

BrokerCheck Report

WAYNE IVAN MILLER

CRD# 4813645

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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.

**WAYNE I. MILLER**

CRD# 4813645

Currently employed by and registered with the following Firm(s):**AEON CAPITAL INC**

1715 HIGHWAY 35

SUITE 103

MIDDLETOWN,, NJ 07748

CRD# 164004

Registered with this firm since: 02/13/2018

AEON CAPITAL INC

7154 E Stetson Dr, Suite 210

Scottsdale, AZ 85251

CRD# 164004

Registered with this firm since: 02/13/2018

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 registered with:**

- 1 Self-Regulatory Organization
- 1 U.S. state or territory

This broker has passed:

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

Registration History**This broker was previously registered with the following securities firm(s):****ACCELERATED CAPITAL GROUP**

CRD# 41270

SCOTTSDALE, AZ

04/2010 - 02/2018

LONGVIEW FINANCIAL GROUP, INC

CRD# 38286

SCOTTSDALE, AZ

01/2009 - 04/2010

USAA INVESTMENT MANAGEMENT COMPANY

CRD# 5475

SAN ANTONIO, TX

12/2004 - 01/2005

Disclosure Events

All individuals registered to sell securities or provide investment advice are required to disclose customer complaints and arbitrations, regulatory actions, employment terminations, bankruptcy filings, and criminal or civil judicial proceedings.

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

The following types of disclosures have been reported:

Type	Count
Regulatory Event	1
Customer Dispute	3
Financial	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) and U.S. states/territories the broker is currently registered and licensed with, the category of each license, and the date on which it became effective. This section also provides, for every brokerage firm with which the broker is currently employed, the address of each branch where the broker works.

This individual is currently registered with 1 SRO and is licensed in 1 U.S. state or territory through his or her employer.

Employment 1 of 1

Firm Name: **AEON CAPITAL INC**
 Main Office Address: **1715 HIGHWAY 35
 SUITE 103
 MIDDLETOWN,, NJ 07748**
 Firm CRD#: **164004**

SRO	Category	Status	Date
FINRA	General Securities Principal	APPROVED	07/02/2018
FINRA	General Securities Representative	APPROVED	02/13/2018
FINRA	Invest. Co and Variable Contracts	APPROVED	02/13/2018

U.S. State/ Territory	Category	Status	Date
Arizona	Agent	APPROVED	01/24/2018

Branch Office Locations

AEON CAPITAL INC
 7154 E Stetson Dr, Suite 210
 Scottsdale, AZ 85251



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.

This individual has passed 1 principal/supervisory exam, 3 general industry/product exams, and 2 state securities law exams.

Principal/Supervisory Exams

Exam	Category	Date
General Securities Principal Examination	Series 24	05/06/2010

General Industry/Product Exams

Exam	Category	Date
Securities Industry Essentials Examination	SIE	10/01/2018
General Securities Representative Examination	Series 7	01/06/2009
Investment Company Products/Variable Contracts Representative Examination	Series 6	06/21/2004

State Securities Law Exams

Exam	Category	Date
Uniform Investment Adviser Law Examination	Series 65	10/24/2011
Uniform Securities Agent State Law Examination	Series 63	03/25/2009

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/.



Registration and Employment History

Registration History

The broker previously was registered with the following firms:

Registration Dates	Firm Name	CRD#	Branch Location
04/2010 - 02/2018	ACCELERATED CAPITAL GROUP	41270	SCOTTSDALE, AZ
01/2009 - 04/2010	LONGVIEW FINANCIAL GROUP, INC	38286	SCOTTSDALE, AZ
12/2004 - 01/2005	USAA INVESTMENT MANAGEMENT COMPANY	5475	SAN ANTONIO, TX
06/2004 - 09/2004	WOODBURY FINANCIAL SERVICES, INC.	421	OAKDALE, MN

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 Dates	Employer Name	Employer Location
04/2010 - Present	MARK STEWART SECURITIES, INC. DBA ACCELERATED C	Costa Mesa, CA
07/2008 - Present	WAYNE MIILLER PLLC	SCOTTSDALE, AZ
01/1999 - Present	MIILLER MANAGEMENT	PHOENIX, AZ
05/2013 - 08/2017	AMERICAN ASSET ADVISORY, LLC	IRVINE, CA
08/2005 - 08/2013	SELF-EMPLOYED	SCOTTSDALE, AZ
06/2009 - 04/2010	LONGVIEW FINANCIAL GROUP, INC	SCOTTSDALE, AZ
12/2008 - 06/2009	LONGVIEW FINANCIAL GROUP, INC	NEW YORK, NY

Other Business Activities

This section includes information, if any, as provided by the broker regarding other business activities the broker is currently engaged in either as a proprietor, partner, officer, director, employee, trustee, agent or otherwise. This section does not include non-investment related activity that is exclusively charitable, civic, religious or fraternal and is recognized as tax exempt.

