

**AGENDA
FINANCIAL SERVICES COMMISSION
OFFICE OF FINANCIAL REGULATION**

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October 12, 2010

MEMBERS

Governor Charlie Crist
Attorney General Bill McCollum
Chief Financial Officer Alex Sink
Commissioner Charlie Bronson

Contact: Andrea Moreland (OFR)
(850) 410-9601

9:00 A.M.
LL-03, The Capitol
Tallahassee, Florida

ITEM	SUBJECT	RECOMMENDATION
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| 1. | The Office requests approval of the minutes of the July 29, 2010, and August 26, 2010, meetings. | |
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(ATTACHMENT 1)

FOR APPROVAL

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| 2. | The Office requests approval to file for final adoption amendments to Rule Chapters 69W-301, 69W-600, 69W-700, 69W-800, 69W-900, and 69W-1000 relating to securities regulation. The proposed rules update references to federal statutes and regulations, state and federal forms, and other materials incorporated by reference in the rules. The rules also make other changes to clarify and simplify the regulations. This agenda item also contains a new rule that sets forth disciplinary guidelines to be considered by the Office when seeking to impose sanctions for violations of Florida's securities laws. | |
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Rule Chapter 69W-301: Processing Applications

Rule 69W-301.002 is amended to update references to state and federal forms referenced in Rule Chapters 69W-100 through 69W-900. The rule is also updated to clarify and streamline the procedures for filing documents and fees with the Office and require electronic filings of documents and fees for Canadian dealers, non-FINRA (Financial Industry Regulatory Authority) dealers, issuer/dealers, and securities registration filings under s. 517.081, F.S., and securities notification filings under s. 517.082, F.S.

Rule Chapter 69W-600: Registration of Dealers, Investment Advisers, and Associated Persons

The rules are amended to update citations to federal regulations, federal statutes, state and federal forms, and other materials that are incorporated by reference in the rules. The rules are also updated to clarify and streamline the procedures for filing documents and fees with the Office. Other changes include allowing investment advisers under certain circumstances to file unaudited financial statements, in lieu of audited financial statements, with the Office. [Rules 69W-600.001, .0015, .002, .004, .005, .006, .007, .008, .009, .0091, .0092, .0093, .010, .012, .013, .0131, .0132, .014, .015, .016, .017, and .020]

Rule Chapter 69W-700: Registration of Securities

The rules are amended to update citations to federal regulations and statutes referenced in the rules. [Rules 69W-700.002, .015, and .028]

Rule Chapter 69W-800: Notification Registration of Securities

The rules are amended to update citations to federal regulations referenced in the rule, clarify the appropriate forms that must be filed for notification registrations, and reference the latest versions of forms.

[Rules 69W-800.001, .003, .004]

Rule Chapter 69W-900: Disclosure of Business Activities in Cuba

Rule 69W-900.001 is amended to update citations to federal regulations, federal statutes, and forms referenced in the rules.

Rule Chapter 69W-1000: Disciplinary Guidelines

Rule 69W-1000.001 is a new rule that sets forth disciplinary guidelines for each ground for which disciplinary action may be imposed by the Office against individuals and firms that are subject to the Florida Securities and Investor Protection Act, Chapter 517, F.S.

(ATTACHMENT 2)

APPROVAL FOR FINAL ADOPTION

3. The Office requests approval to publish a Notice of Proposed Rule for Rule Chapters 69V-85, 69V-160, and 69V-560, relating to electronic filing of documents.

The rules are being amended to simplify the process of requesting a hardship exemption from electronic filing requirements and to set forth the types of technological or financial hardships that will enable a person to qualify for an exemption. The rules apply to persons required to be licensed as retail installment sellers, motor vehicle retail installment sellers, sales finance companies, home improvement sellers, consumer finance companies, and money services businesses.

