

NATIONAL FUTURES ASSOCIATION
BEFORE THE
BUSINESS CONDUCT COMMITTEE

FILED

AUG 31 2011

In the Matter of:

TRADE DOCK CAPITAL LLC
(NFA ID #417738),

and

DOMINIQUE MIGUEL DA'CRUZ
(NFA ID #369464),

Respondents.

NATIONAL FUTURES ASSOCIATION
LEGAL DOCKETING

NFA Case No. 11-BCC-020

COMPLAINT

Having reviewed the investigative report submitted by the Compliance Department of National Futures Association ("NFA"), and having reason to believe that NFA Requirements are being, have been, or are about to be violated and that the matter should be adjudicated, NFA's Business Conduct Committee issues this Complaint against Trade Dock Capital LLC ("TDC") and Dominique Miguel Da'Cruz ("Da'Cruz").

ALLEGATIONS

JURISDICTION

1. At all times relevant to this Complaint, TDC was a commodity trading advisor ("CTA") and commodity pool operator ("CPO") NFA Member. As such, TDC was and is required to comply with NFA Requirements and is subject to disciplinary proceedings for violations thereof.
2. At all times relevant to this Complaint, Da'Cruz was TDC's sole associated person ("AP") and listed principal and an NFA Associate. As such, Da'Cruz was

required to comply with NFA Requirements and is subject to disciplinary proceedings for violations thereof.

BACKGROUND

3. TDC became registered as a CTA on February 8, 2010 and as a CPO on February 25, 2010. Da'Cruz has been registered as an AP of TDC since February 8, 2010. Trade Dock Co. was also listed as a principal and a 10% or more owner of TDC.
4. In early February 2011, NFA received a referral from another regulatory agency informing NFA that TDC was using a website that listed Benoit Brookens, III ("Brookens") as an NFA Member as well as the Chief Executive Officer ("CEO") of TDC.
5. Contrary to the representations on TDC's website, Brookens was not an NFA Member or Associate and has never had any registration history with NFA or the Commodity Futures Trading Commission ("CFTC"). Furthermore, if Brookens was the CEO of TDC, as the website indicated, he should have been listed as a principal of TDC but was not.
6. TDC's website contained other troubling information. For example, the website included names of several other Trade Dock entities, some of which claimed to specialize in proprietary trading and others of which advertised themselves as precious metals dealers or futures and forex trading firms, though none of these other entities was an NFA Member or CFTC registrant. Furthermore, the names of the various Trade Dock entities were used interchangeably so that it was impossible to determine whether certain information on the website related to all

of the various Trade Dock entities or only some of them. Also, although the website claimed that TDC engaged in forex trading, neither TDC nor Da'Cruz had been approved as a forex firm or forex AP, respectively.

7. Moreover, TDC's website claimed TDC had recently received a \$5.2 million dollar investment and that its asset managers had "delivered over 6 years of steady uncorrelated returns to its world-wide customer base." NFA found these particular claims highly suspicious since TDC had never submitted a disclosure document to NFA for approval or filed an exemption for any pools or for the CTA itself.
8. Based on the contradictory information on TDC's website, NFA commenced an investigation of TDC. NFA initially asked Da'Cruz if TDC was currently engaging in any commodity futures or forex trading activity. Although Da'Cruz said TDC was not, he could not provide any credible explanation as to why TDC's website made claims which implied that it was doing business. Instead, in an e-mail to NFA, Da'Cruz said the website "was not active as a live commercial site, only a designed proof of concept." Da'Cruz also claimed that the entire website was "hypothetical." (Shortly after NFA questioned Da'Cruz regarding the contradictory information in the website, Da'Cruz deleted all information from the website except for a generic home page that contained no information regarding TDC.)
9. Contrary to Da'Cruz's claims that TDC was not doing business and that its website was only "proposed design with filler text," NFA independently learned that there were multiple unfunded trading accounts in the name of Da'Cruz,

Brookens and Trade Dock Co. at several different NFA Forex Dealer Members and broker dealers. According to the account opening paperwork for these accounts, some claimed that Trade Dock Co. had as much as \$10 million in assets.