(1) WAYNE MIILLER PLLC, OWNER; SCOTTSDALE, AZ; NOT SECURITIES RELATED; START: JULY 1, 2008; TIME SPENT: 5 HOURS/MONTH - UTILIZED FOR BUSINESS EXPENSES, TAX PURPOSES, AND BUSINESS CONSULTING MATTERS. (2) MIILLER MANAGEMENT; NOT INVESTMENT RELATED; SCOTTSDALE, AZ; MUSIC

Registration and Employment History



Other Business Activities, continued

PERFORMANCE / MANAGEMENT; OWNER / CEO; JANUARY 1999 TO PRESENT; 10 HOURS WEEKLY; NONE DURING TRADING HOURS; PERFORM LIVE SHOWS AND BOOKING SERVICES.



Disclosure Events

What you should know about reported disclosure events:

1. All individuals registered to sell securities or provide investment advice are required to disclose customer complaints and arbitrations, regulatory actions, employment terminations, bankruptcy filings, and criminal or civil judicial proceedings.
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 broker is required to disclose a particular criminal event.
 - o A customer dispute must involve allegations that a broker engaged in activity that violates certain rules or conduct governing the industry and that the activity resulted in damages of at least \$5,000.
 - o
3. **Disclosure events in BrokerCheck reports come from different sources:**
 - o As mentioned at the beginning of this report, information contained in BrokerCheck comes from brokers, brokerage firms and regulators. When more than one of these sources reports information for the same disclosure event, all 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.
 - o
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 brokers and brokerage 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.

For your convenience, below is a matrix of the number and status of 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.

	Pending	Final	On Appeal
Regulatory Event	0	1	0



Customer Dispute	0	3	N/A
Financial	0	1	N/A



Disclosure Event Details

When evaluating this information, please keep in mind that a disclosure event may be pending or involve allegations that are contested and have not been resolved or proven. The matter may, in the end, be withdrawn, dismissed, resolved in favor of the broker, or concluded through a negotiated settlement for certain business reasons (e.g., to maintain customer relationships or to limit the litigation costs associated with disputing the allegations) with no admission or finding of wrongdoing.

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 may involve (1) a final, formal proceeding initiated by a regulatory authority (e.g., a state securities agency, self-regulatory organization, federal regulatory such as the Securities and Exchange Commission, foreign financial regulatory body) for a violation of investment-related rules or regulations; or (2) a revocation or suspension of a broker's authority to act as an attorney, accountant, or federal contractor.

Disclosure 1 of 1

Reporting Source: Regulator

Regulatory Action Initiated By: FINRA

Sanction(s) Sought:

Date Initiated: 12/13/2017

Docket/Case Number: [2012033566204](#)

Employing firm when activity occurred which led to the regulatory action: Accelerated Capital Group, Inc.

Product Type: Mutual Fund

Allegations: Without admitting or denying the findings, Miiller consented to the sanctions and to the entry of findings that as his member firm's president, he failed to reasonably supervise the firm's chief compliance officer (CCO) and direct supervisor for all registered representatives at a branch office of his firm. The findings stated that although Miiller believed that the CCO possessed the requisite experience to serve in her respective functions, once having delegated certain responsibilities to her, Miiller was also obligated to monitor whether the CCO was properly exercising the duties delegated to her and to respond to any red flags that indicated that the system in place or her supervision was deficient. Miiller failed to reasonably respond to red flags that the firm's systems were not adequate and that the CCO



was not capable of reasonably supervising the registered representative. In particular, Miiller failed to take sufficient reasonable corrective or remedial action after the CCO advised him that she was having difficulty analyzing the firm's trade blotter and mutual fund switch reports and requested better surveillance tools in the form of exception reports. Although a compliance consultant was hired to assist the CCO in her account surveillance tasks, given the CCO's continued difficulty working with the existing blotter and reports, Miiller should have recognized that she still lacked the experience and training necessary to conduct reasonable trading surveillance using the firm's existing surveillance tools even with the help of the compliance consultant. Miiller also failed to act reasonably after he learned from the CCO that the registered representative had excessively traded mutual fund "A" shares in customer accounts. Although the registered representative was placed on heightened supervision, neither the CCO nor anyone else at the firm contacted the registered representative's mutual fund customers. Had someone done so, Miiller's firm would have learned that the registered representative's excessive mutual fund activity was also unauthorized in the accounts of at least nine of the 11 affected customers. In addition, while on heightened supervision, the registered representative began to increasingly employ an unsuitable "swing trade" strategy for the same customers for whom he had been improperly trading the "A" shares. This conduct also went undetected due to the absence of an excessive trading exception report and the CCO's inability to detect excessive trading using the firm's existing trade blotter.

