communicating online or investing with any professional, make sure you know who you're dealing with. [Imposters](#) might link to sites like BrokerCheck from [phishing](#) or similar scam websites, or through [social media](#), trying to steal your personal information or your money.

Please contact FINRA with any concerns.

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:
 - 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
 - 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.



ALFRED R. BERKELEY III
CRD# 19441

This broker is not currently registered.

Report Summary for this Broker

This report summary provides an overview of the broker's professional background and conduct. Additional information can be found in the detailed report.

Broker Qualifications

This broker is not currently registered.

This broker has passed:

- 1 Principal/Supervisory Exam
- 2 General Industry/Product Exams
- 2 State Securities Law Exams

Registration History

This broker was previously registered with the following securities firm(s):

- B PIPELINE TRADING SYSTEMS LLC**
CRD# 128453
NEW YORK, NY
03/2004 - 11/2011
- B ALEX. BROWN & SONS INCORPORATED**
CRD# 20
06/1992 - 06/1996
- B ALEX. BROWN & SONS INCORPORATED**
CRD# 20
11/1972 - 03/1989

Disclosure Events

This broker has been involved in one or more disclosure events involving certain final criminal matters, regulatory actions, civil judicial proceedings, or arbitrations or civil litigations.

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

The following types of disclosures have been reported:

Type	Count
Regulatory Event	1

Investment Adviser Representative Information

The information below represents the individual's record as a broker. For details on this individual's record as an investment adviser representative, visit the SEC's Investment Adviser Public Disclosure website at

<https://www.adviserinfo.sec.gov>

Broker Qualifications



Registrations

This section provides the self-regulatory organizations (SROs), states and U.S. territories the broker is currently registered and licensed with, the category of each registration, and the date on which the registration became effective. This section also provides, for each firm with which the broker is currently employed, the address of each branch where the broker works.

This broker is not currently registered.



Broker Qualifications

Industry Exams this Broker has Passed

This section includes all securities industry exams that the broker has passed. Under limited circumstances, a broker may attain a registration after receiving an exam waiver based on exams the broker has passed and/or qualifying work experience. Any exam waivers that the broker has received are not included below. A passed exam or exam waiver does not permit a broker to do business without an active SRO or state registration.

This individual has passed 1 principal/supervisory exam, 2 general industry/product exams, and 2 state securities law exams.

Principal/Supervisory Exams

Exam	Category	Date
B Registered Principal Examination	Series 40	06/14/1978

General Industry/Product Exams

Exam	Category	Date
B AMEX Put and Call Exam	PC	11/06/1978
B Registered Representative Examination	Series 1	10/30/1972

State Securities Law Exams

Exam	Category	Date
B IA Uniform Combined State Law Examination	Series 66	06/11/2013
B Uniform Securities Agent State Law Examination	Series 63	10/14/2005

Additional information about the above exams or other exams FINRA administers to brokers and other securities professionals can be found at www.finra.org/brokerqualifications/registeredrep/.

Broker Qualifications



Professional Designations

This section details that the representative has reported **0** professional designation(s).

No information reported.



Registration and Employment History

Registration History

The broker previously was registered with the following securities firms:

Registration Dates	Firm Name	CRD#	Branch Location
B 03/2004 - 11/2011	PIPELINE TRADING SYSTEMS LLC	128453	NEW YORK, NY
B 06/1992 - 06/1996	ALEX. BROWN & SONS INCORPORATED	20	
B 11/1972 - 03/1989	ALEX. BROWN & SONS INCORPORATED	20	

Employment History

This section provides up to 10 years of an individual broker's employment history as reported by the individual broker on the most recently filed Form U4.

Please note that the broker is required to provide this information only while registered with FINRA or a national securities exchange and the information is not updated via Form U4 after the broker ceases to be registered. Therefore, an employment end date of "Present" may not reflect the broker's current employment status.