[Rules 69V-85.006, 69V-160.036, 69V-560.1012, and 69V-560.1013]

(ATTACHMENT 3)

APPROVAL FOR PUBLICATION

ATTACHMENT 1

Financial Services Commission
Office of Financial Regulation
Meeting Minutes
July 29, 2010

T H E C A B I N E T
S T A T E O F F L O R I D A

Representing:

FINANCIAL SERVICES COMMISSION, OFFICE OF
FINANCIAL REGULATION

DEPARTMENT OF LAW ENFORCEMENT

BOARD OF TRUSTEES, INTERNAL IMPROVEMENT TRUST FUND

STATE BOARD OF ADMINISTRATION

The above agencies came to be heard before
THE FLORIDA CABINET, Honorable Governor Crist
presiding, in the Cabinet Meeting Room, LL-03,
The Capitol, Tallahassee, Florida, on Thursday,
July 29, 2010, commencing at 9:05 a.m.

Reported by:
JO LANGSTON
Registered Professional Reporter
Notary Public

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APPEARANCES:

Representing the Florida Cabinet:

CHARLIE CRIST
Governor

CHARLES H. BRONSON
Commissioner of Agriculture

BILL McCOLLUM
Attorney General

ALEX SINK
Chief Financial Officer

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INDEX

FINANCIAL SERVICES COMMISSION, OFFICE OF
FINANCIAL REGULATION
(Presented by THOMAS CARDWELL)

ITEM	ACTION	PAGE
1	Approved	12
2	Approved	12
3	Approved	13
4	Approved	13
5	For Information	14

DEPARTMENT OF LAW ENFORCEMENT
(Presented by GERALD BAILEY)

ITEM	ACTION	PAGE
1	Approved	44
2	Approved	53

BOARD OF TRUSTEES, INTERNAL IMPROVEMENT TRUST FUND
(Presented by MICHAEL SOLE)

ITEM	ACTION	PAGE
1	Approved	55
2	Approved	57
3	Approved	62
4	No Motion	67
5	Approved	68
6	Approved	68
7	For Information	68

STATE BOARD OF ADMINISTRATION
(Presented by ASH WILLIAMS)

ITEM	ACTION	PAGE
1	Approved	96
2	Approved	97
3	Approved	97
4	Approved	100
5	Approved	100

CERTIFICATE OF REPORTER 101

1 GOVERNOR CRIST: Financial Services Commission,
2 Commissioner Tom Cardwell. How are you, sir?

3 MR. CARDWELL: Good morning, Governor Crist,
4 members of the Cabinet and the Financial Services
5 Commission. I'd first like to request approval of
6 the minutes for the May 25th and the June 8th, 2010
7 meetings.

8 GOVERNOR CRIST: Is there a motion on the
9 minutes?

10 ATTORNEY GENERAL McCOLLUM: I move the minutes.

11 COMMISSIONER BRONSON: Second.

12 GOVERNOR CRIST: Moved and seconded. Show the
13 minutes approved without objection.

14 MR. CARDWELL: Thank you. Secondly, I would
15 like to request approval for the final adoption of
16 Rule 69W-600.001, relating to disqualifying periods
17 for persons engaged in the securities business.
18 This is similar to present rules and carries out
19 some of our statutory requirements to have such
20 rules.

21 GOVERNOR CRIST: Is there a motion on Item 2?

22 COMMISSIONER BRONSON: So moved.

23 GOVERNOR CRIST: Is there a second?

24 ATTORNEY GENERAL McCOLLUM: Second.

25 GOVERNOR CRIST: Moved and seconded. Show it

1 approved without objection.

2 MR. CARDWELL: The third item, I would like to
3 request approval for final adoption of Rule
4 69U-100.045, which is a housekeeping matter,
5 changing the current standards of rules, making them
6 applicable to the current rules.

7 GOVERNOR CRIST: Is there a motion on Item 3?

8 COMMISSIONER BRONSON: Motion for approval.

9 GOVERNOR CRIST: Is there a second?

10 ATTORNEY GENERAL McCOLLUM: Second.

11 GOVERNOR CRIST: Moved and seconded. Show it
12 approved without objection.

13 MR. CARDWELL: Finally, the fourth is request
14 approval for Notice of Proposed Rules for Chapter
15 69-W, Sections 301, 600, 700, 800, 900 and 1000,
16 relating to securities regulations. And these rules
17 would set forth a disciplinary matrix, which we are
18 required to have so our citizens would know what to
19 expect from us with respect to certain violations.