10. NFA asked Da'Cruz for further information and supporting documentation regarding TDC's operations and ownership. Da'Cruz produced some of the information requested by NFA but failed to respond to NFA's questions about TDC's ownership. At this point, Brookens became involved. Brookens told NFA that he would provide NFA with records relating to TDC's ownership, but he never did.
11. Additionally, NFA also asked Da'Cruz to produce TDC's bank records. In reviewing these records, NFA noticed multiple transfers from TDC's bank accounts to Trade Dock Co. As a result, NFA asked Da'Cruz to produce Trade Dock Co.'s bank records, but he claimed he could not produce them and instead de-listed Trade Dock Co. as a principal of TDC.
12. On March 8, 2011, NFA attempted to visit TDC's offices which, according to NFA's Online Registration System, were located in an office park that leases individual office suites. However, the receptionist at the office park told NFA that the office park had never leased an office suite to TDC. Therefore, NFA's auditors called Da'Cruz and left a message for him to call them back. When Da'Cruz finally returned their call, he refused to meet with NFA.
13. The following day, March 9, 2011, NFA told Da'Cruz that his refusal to make himself available for questioning or to produce the Trade Dock Co. bank records

was unacceptable and that he should contact the audit staff by 9:00 a.m. the following morning (March 10, 2011) to make arrangements to submit to an interview and produce the Trade Dock Co. bank records. However, Da'Cruz called NFA the morning of March 10, 2011 and said he would not produce the requested records or make himself available for questioning.

14. Based on the circumstances described above, NFA issued a Member Responsibility Action and Associate Responsibility Action against TDC and Da'Cruz on March 14, 2011 alleging that TDC and Da'Cruz were soliciting customers using false and misleading information and had misled and failed to cooperate with NFA throughout its investigation and examination of TDC.

APPLICABLE RULES

15. NFA Compliance Rule 2-2(f) provides that no Member or Associate shall willfully submit materially false or misleading information to NFA or its agents.
16. NFA Compliance Rule 2-5 provides, in pertinent part, that each Member and Associate shall cooperate promptly and fully with NFA in any NFA investigation, inquiry, audit or examination.
17. NFA Compliance Rule 2-39(a) provides, in pertinent part, that Members and Associates who solicit customers, introduce customers to a counterparty, or manage accounts on behalf of customers in connection with forex transactions shall comply with Sections (a), (b), (c), (d), (e), (h), and (l) of NFA Compliance Rule 2-36.
18. NFA Compliance Rule 2-36(b)(1) provides that no Forex Dealer Member or Associate of a Forex Dealer Member engaging in any forex transaction shall

cheat, defraud or deceive, or attempt to cheat, defraud or deceive any other person.

19. NFA Registration Rule 208 provides, in pertinent part, that an applicant for registration as a CPO or CTA must comply with the provisions of NFA Registration Rule 204(a)(2) for each individual who is a principal of the applicant at the time the applicant files its application for registration.
20. NFA Registration Rule 204(a)(2) provides, in pertinent part, that each applicant for registration as a CPO or CTA must have at least one individual principal affiliated with it and for each of its individual principals must:
 - (i) file a Form 8-R completed and filed in accordance with all pertinent instructions;
 - (ii) pay the fee required by Rule 203(a); and
 - (iii) file the fingerprints of each individual principal on a fingerprint card provided by NFA for that purpose, unless the principal qualifies for an exemption from the fingerprinting requirement pursuant to Rule 209.

In addition, NFA Registration Rule 204(a)(2) provides that each individual principal must verify the completeness and accuracy of the information contained in his Form 8-R.

COUNT I

VIOLATIONS OF NFA COMPLIANCE RULES 2-2(f) AND 2-5: PROVIDING NFA WITH FALSE AND MISLEADING INFORMATION AND FAILING TO COOPERATE PROMPTLY AND FULLY WITH NFA DURING THE COURSE OF ITS EXAMINATION AND INVESTIGATION OF TDC.

21. The allegations contained in paragraphs 1 through 16 are realleged as paragraph 21.
22. As alleged above, TDC and Da'Cruz provided misleading information to NFA regarding the firm's operations and ownership and failed to cooperate with NFA

throughout NFA's examination and investigation of the firm by, among other ways, failing to meet with NFA, failing to provide information concerning TDC's ownership, and failing to produce bank records for Trade Dock Co.

23. By reason of the foregoing acts and omissions, TDC and Da'Cruz are charged with violations of NFA Compliance Rules 2-2(f) and 2-5.

COUNT II

VIOLATION OF NFA COMPLIANCE RULE 2-36(b)(1): USING FALSE AND MISLEADING PROMOTIONAL MATERIAL.

24. The allegations contained in paragraphs 1 through 14, 17 and 18 are realleged as paragraph 24.
25. As alleged above, TDC and Da'Cruz solicited potential customers via the TDC website which claimed that TDC had received a \$5.2 million investment and that its asset managers had "delivered over 6 years of steady uncorrelated returns to its world-wide customer base."
26. The above claims were false as evidenced by the fact that TDC and Da'Cruz were unable to substantiate them and by the fact that TDC never submitted any disclosure document to NFA for approval or filed any exemption for any pools or for the CTA itself.
27. By reason of the foregoing acts and omissions, TDC and Da'Cruz are charged with violations of NFA Compliance Rule 2-36(b)(1), as incorporated by and in NFA Compliance Rule 2-39(a).

