

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2015044604802**

TO: Department of Enforcement
Financial Industry Regulatory Authority ("FINRA")

RE: Joshua Gottlieb, Respondent
Investment Company Products/Variable Contracts Representative
CRD No. 3160206

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I submit this Letter of Acceptance, Waiver and Consent ("AWC") for the purpose of proposing a settlement of the alleged rule violations described below. This AWC is submitted on the condition that, if accepted, FINRA will not bring any future actions against me alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

- A.** I hereby accept and consent, without admitting or denying the findings, and solely for the purposes of this proceeding and any other proceeding brought by or on behalf of FINRA, or to which FINRA is a party, prior to a hearing and without an adjudication of any issue of law or fact, to the entry of the following findings by FINRA:

BACKGROUND

Joshua Gottlieb entered the securities industry in 1998 when he associated with a FINRA member firm. From 2001 to March 2017, Gottlieb was registered with FINRA as an Investment Company Products/Variable Contracts Representative through associations with several member firms, including, most recently, Benefit Funding Services, LLC. Gottlieb is not currently registered or associated with a member firm but is subject to FINRA's jurisdiction pursuant to Article V, Section 4 of FINRA's By-Laws.

OVERVIEW

During the course of an ongoing examination, Gottlieb did not respond fully to FINRA's request for information and documents and stated that he will not appear for on-the-record testimony requested by FINRA pursuant to FINRA Rule 8210. As a result, Gottlieb violated FINRA Rules 8210 and 2010.

FACTS AND VIOLATIVE CONDUCT

In March 2015, FINRA began an examination of outside business activities that Gottlieb had disclosed to Benefit Funding Services, LLC to determine, among other things, whether Gottlieb may have participated in private securities transactions or otherwise acted in violation of FINRA rules.

In 2015 and 2016, Gottlieb provided information, documents, and testimony requested by FINRA pursuant to FINRA Rule 8210 in connection with this examination.

On February 1, 2017, FINRA staff sent a letter to Gottlieb requesting that he provide FINRA with additional information and documents by February 15, 2017, pursuant to FINRA Rule 8210. On February 15, 2017, Gottlieb provided a partial response to this request. Subsequently, including in a March 9, 2017 letter to Gottlieb, FINRA requested pursuant to FINRA Rule 8210 that Gottlieb provide FINRA with the rest of the requested information and documents by March 15, 2017.

In addition, on March 9, 2017, FINRA staff sent another request to Gottlieb for on-the-record testimony pursuant to FINRA Rule 8210. Although it was scheduled for April 24, 2017 and April 25, 2017, Gottlieb did not appear for on-the-record testimony.

As stated in his counsel's phone call with FINRA staff in March of 2017, and by this agreement, Gottlieb acknowledges that (i) he received FINRA's February 1 and March 9, 2017 requests, (ii) he did not provide FINRA with all of the information and documents requested, and (iii) he will not appear for on-the-record testimony at any time. By not providing all of the information and documents and by stating that he will not appear for on-the-record testimony requested by FINRA pursuant to FINRA Rule 8210, Gottlieb violates FINRA Rules 8210 and 2010.

By virtue of the foregoing, Gottlieb violates FINRA Rules 8210 and 2010.

B. I also consent to the imposition of the following sanctions:

- A bar from association with any FINRA member in any capacity.

The sanctions imposed herein shall be effective on a date set by FINRA staff. A bar or expulsion shall become effective upon approval or acceptance of this AWC.

I understand that if I am barred or suspended from associating with any FINRA member, I become subject to a statutory disqualification as that term is defined in Article III, Section 4 of FINRA's By-Laws, incorporating Section 3(a)(39) of the

Securities Exchange Act of 1934. Accordingly, I may not be associated with any FINRA member in any capacity, including clerical or ministerial functions, during the period of the bar or suspension (see FINRA Rules 8310 and 8311).

II.

WAIVER OF PROCEDURAL RIGHTS

I specifically and voluntarily waive the following rights granted under FINRA's Code of Procedure:

- A. To have a Complaint issued specifying the allegations against me;
- B. To be notified of the Complaint and have the opportunity to answer the allegations in writing;
- C. To defend against the allegations in a disciplinary hearing before a hearing panel, to have a written record of the hearing made and to have a written decision issued; and
- D. To appeal any such decision to the National Adjudicatory Council ("NAC") and then to the U.S. Securities and Exchange Commission and a U.S. Court of Appeals.

Further, I specifically and voluntarily waive any right to claim bias or prejudice of the Chief Legal Officer, the NAC, or any member of the NAC, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including acceptance or rejection of this AWC.

I further specifically and voluntarily waive any right to claim that a person violated the ex parte prohibitions of FINRA Rule 9143 or the separation of functions prohibitions of FINRA Rule 9144, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including its acceptance or rejection.

III.

OTHER MATTERS

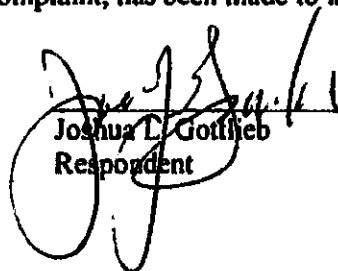
I understand that:

- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs ("ODA"), pursuant to FINRA Rule 9216;


- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against me; and
- C. If accepted:
1. this AWC will become part of my permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against me;
 2. this AWC will be made available through FINRA's public disclosure program in accordance with FINRA Rule 8313;
 3. FINRA may make a public announcement concerning this agreement and the subject matter thereof in accordance with FINRA Rule 8313; and
 4. I may not take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any finding in this AWC or create the impression that the AWC is without factual basis. I may not take any position in any proceeding brought by or on behalf of FINRA, or to which FINRA is a party, that is inconsistent with any part of this AWC. Nothing in this provision affects my: (i) testimonial obligations; or (ii) right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party.

I certify that I have read and understand all of the provisions of this AWC and have been given a full opportunity to ask questions about it; that I have agreed to its provisions voluntarily; and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein and the prospect of avoiding the issuance of a Complaint, has been made to induce me to submit it.

05/03/2017
Date (mm/dd/yyyy)


Joshua L. Gottlieb
Respondent

Reviewed by:


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Counsel for Respondent
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Accepted by FINRA:

5/5/2017
Date

Signed on behalf of the
Director of ODA, by delegated authority



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