

**COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF BANKING AND SECURITIES**

COMMONWEALTH OF PENNSYLVANIA	:	Docket No.:	<u>250035</u>	(SEC-CAO)
DEPARTMENT OF BANKING AND	:			
SECURITIES, BUREAU OF SECURITIES	:			
COMPLIANCE AND EXAMINATIONS	:			
	:			
v.	:			
	:			
VERTEX FINANCIAL ADVISORS, LLC	:			
	:			
	:			

CONSENT AGREEMENT AND ORDER

The Commonwealth of Pennsylvania, acting through the Department of Banking and Securities (“Department”), Bureau of Securities Compliance and Examinations (“Bureau”), has conducted an investigation of the business practices of Vertex Financial Advisors, LLC (“Vertex”). Based on the results of its investigation, the Bureau has concluded that Vertex has operated in violation of the Pennsylvania Securities Act of 1972, 70 P.S. § 1-101 et. seq. (“1972 Act”). Vertex, in lieu of litigation, and without admitting or denying the allegations herein, and intending to be legally bound, hereby agrees to the terms of this Consent Agreement and Order (“Order”).

BACKGROUND

1. The Department is the Commonwealth of Pennsylvania’s administrative agency authorized and empowered to administer and enforce the 1972 Act.
2. The Bureau is primarily responsible for administering and enforcing the 1972 Act for the Department.

3. Vertex, CRD #300421, was, at all times material herein, a Pennsylvania limited liability company with an address at Redacted

Redacted

4. From in or about April 2019 until present, Vertex has been registered pursuant to Section 301(c) of the 1972 Act, 70 P.S. §1-301(c), as an investment adviser.

5. Regulation 404.011(e), 10 Pa. Code § 404.011(e), requires that an investment adviser registered under the 1972 Act to deliver or offer in writing to deliver to each of its clients the current firm brochure and one or more supplements which must contain the information required under Part 2 of Form ADV without charge at least once a year.

6. From in or about January 2023 to in or about December 2023, Vertex failed to deliver or offer in writing to deliver to its clients the current firm brochure or supplements.

VIOLATION

7. By engaging in the acts and conduct set forth in paragraphs 3 through 6 above, Vertex failed to deliver or offer in writing to its clients the current firm brochure or supplements, which forms a basis to deny, suspend, revoke, or condition the registration of Vertex or censure Vertex pursuant to Section 305(a)(v) of the 1972 Act, 70 P.S. § 1-305(a)(v), and Regulation 404.011(e), 10 Pa. Code § 404.011(e).

RELIEF

8. Within ninety (90) days of the Effective Date of this Order, as defined by paragraph 16, Vertex shall pay the Department an administrative assessment in the amount of \$5,000.00. Payment shall be made by certified check or money order payable to the "Department of Banking

and Securities” and shall be mailed or delivered, in person, to the Bureau of Securities Compliance and Examinations located at 17 N. Second Street, Suite 1300, Harrisburg, Pennsylvania 17101.

9. Vertex is ordered to comply with the 1972 Act, and Regulations adopted by the Department, and in particular Regulation 304.012(a)(24), 10 Pa. Code §304.012(a)(24).

10. Should Vertex fail to pay the assessment as set forth in paragraph 8 above, the sanctions set forth elsewhere in the Order shall continue in full force and effect until full payment is made. However, this provision shall not be construed as affording Vertex the option of either paying the assessment or being indefinitely subjected to sanctions.

11. Should Vertex fail to comply with any and all provisions of this Order, the Department may impose additional sanctions and costs and seek other appropriate relief subject to Vertex’s right to a hearing pursuant to the 1972 Act.

FURTHER PROVISIONS

12. Consent. Vertex hereby knowingly, willingly, voluntarily and irrevocably consents to the entry of this Order pursuant to the Bureau’s authority under the 1972 Act and agrees that it understands all of the terms and conditions contained herein. Vertex, by voluntarily entering into this Order, waives any right to a hearing or appeal concerning the terms, conditions and/or penalties set forth in this Order.

13. Entire Agreement. This Order contains the entire agreement between the Department and Vertex. There are no other terms, obligations, covenants, representations, statements, conditions, or otherwise, of any kind whatsoever concerning this Order. This Order may be amended in writing by mutual agreement by the Department and Vertex.

14. Binding Nature. The Department and Vertex, and all officers, owners, directors, employees, heirs and assigns of Vertex intend to be and are legally bound by the terms of this Order.

15. Counsel. This Order is entered into by the parties upon full opportunity for legal advice from legal counsel.

16. Effectiveness. Vertex hereby stipulates and agrees that the Order shall become effective on the date the Bureau executes the Order ("Effective Date").

17. Other Enforcement Action.

(a) The Department reserves all of its rights, duties, and authority to enforce all statutes, rules and regulations under its jurisdiction against Vertex in the future regarding all matters not resolved by this Order, except that the Department will not institute a proceeding against Vertex under Section 305(a) of the 1972 Act, 70 P.S. § 1-305(a), on the basis of any information obtained by the Department from the investigation by the Bureau of Vertex which formed the basis of this Order.

(b) Vertex acknowledges and agrees that this Order is only binding upon the Department and not any other local, state or federal agency, department or office regarding matters within this Order.

18. Authorization. The parties below are authorized to execute this Order and legally bind their respective parties.

19. Counterparts. This Order may be executed in separate counterparts, by facsimile and by PDF.

20. Titles. The titles used to identify the paragraphs of this document are for the convenience of reference only and do not control the interpretation of this document.

21. Finding. The Department finds that it is necessary and appropriate in the public interest and for the protection of investors, and consistent with the purposes fairly intended by the policy and provisions of the 1972 Act to issue this Order.

WHEREFORE, in consideration of the foregoing, including the recital paragraphs, the Commonwealth of Pennsylvania, Department of Banking and Securities, Bureau of Securities Compliance and Examinations and Vertex Financial Advisors, LLC, intending to be legally bound, do hereby execute this Consent Agreement and Order.

**FOR THE COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF BANKING AND SECURITIES
BUREAU OF SECURITIES COMPLIANCE AND
EXAMINATIONS**

Redacted

Eric R. Pistilli
Deputy Secretary for Securities



Date: 10/09/2025

FOR VERTEX FINANCIAL ADVISORS, LLC

Redacted

(Signature)

Gregory Davis

(Print Name)

President

(Title)

Date: 10/9/25