COUNT III

VIOLATION OF REGISTRATION RULE 208(a): FAILING TO LIST BROOKENS AS A PRINCIPAL AND DE-LISTING TRADE DOCK CO. AS A PRINCIPAL OF TDC.

28. The allegations contained in paragraphs 1 through 14 and 19 and 20 are realleged as paragraph 28.
29. As alleged above, Brookens was identified as the CEO of TDC on TDC's website. As the CEO, Brookens was required to be listed as a principal of the firm but was not.
30. As also alleged above, Trade Dock Co. was a 10% or more owner of TDC and, therefore, was required to be listed as a principal of TDC. However, Da'Cruz improperly de-listed Trade Dock Co. as a principal of TDC.
31. By reason of the foregoing acts and omissions, TDC is charged with violations of NFA Registration Rule 208(a).

PROCEDURAL REQUIREMENTS

ANSWER

You must file a written Answer to the Complaint with NFA within thirty (30) days of the date of the Complaint. The Answer shall respond to each allegation in the Complaint by admitting, denying or averring that you lack sufficient knowledge or information to admit or deny the allegation. An averment of insufficient knowledge or information may only be made after a diligent effort has been made to ascertain the relevant facts and shall be deemed to be a denial of the pertinent allegation.

NFA staff is authorized to grant such reasonable extensions of time in which an Answer may be filed as it deems appropriate.

The place for filing an Answer shall be:

National Futures Association
300 South Riverside Plaza
Suite 1800
Chicago, Illinois 60606
Attn: Legal Department-Docketing

E-Mail: Docketing@nfa.futures.org
Facsimile: 312-781-1672

Failure to file an Answer as provided above shall be deemed an admission of the facts and legal conclusions contained in the Complaint. Failure to respond to any allegation shall be deemed an admission of that allegation. Failure to file an Answer as provided above shall be deemed a waiver of hearing.

POTENTIAL PENALTIES, DISQUALIFICATION AND INELIGIBILITY

At the conclusion of the proceedings conducted as a result of or in connection with the issuance of this Complaint, NFA may impose one or more of the following penalties:

- (a) expulsion or suspension for a specified period from NFA membership;
- (b) bar or suspension for a specified period from association with an NFA Member;
- (c) censure or reprimand;
- (d) a monetary fine not to exceed \$250,000 for each violation found; and
- (e) order to cease and desist or any other fitting penalty or remedial action not inconsistent with these penalties.

The allegations in this Complaint may constitute a statutory disqualification from registration under Section 8a(3)(M) of the Commodity Exchange Act.

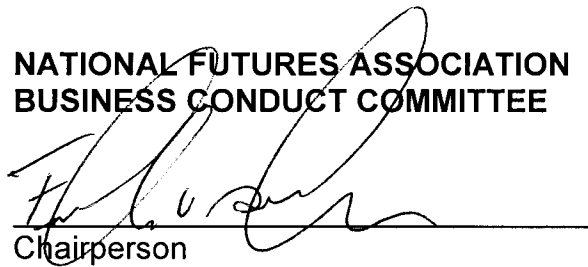
Respondents in this matter who apply for registration in any new capacity, including as

an AP with a new sponsor, may be denied registration based on the pendency of this proceeding.

Pursuant to the provisions of CFTC Regulation 1.63, penalties imposed in connection with this Complaint may temporarily or permanently render Respondents who are individuals ineligible to serve on disciplinary committees, arbitration panels and governing boards of a self-regulatory organization, as that term is defined in CFTC Regulation 1.63.

**NATIONAL FUTURES ASSOCIATION
BUSINESS CONDUCT COMMITTEE**

Dated: 08/31/2011

By: 
Chairperson

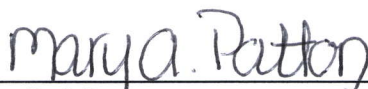
AFFIDAVIT OF SERVICE

I, Nancy Miskovich-Paschen, on oath state that on August 31, 2011, I served a copy of the attached Complaint, by sending such copy in the United States mail, first-class delivery, and by overnight mail, in envelopes addressed as follows to:

Trade Dock Capital LLC
2400 Queens Chapel Road
Apt. 205
Hyattsville, MD 20782


Nancy Miskovich-Paschen

Subscribed and sworn to before me
on this 31st day of August 2011.



Notary Public