20 GOVERNOR CRIST: Is there a motion on Item 4?

21 ATTORNEY GENERAL McCOLLUM: I move.

22 COMMISSIONER BRONSON: Second.

23 GOVERNOR CRIST: Moved and seconded. Show it
24 approved without objection.

25 MR. CARDWELL: Thank you very much. And now,

1 with your indulgence, I'd like to update the Cabinet
2 on three matters. One of them is the effect of the
3 oil spill on Florida banks and the OFR's response to
4 that. The second is some recent developments in
5 small business lending, and third is kind of a
6 general overview of our state banking system
7 generally in these economic times.

8 As to the oil spill, this past Friday Linda
9 Charity, the director of the Division of Financial
10 Institutions, and I met with bankers and with
11 federal regulators in Pensacola. The meeting was a
12 round table put together by the Florida Bankers
13 Association, and there were about a dozen bankers
14 there with offices located from Mobile to
15 Carrabelle. The FDIC regional director from Atlanta
16 was present, and they also had present the head of
17 policy of the FDIC, Steve Fritts, from the
18 Washington office.

19 And what we heard was the direct experience of
20 those bankers on the ground that are directly
21 affected by the situation. And here's the story
22 that we heard. The banks in the Panhandle have been
23 dealing with the recession for about three years.
24 After some years of rapid growth and development,
25 basically the economic music came to a stop, and the

1 two main drivers of their economy, which were
2 construction and tourism, went into a deep swoon.

3 Around the first of this year, the bankers
4 believe that they saw the start of what was a
5 turnaround, or certainly at least the end of a
6 decline. Customers were starting to do some
7 transactions. Investment bankers were willing to
8 take their calls and talk to them about capital
9 raises. And buyers were starting to make acceptable
10 offers on some of the bank-owned real estate that
11 they need to move off of their books.

12 Then came the oil spill, and the transactions
13 stopped. The investment bankers no longer took
14 their calls, and the buyers of their assets just put
15 off the closings. And this all occurred before the
16 first tar ball hit the beach. What happened was
17 that the uncertainty that the oil spill created
18 essentially broke the confidence that had been
19 slowly building up over some period of time.

20 And some of the bankers described it like
21 having a hurricane hanging off your coast for a
22 number of days and nobody really just knowing what
23 to do or what the effect was ultimately going to be.

24 And, of course, the timing was particularly
25 bad. According to them, 60 percent of the

1 tourism-related income in that area comes in the 90
2 days between Memorial Day and Labor Day. Now, after
3 we talked about what the situation was, we talked
4 about where are we going forward, what's the
5 situation now, what does it look like going forward.

6 The first point and a good point is that the
7 leak seems to have been stopped. That is a
8 tremendously positive development for the banks.
9 Until it is stopped, there is just paralyzing
10 uncertainty. Once the bankers and the businesses
11 know that it is stopped, there remains uncertainty
12 but it is no longer paralyzing. Decisions can be
13 made, and they're starting to make them.

14 The second factor they talked about a lot is
15 the matter of the BP payments. Claims are starting
16 to be paid. And while there is by no means complete
17 clarity, as you all well know, how this process is
18 going to play out, I think it's clear and the belief
19 is that significant amounts of money will be
20 injected into the local economies, to the benefit of
21 at least some of those that are affected.

22 And I think credit is due to all of you who
23 have weighed in strongly urging BP to proceed
24 rapidly and fairly with our citizens. It's
25 important that we do it. And that is a point that

1 is noticed by the bankers, because the possibility
2 of that claims money coming in has a big effect on
3 how the bank is going to judge the stability of its
4 borrowers.

5 And the third is that there has been positive
6 government response, aside from the things that I've
7 just talked about, by such things as some loans by
8 the states and the federal Small Business
9 Administration making particular loans available on
10 particularly advantageous terms due to this oil
11 spill.