Current Status:	Final
Resolution:	Acceptance, Waiver & Consent(AWC)
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:	12/13/2017
Sanctions Ordered:	Civil and Administrative Penalty(ies)/Fine(s) Suspension
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?

(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



(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?

Sanction 1 of 1

Sanction Type: Suspension
Capacities Affected: Any principal capacity
Duration: Six months
Start Date: 01/02/2018
End Date: 07/01/2018

Monetary Sanction 1 of 1

Monetary Related Sanction: Civil and Administrative Penalty(ies)/Fine(s)
Total Amount: \$10,000.00
Portion Levied against individual: \$10,000.00
Payment Plan: Deferred
Is Payment Plan Current:
Date Paid by individual: 09/28/2018
Was any portion of penalty waived? No

Amount Waived:

Regulator Statement Fines paid in full on September 28, 2018.



Reporting Source:	Broker
Regulatory Action Initiated By:	FINRA
Sanction(s) Sought:	
Date Initiated:	12/13/2017
Docket/Case Number:	2012033566204
Employing firm when activity occurred which led to the regulatory action:	Accelerated Capital Group, Inc.
Product Type:	Mutual Fund
Allegations:	<p>Without admitting or denying the findings, Miiller consented to the sanctions and to the entry of findings that as his member firm's president, he failed to reasonably supervise the firm's chief compliance officer (CCO) and direct supervisor for all registered representatives at a branch office of his firm. The findings stated that although Miiller believed that the CCO possessed the requisite experience to serve in her respective functions, once having delegated certain responsibilities to her, Miiller was also obligated to monitor whether the CCO was properly exercising the duties delegated to her and to respond to any red flags that indicated that the system in place or her supervision was deficient. Miiller failed to reasonably respond to red flags that the firm's systems were not adequate and that the CCO was not capable of reasonably supervising the registered representative. In particular, Miiller failed to take sufficient reasonable corrective or remedial action after the CCO advised him that she was having difficulty analyzing the firm's trade blotter and mutual fund switch reports and requested better surveillance tools in the form of exception reports. Although a compliance consultant was hired to assist the CCO in her account surveillance tasks, given the CCO's continued difficulty working with the existing blotter and reports, Miiller should have recognized that she still lacked the experience and training necessary to conduct reasonable trading surveillance using the firm's existing surveillance tools even with the help of the compliance consultant. Miiller also failed to act reasonably after he learned from the CCO that the registered representative had excessively traded mutual fund "A" shares in customer accounts. Although the registered representative was placed on heightened supervision, neither the CCO nor anyone else at the firm contacted the registered representative's mutual fund customers. Had someone done so, Miiller's firm would have learned that the registered representative's excessive mutual fund activity was also unauthorized in the accounts of at least nine of the 11 affected customers. In addition, while on heightened supervision, the registered representative began to increasingly employ an unsuitable "swing trade"</p>



strategy for the same customers for whom he had been improperly trading the "A" shares. This conduct also went undetected due to the absence of an excessive trading exception report and the CCO's inability to detect excessive trading using the firm's existing trade blotter.

Current Status: Final

Resolution: Acceptance, Waiver & Consent(AWC)

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: 12/13/2017

Sanctions Ordered: Civil and Administrative Penalty(ies)/Fine(s)
Suspension

Sanction 1 of 1

Sanction Type: Suspension

Capacities Affected: Any principal Capacity

Duration: 6 months

Start Date: 01/02/2018

End Date: 07/01/2018

Monetary Sanction 1 of 1

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

Total Amount: \$10,000.00

Portion Levied against individual: \$10,000.00

Payment Plan:

Is Payment Plan Current:

Date Paid by individual:

Was any portion of penalty waived? No

Amount Waived:





Customer Dispute - Settled

This type of disclosure event involves a consumer-initiated, investment-related complaint, arbitration proceeding or civil suit containing allegations of sale practice violations against the broker that resulted in a monetary settlement to the customer.