Employment	Employer Name	Position	Investment Related	Employer Location
01/2013 - Present	PRINCETON CAPITAL MANAGEMENT INC	CHAIRMAN	Y	BALTIMORE, MD, United States
11/2011 - Present	GENTAG, INC.	VICE CHAIRMAN	N	WASHINGTON, DC, United States

Disclosure Events



What you should know about reported disclosure events:

- 1. **Disclosure events in BrokerCheck reports come from different sources:**
 - As mentioned at the beginning of this report, information contained in BrokerCheck comes from brokers, their employing firms, and regulators. When more than one source reports information for the same disclosure event, all versions of the event will appear in the BrokerCheck report. The different versions are separated by a solid line with the reporting source labeled.

For your convenience, below is a matrix of the number and status of regulatory disclosure events involving this broker. Further information regarding these events can be found in the subsequent pages of this report. You also may wish to contact the broker to obtain further information regarding these events.

	Final	On Appeal
Regulatory Event	1	0



Disclosure Event Details

This report provides the information exactly as it was reported to CRD and therefore some of the specific data fields contained in the report may be blank if the information was not provided to CRD.

Regulatory - Final

This type of disclosure event involves a final, formal proceeding initiated by a regulatory authority (e.g., a state securities agency, self-regulatory organization, federal regulator such as the Securities and Exchange Commission, foreign financial regulatory body) for a violation of investment-related rules or regulations.

Disclosure 1 of 1

Reporting Source:	Regulator
Regulatory Action Initiated By:	UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Sanction(s) Sought:	Other: N/A
Date Initiated:	10/24/2011
Docket/Case Number:	3-14600
Employing firm when activity occurred which led to the regulatory action:	PIPELINE TRADING SYSTEMS LLC
Product Type:	Equity Listed (Common & Preferred Stock)
Allegations:	<p>SEC ADMIN RELEASE 33-9271, 34-65609, OCTOBER 24, 2011: THE SECURITIES AND EXCHANGE COMMISSION (COMMISSION) DEEMED IT APPROPRIATE AND IN THE PUBLIC INTEREST THAT PUBLIC ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDING BE, AND HEREBY ARE, INSTITUTED PURSUANT TO SECTION 8A OF THE SECURITIES ACT OF 1933 (SECURITIES ACT) AND SECTIONS 15(B) AND 21C OF THE SECURITIES EXCHANGE ACT OF 1934 (EXCHANGE ACT) AGAINST BERKELEY (RESPONDENT). THE FIRM OPERATED AN ALTERNATIVE TRADING SYSTEM ("ATS"), A PRIVATE STOCK-TRADING PLATFORM COMMONLY REFERRED TO AS A "DARK POOL." THE FIRM HELD OUT ITS ATS AS A "CROSSING NETWORK" THAT ANONYMOUSLY MATCHED CUSTOMERS' INTERESTS IN TRADING LARGE AMOUNTS OF STOCK. HOWEVER, THE FIRM DID NOT DISCLOSE TO ITS CUSTOMERS THAT THE OVERWHELMING MAJORITY OF THE SHARES TRADED ON ITS ATS WERE BOUGHT OR SOLD BY A WHOLLY OWNED SUBSIDIARY OF THE FIRM.</p> <p>THE UNDISCLOSED SUBSIDIARY (THE "AFFILIATE") WAS ENTIRELY OWNED AND FUNDED BY THE FIRM, WHICH CREATED THE AFFILIATE TO PROVIDE LIQUIDITY TO THE FIRM'S CUSTOMERS.</p>



THE FIRM ADVERTISED THAT IT HAD NO PROPRIETARY TRADING DESK GAMING [CUSTOMER] ORDERS. ITS ADVERTISING AND OTHER PUBLIC STATEMENTS REPEATEDLY CLAIMED THAT THE TRADING OPPORTUNITIES ON THE ATS WERE "NATURAL," THAT THE ATS WOULD NOT REVEAL THE SIDE OR PRICE OF A CUSTOMER ORDER BEFORE A TRADE WAS COMPLETED, THAT THE ATS DENIED "ARBITRAGEURS" AND "HIGH-FREQUENCY TRADERS" INFORMATION NEEDED TO "FRONT RUN," THAT IT PROVIDED A REFUGE FROM "PREDATORS," AND THAT IT PREVENTED "PRE-TRADE INFORMATION LEAKAGE."