12 Essentially, the oil spill is an unprecedented
13 event that is embedded in, if you would, an
14 unprecedented economic association. And we are
15 still in the middle of it. It is still being played
16 out. I tend to think of it as a phrase you may have
17 heard, the fog of war. We're in the middle of a
18 battle, the smoke and the noise and the guns going
19 off and the confusion, and there's no clarity how
20 things will turn out.

21 And I think that is true today. But I think
22 things are becoming more clear, with the capping of
23 the well, with getting the BP money to get more into
24 focus. And so I think things are moving in a
25 positive direction.

1 Now, let me talk about the role of the Office
2 of Financial Regulation and what we've been doing.
3 Our primary function, as I see it, is to protect the
4 public and to see that we have safe and sound
5 banking. And so to do this, we examine the banks to
6 make sure that they are well managed and that they
7 are financially strong. One of the important things
8 we do is to determine the value of their assets to
9 see if they're sound. That's primarily their loans.

10 And a tension occurs, as it always does, and
11 it's exacerbated here, between what the regulator
12 thinks about the asset value and what the bank may
13 think about the asset value. We are responsible for
14 the interests of the public and we want those values
15 to be realistic, not hopes or wishes.

16 We do exert pressure on banks to maintain loan
17 quality and to have accurate values on their balance
18 sheets. We should do that. That's our job. I see
19 it as our responsibility to be as realistic and as
20 accurate as we can be. We need basically to make
21 informed judgments. We shouldn't be too strict or
22 too lenient.

23 So what we've been doing, as I say, we met with
24 the bankers, which was very helpful, in Pensacola
25 last Friday. We're going to continue to meet with

1 them publicly so we get direct input from the people
2 who are directly affected. We're talking to the
3 federal regulators. We have had extensive meetings
4 with the FDIC about their treatment, because they
5 also regulate the same banks that we do with respect
6 to the FDIC insurance, and to make sure that we are
7 having similar approaches and, where we disagree
8 with their approaches, to let them know our views of
9 things.

10 A number of weeks ago we instituted weekly
11 conference calls among all the affected state and
12 federal regulators to share information. We're
13 still doing that and will continue. Just this past
14 Monday I participated in a conference call with the
15 heads of the state banking regulators in Louisiana,
16 Alabama and Georgia, and we discussed the nuts and
17 bolts of what we're talking about, how the BP claims
18 process is playing out in those states and how each
19 of us was dealing with the federal regulators.

20 We've been collecting the best information we
21 can, many of it put out by the State in your own
22 studies. For example, we're reviewing a July 20th
23 study by the University of West Florida reflecting
24 the oil spill and how it affects Northwest Florida.

25 Now, where this plays out with us is that

1 there's sometimes a disconnect between the policies
2 at the top of any organization -- and ours is
3 certainly no exception -- and what actually occurs
4 in the field. I've heard, in my years in banking,
5 the bankers complaining that, yeah, yeah, the people
6 at the top of policy may tell us one thing, but what
7 we're seeing with the examiners in the field are
8 actually doing to us, it is an entirely different
9 thing.

10 And so to combat that, we have instituted
11 regular internal conference calls involving our
12 field examiners, the ones who are doing the
13 examining in that area and their supervisors and our
14 top officers. And the goal is to make sure that we
15 are consistent throughout the agency and that we're
16 acting on the best available and the most recent
17 information.

18 We're telling our examiners to look at this oil
19 spill in the proper perspective. We don't want to
20 get involved and overreacting. We don't want to
21 have anything that looks like an oil spill penalty
22 because you're a bank in an area where it's been
23 there.

24 So, for example, we are making sure, we want
25 them to take into account the value of any BP claim

1 they may have, either the bank itself or the
2 individual borrowers. We want our examiners to
3 separate what I hope will be a one-time effect on
4 the economy here from some -- whatever may be going
5 on in the general economic conditions.

6 So we want to make sure we're not caught up in
7 some of the doomsday scenarios that you see the
8 media putting out about what's happening to Florida.
9 We don't think that's true, and we want to make sure
10 our examiners don't either. And we certainly want
11 to act on current information.