Disclosure 1 of 3

Reporting Source:	Broker
Employing firm when activities occurred which led to the complaint:	ACCELERATED CAPITAL GROUP, INC.
Allegations:	Claimants are alleging negligence, over-concentration, breach of fiduciary duty, breach of contract, material misrepresentation and omissions and failure to supervise
Product Type:	Other: alternative investments
Alleged Damages:	\$340,000.00

Customer Complaint Information

Date Complaint Received:	
Complaint Pending?	No
Status:	Settled
Status Date:	08/15/2018
Settlement Amount:	\$95,000.00
Individual Contribution Amount:	\$0.00

Arbitration Information

Arbitration/CFTC reparation claim filed with (FINRA, AAA, CFTC, etc.):	FINRA
Docket/Case #:	17-01178
Date Notice/Process Served:	05/12/2017
Arbitration Pending?	No
Disposition:	Settled
Disposition Date:	08/15/2018



Monetary Compensation Amount:	\$95,000.00
Individual Contribution Amount:	\$0.00
Broker Statement	A significant portion of the claim amount was done at an outside, non-affiliate RIA, with Mr. Miiller and ACG having no role in the transaction. Mr. Miiller and ACG will be vigorously defending the supervision and suitability of the remaining claim. UPDATE 081518: This matter has been settled with no out of pocket proceeds paid from Mr. Miiller.

Disclosure 2 of 3

Reporting Source:	Broker
Employing firm when activities occurred which led to the complaint:	ACCELERATED CAPITAL GROUP, INC.
Allegations:	THE ARBITRATION DOCUMENTS ALLEGE BREACH OF FIDUCIARY DUTY, VIOLATION OF THE FEDERAL SECURITIES LAWS, CONTROL PERSON LIABILITY UNDER SECTION 20 OF THE SECURITIES & EXCHANGE ACT OF 1034; VIOLATION OF THE CALIFORNIA CORPORATION SECURITIES LAWS; VIOLATION OF THE FINRA RULES 1020, 2120, 2111 AND 3110; NEGLIGENCE AND NEGLIGENT SUPERVISION
Product Type:	Equity Listed (Common & Preferred Stock)
Alleged Damages:	\$130,000.00
Arbitration Information	
Arbitration/CFTC reparation claim filed with (FINRA, AAA, CFTC, etc.):	FINRA
Docket/Case #:	16-01433
Date Notice/Process Served:	06/07/2016
Arbitration Pending?	No
Disposition:	Settled
Disposition Date:	05/08/2017
Monetary Compensation Amount:	\$110,000.00



Individual Contribution Amount:	\$0.00
Broker Statement	ACG was named in an arbitration for the activities of a RR not under Mr. Miiller's supervision, and no longer with the firm. He was named as a "control person" in the arbitration, and was not required to personally contribute to the settlement amount.

Disclosure 3 of 3

Reporting Source:	Broker
Employing firm when activities occurred which led to the complaint:	ACCELERATED CAPITAL GROUP
Allegations:	UNAUTHORIZED TRADING AND EXCESSIVE TRADING
Product Type:	Equity Listed (Common & Preferred Stock)
Alleged Damages:	\$200,000.00

Arbitration Information

Arbitration/CFTC reparation claim filed with (FINRA, AAA, CFTC, etc.):	FINRA
Docket/Case #:	15-03471
Date Notice/Process Served:	01/08/2016
Arbitration Pending?	No
Disposition:	Settled
Disposition Date:	02/01/2016
Monetary Compensation Amount:	\$165,000.00
Individual Contribution Amount:	\$0.00
Broker Statement	President and Owner, Wayne Miiller, has been named in an arbitration as a control person of ACG with ownership of at least 10% but less than 25%. Mr. Miiller is the President of the Firm, but was not the supervisor of, nor located in the office of, the Registered Representative that is the subject of the arbitration.



Financial - Final

This type of disclosure event involves a bankruptcy, compromise with one or more creditors, or Securities Investor Protection Corporation liquidation involving the broker or an organization/brokerage firm the broker controlled that occurred within the last 10 years.

Disclosure 1 of 1

Reporting Source:	Broker
Action Type:	SHORT SALE
Action Date:	10/23/2012
Organization Investment-Related?	
Action Pending?	No
Disposition:	Satisfied/Released
Disposition Date:	10/23/2012
If a compromise with creditor, provide:	
Name of Creditor:	INDY MAC BANK
Original Amount Owed:	\$710,000.00
Terms Reached with Creditor:	INDY MAC ACCEPTED A GROSS SHORT SALE OF \$641,000.00. CHASE (\$210,000.00)ACCEPTED A PAYMENT OF \$21,646.59 FROM INDY MAC.

End of Report



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