THESE CLAIMS WERE FALSE AND MISLEADING IN THAT THE AFFILIATE WAS ON THE OTHER SIDE OF THE VAST MAJORITY OF TRADES EXECUTED ON THE ATS. THE AFFILIATE SOUGHT TO PREDICT THE SIDE AND PRICE OF FIRM CUSTOMERS' ORDERS AND THEN TRADE ON THE SAME SIDE AS THOSE ORDERS IN OTHER TRADING VENUES BEFORE FILLING THEM ON THE ATS.

WHILE THE FIRM ON THE ADVICE OF ITS COUNSEL DISCLOSED TO MOST OF ITS CUSTOMERS THE POSSIBILITY OF UNSPECIFIED FIRM AFFILIATES TRADING ON THE FIRM ATS, IT ASSURED ITS CUSTOMERS THAT ANY AFFILIATE TRADING ON THE ATS WOULD RECEIVE NO PREFERENTIAL TREATMENT AND WOULD HAVE NO ACCESS TO ORDER OR TRADE DATA OF OTHER SUBSCRIBERS. IN FACT, THE FIRM OCCASIONALLY REVEALED TO THE AFFILIATE, AFTER THE TRADES WERE CONSUMMATED, ORDER AND TRADE DATA OF OTHER CUSTOMERS. THE FIRM ALSO PROVIDED THE AFFILIATE WITH CERTAIN ACCESS AND INFORMATION THAT IMPROVED THE AFFILIATE'S ABILITY TO TRADE ADVANTAGEOUSLY, INCLUDING CERTAIN ELECTRONIC CONNECTIVITY TO THE ATS, INPUT INTO DESIGNING ATS RULES FOR DETERRING PREDATORY CONDUCT, AND INFORMATION ABOUT ATS OPERATIONS AND PIPELINE'S METHODS OF POLICING FOR PREDATORY BEHAVIOR THAT WERE NOT KNOWN TO OTHER CUSTOMERS.

FROM AUGUST 2004 TO MARCH 2010, THE FIRM VIOLATED THE COMMISSION'S REGULATION ATS BY OMITTING TO DISCLOSE, IN REQUIRED FILINGS WITH THE COMMISSION, THE AFFILIATE AS AN ENTITY INVOLVED IN THE OPERATION OF THE ALTERNATIVE TRADING SYSTEM.

Current Status:

Final

Resolution:

Order



Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Resolution Date:	10/24/2011
Sanctions Ordered:	Cease and Desist Civil and Administrative Penalty(ies)/Fine(s)
If the regulator is the SEC, CFTC, or an SRO, did the action result in a finding of a willful violation or failure to supervise?	No
(1) willfully violated any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board, or to have been unable to comply with any provision of such Act, rule or regulation?	No



(2) willfully aided, abetted, counseled, commanded, induced, or procured the violation by any person of any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board? or

No

(3) failed reasonably to supervise another person subject to your supervision, with a view to preventing the violation by such person of any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any such Acts, or any of the rules of the Municipal Securities Rulemaking Board?

No

Monetary Sanction 1 of 1

Monetary Related Sanction: Civil and Administrative Penalty(ies)/Fine(s)

Total Amount: \$100,000.00

Portion Levied against individual: \$100,000.00

Payment Plan:

**Is Payment Plan Current:****Date Paid by individual:**

Was any portion of penalty waived? No

Amount Waived:**Regulator Statement**

IN ANTICIPATION OF THE INSTITUTION OF THESE PROCEEDINGS, RESPONDENT HAS SUBMITTED AN OFFER OF SETTLEMENT (THE "OFFER") WHICH THE COMMISSION HAS DETERMINED TO ACCEPT. SOLELY FOR THE PURPOSE OF THESE PROCEEDINGS AND ANY OTHER PROCEEDINGS BROUGHT BY OR ON BEHALF OF THE COMMISSION, OR TO WHICH THE COMMISSION IS A PARTY, AND WITHOUT ADMITTING OR DENYING THE FINDINGS HEREIN, EXCEPT AS TO THE COMMISSION'S JURISDICTION OVER THEM AND THE SUBJECT MATTER OF THESE PROCEEDINGS, WHICH ARE ADMITTED, RESPONDENT CONSENTS TO THE ENTRY OF THIS ORDER INSTITUTING ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDINGS PURSUANT TO SECTION 8A OF THE SECURITIES ACT OF 1933 AND SECTIONS 15(B) AND 21C OF THE SECURITIES EXCHANGE ACT OF 1934, MAKING FINDINGS, AND IMPOSING A CEASE-AND-DESIST ORDER ("ORDER"), AS SET FORTH BELOW.