12 And finally, there is a joint interagency
13 statement by the federal regulators and the state
14 regulators that was put out July 14th, to which we
15 subscribe, and which says regulators should work
16 with their customers, including extending or
17 restructuring borrower debt obligations in
18 anticipation of claims settlements and easing credit
19 terms or fees to certain borrowers with prudent
20 banking practice. So that's what we are doing to
21 try to address the oil spill issues as they impact
22 the banks.

23 The second area I want to talk more briefly
24 about --

25 CFO SINK: Tom. Excuse me, Governor. Is this

1 the time to ask follow-up?

2 MR. CARDWELL: Either way. I'm going to go
3 through the other two points, or I'm happy to take
4 questions now, Madam Sink.

5 CFO SINK: Are the other two agenda items
6 different from this one?

7 MR. CARDWELL: They're related. I'm going to
8 talk about small business lending and I'm going to
9 talk about an overall picture of the banking system
10 in Florida as a whole. They're fairly short.

11 CFO SINK: Okay. I'll pass my questions to the
12 end.

13 MR. CARDWELL: Okay, thanks. Small business
14 lending, the signals in that are mixed. Obviously,
15 nobody doubts the importance of small business
16 lending. It drives 60 percent of job creation and
17 employs 50 percent of workers. And it's, frankly,
18 very difficult to tease out how much of what we see
19 going on is driven by weaker loan demand, how much
20 of it is driven by deterioration in the balance
21 sheets, financial condition of small businesses and
22 how much of it is due to restricted credit
23 availability.

24 You have to recognize that small business
25 lending is a risky business. Two-thirds of all

1 small businesses only make it two years. And fewer
2 than one-half make it to four years old. And
3 one-third never make a profit. So lending in this
4 environment is always difficult, and this is no
5 exception. But there are things that can help.
6 There is presently pending a bill in Congress which
7 is designed to provide \$30 billion in capital to
8 community banks. This will -- and also built into
9 it are incentives to the banks to make small
10 business loans.

11 I talked to my sources in Washington late
12 yesterday, and it looks like there's a better than
13 even chance that that will get passed either today
14 or tomorrow. And that would certainly be a big help
15 for the banks. I'm hoping that our congresspeople
16 do not want to go back home for their vacation
17 without having done something for the small business
18 community.

19 We at OFR continue to encourage bankers to make
20 small business loans. We make it clear they're
21 going to be judged on their own merit, not because
22 they fall in a category. We are sensitive to the
23 comments that regulators are too tough on banks and
24 that keeps them from making more loans. I will tell
25 you that we are not going to lower our standards to

1 a point that the public is put to risk.

2 But having said that, banks want to make loans.
3 They need to make loans. That's the only way they
4 can -- that's where the revenue comes from. And as
5 I say, those loans have to be responsible loans.
6 And I think the chief economist at the National
7 Federation of Independent Businesses, which
8 represents the small business community, put it
9 accurately. He said, we can create jobs making bad
10 loans. We did that during the housing bubble.

11 At OFR we are really keenly aware of the need
12 to strike the balance between the need for credit
13 and the need to have sound financial institutions,
14 and in fact it is something that we think about
15 every day.

16 And finally and most briefly but perhaps most
17 importantly, the state of banking in Florida, we've
18 had 14 banks close in 2009. We've had 18 banks
19 close in the state this year, and there will be
20 more. Now, what does this say about the state of
21 banking in Florida? Is the state economy and the
22 banking industry threatened by these figures?
23 Should we push the panic button? And the answer is
24 a decisive no, if you look at the overall picture,
25 which sometimes we lose sight of in the individual

1 problems.

2 First, Florida was very adequately banked. We
3 have 235 banks in the state, which have 5,186
4 branches. We have thousands, if not tens of
5 thousands, of ATMs. And there are some who would
6 say that there is no street corner or shopping
7 center anywhere in the state that doesn't have a
8 bank or credit union.

9 We have a highly competitive banking market.
10 Our citizens, frankly, have plenty of choices in
11 which to deposit their money and from which to
12 borrow. The deposits of our citizens are safe. Of
13 the 32 banks that have been closed in 2009 and 2010,
14 not one single cent of a deposit has been lost. So
15 there certainly is no danger there.

16 And, thirdly, and I think what we sometimes
17 lose -- we fail to take sight of is that when a bank
18 fails or is closed, its deposits and its loans do
19 not go away. In every case in 2009 and 2010, the
20 failed institution was sold to another bank or to
21 investors who kept the offices and kept the branches
22 and kept the loans and kept the deposits in a
23 process that was almost seamless to the consumer.

24 What basically has happened is you've had an
25 ownership change but not a diminution in banking

1 services to our citizens. Now, there are certainly
2 very negative impacts. The investors in these banks
3 that have been closed have lost their money. The
4 people who ran them, the senior people have lost
5 their jobs and if they invested their money in it.
6 But the bank branches and the banks themselves
7 remain open. They take deposits. They're making
8 loans. They're serving customers as before and
9 usually in the same places and with many of the same
10 employees.

11 So notwithstanding the closures, Florida
12 banking remains fully open for business, ready,
13 willing and able to serve the citizens of our state.
14 And, in fact, the bidding for closed banks in
15 Florida has been quite active, which I think is a
16 very positive statement about our state and where
17 it's going. Florida is seen as a great market in
18 the long-run.

19 For example, New Iberiabank bought the assets
20 and liabilities of two of our larger banks that were
21 closed, Orion Bank in Naples and Sterling Bank over
22 on the east coast. Their CEO is quoted as saying,
23 "The history of Florida is that it's gone through
24 some cycles. We think we're getting into Florida at
25 a great time. Florida is going to be attractive

1 again, and we've gotten here in we think an
2 appropriate fashion."

3 So what I want to leave you with is that what
4 we are seeing is not a process of destruction of the
5 Florida banking system but rather a transition of
6 players, which is bringing in new blood and bringing
7 in new capital, and that this has happened in a
8 relatively seamless way, which has not affected our
9 customers, has not caused them loss. And that is, I
10 think, a credit to the regulatory system that we
11 have had in place that has allowed this to happen.

12 So, again, it's not to say that failures are
13 good. They are not. They are reflective of
14 difficult economic conditions. But they are not, in
15 my judgment, a threat to the well-being of the
16 state. And I appreciate this opportunity to kind of
17 update you with what's going on with us on these
18 issues and stand ready for any questions.

19 GOVERNOR CRIST: CFO.

20 CFO SINK: Thank you, Governor. I want to go
21 back to the situation in the Panhandle. What are --
22 what is your sense from the Washington regulators?
23 I can feel fairly confident, Commissioner, that the
24 OFR examiners of the state-chartered banks are
25 sensitive to the changes and the fact that we've got

1 a highly usual situation going on over there. But
2 can you give me any assurance that the FDIC and the
3 OCC and all the -- and the other regulators from the
4 Washington perspective are going to cut a break for
5 these banks over there?

6 MR. CARDWELL: CFO Sink, I'm loathe to give
7 assurances what anybody in the federal government
8 will do. But I thought actually -- I thought
9 actually one of the -- a very positive thing came
10 out of the meeting that the Florida Bankers
11 Association held, because they had the regional
12 director from Atlanta, who is new up there, who is
13 the one that really runs the field examination --

14 CFO SINK: Right.

15 MR. CARDWELL: -- staff there. And they also
16 brought down Steve Fritts, who is in charge of all
17 of their policy in Washington. And I thought, both
18 from body language and from conversations, that they
19 were visibly impressed by hearing out of the mouths
20 of the bankers around a conference room square
21 table, and essentially I asked that each of the
22 bankers go around and tell us, the regulators,
23 answer two questions for us; number one, what is the
24 effect of this on your bank; and, number two, what
25 is the effect of this on your customers. And in

1 that set, they told the stories that you need to
2 hear.

3 And how to judge it? I judge that the federal
4 regulators, these two guys who are important, were
5 impressed by the degree of difficulty and were
6 committed to trying to help in Florida.

7 CFO SINK: Well, I mean, I can see that if they
8 were evaluating, oh, well, this customer has a file
9 for a BP claim for \$100,000 and is just waiting to
10 get it resolved. And yesterday, I know your chief
11 of staff and we've all been talking to Ken Feinberg,
12 and it appears that he's getting ready to expedite
13 the decision-making process in the payment of
14 claims. You can kind of see that.