AS A RESULT OF THE CONDUCT DESCRIBED ABOVE, BERKELEY CAUSED THE FIRM TO VIOLATE SECTION 17(A)(2) OF THE SECURITIES ACT AND RULE 301(B)(10) OF REGULATION ATS, AND, PURSUANT TO SECTIONS 15(B)(6) AND 21B(A)(3) OF THE EXCHANGE ACT, ARE LIABLE FOR CIVIL PENALTIES FOR THEIR "WILLFUL" ACTS OR OMISSIONS THAT WERE A CAUSE OF THE FIRM'S VIOLATIONS OF RULE 301(B)(2) OF REGULATION ATS.

IN VIEW OF THE FOREGOING, THE COMMISSION DEEMS IT APPROPRIATE AND IN THE PUBLIC INTEREST TO IMPOSE THE SANCTIONS AGREED TO IN RESPONDENT'S OFFER. ACCORDINGLY, PURSUANT TO SECTION 8A OF THE SECURITIES ACT AND SECTIONS 15(B) AND 21C OF THE EXCHANGE ACT, IT IS HEREBY ORDERED THAT RESPONDENT BERKELEY CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTION 17(A)(2) OF THE SECURITIES ACT AND REGULATION ATS PROMULGATED UNDER THE EXCHANGE ACT AND WITHIN 10 DAYS OF THE ENTRY OF THIS ORDER, PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF \$100,000 TO THE UNITED STATES TREASURY.

Reporting Source: Broker



Regulatory Action Initiated By:	UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Sanction(s) Sought:	Cease and Desist Civil and Administrative Penalty(ies)/Fine(s)
Date Initiated:	10/24/2011
Docket/Case Number:	3-14600
Employing firm when activity occurred which led to the regulatory action:	PIPELINE TRADING SYSTEMS LLC
Product Type:	Equity Listed (Common & Preferred Stock)
Allegations:	THE SEC ADMINISTRATIVE ORDER FOUND THAT THE FIRM VIOLATED SECTION 17(A)(2) OF THE SECURITIES ACT, IN THAT THE FIRM FAILED TO ADEQUATELY DISCLOSE TO ITS CUSTOMERS THE ROLE PLAYED BY AN AFFILIATED SUBSCRIBER EFFECTING TRADES ON THE FIRM'S ALTERNATIVE TRADING SYSTEM ("ATS"). THE ORDER ALSO FOUND THAT THE FIRM VIOLATED RULES 301(B)(2) AND (10) OF REGULATION ATS BY NOT MAKING SUCH DISCLOSURE TO THE SEC ON FORM ATS AND BY NOT EMPLOYING ADEQUATE PROCEDURES RELATING TO CONFIDENTIAL SUBSCRIBER TRADING INFORMATION. THE SEC ORDER FOUND THAT MR. BERKELEY'S CONDUCT CAUSED THESE VIOLATIONS.
Current Status:	Final
Resolution:	Settled
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	Yes
Resolution Date:	10/24/2011
Sanctions Ordered:	Cease and Desist Civil and Administrative Penalty(ies)/Fine(s)
Monetary Sanction 1 of 1	
Monetary Related Sanction:	Civil and Administrative Penalty(ies)/Fine(s)
Total Amount:	\$100,000.00



Portion Levied against individual: \$100,000.00

Payment Plan:

Is Payment Plan Current:

Date Paid by individual: 11/01/2011

Was any portion of penalty waived? No

Amount Waived:

End of Report



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