15 The big elephant in the room, if you will, is
16 the real estate values, because so much of lending
17 of these community banks is based on the value of
18 real estate. That's where they've seen the pressure
19 over the course of the last two years. Then to come
20 in and think that there may be a further diminution
21 of values of real estate, I mean, pick a number, 25,
22 50 percent, which may, we hope, might end up being
23 just a temporary blip. But those examiners are in
24 there looking at those real estate values at one
25 given day and time.

1 So that's the area that I think that we have to
2 be the most concerned about, is how are they going
3 to evaluate declining real estate values that may in
4 fact be a temporary thing over the course of the
5 next 24 months. Did they address that at all?

6 MR. CARDWELL: We talked about that. That is a
7 constant conversation among the regulators, is how
8 do you do it. This is kind of back to my fog of war
9 comment in here. It's hard to tell. I have a
10 personal belief, just having been down there -- and
11 this is just me personally -- is that this may be
12 more of a one-time event, like a bad season, and
13 that houses that were -- I'm hopeful that the oil
14 spill itself will not be a depressant greater than
15 the general problems.

16 That market has problems for a long -- will
17 have problems for a long time. They essentially,
18 frankly, overbuilt. And there are more houses and
19 units down there that even if there had never been
20 an oil spill, there would still be problems there.
21 What we're trying to do is to make sure that we
22 don't factor in that the oil spill has permanently
23 made it worse and immediately worse. And I think
24 that that was the message that they got.

25 And to the extent that all of us can talk about

1 that and tell it to them, that's important. We're
2 carrying that message, and I think it's making some
3 headway. But you're right on point.

4 CFO SINK: You're our banking commissioner, and
5 we need your voice to be heard loud and clear in an
6 official way in Washington.

7 MR. CARDWELL: It is being heard loud and clear
8 and in an official way with them, more than they
9 want to hear. But, yes, we're certainly doing that.

10 GOVERNOR CRIST: General and then Commissioner.

11 ATTORNEY GENERAL McCOLLUM: Thank you,
12 Governor. All of us are disturbed by what's going
13 on out there right now. Those small businesses that
14 are related to the hospitality industry are the ones
15 that have suffered immediately the impact of this
16 devastation. Of course, the fishermen too. I know
17 that property values are an issue, as the CFO has
18 said. Housing may have been overbuilt in some of
19 the areas and so forth.

20 But, you know, but for the oil spill, those
21 hospitality-related industries, restaurants,
22 et cetera, would not be suffering right now. And I
23 think that it's absolutely crucial that the banking
24 community have some way of recognizing the reality
25 here. The oil is not going to be there and

1 discouraging people from coming this time next year.
2 I don't think any of us here believe that, and I
3 don't think even the bankers believe that.

4 So isn't the real question how, based on normal
5 banking regulations, rules, fundamentals,
6 et cetera, that we can see these folks tided over,
7 especially since we all here know they're going to
8 get their claims paid? I know I'm working real hard
9 right now, our office is, to convince Mr. Feinberg
10 and others that they should supply some resources to
11 the Florida Bar and the legal services groups out
12 there to help them make these claims, to get their
13 documents together.

14 But they're going to get recovery. There's no
15 question in my mind. So isn't that really the crux
16 of the issue for that particular portion of the
17 industry? Not that I diminish the concerns
18 everybody has out there with their property values,
19 but I am concerned about those industries
20 specifically affected by the oil right now. What's
21 your thought on that?

22 MR. CARDWELL: Well, I agree with you. Those
23 are both issues, both the real property values and
24 in particular the loss of the season. And the
25 situation that they have is, in the Panhandle area

1 up there, the period -- 60 percent of revenue comes
2 in the summer. And like the chipmunks and the
3 squirrels, they put the nuts away, and then they use
4 that money to pay off their loans and other
5 obligations and keep their businesses going in
6 January and February and March.

7 And so what we are trying to be cognizant of,
8 this is why we're talking to our field examiners so
9 they understand our view of it, that this is a
10 one-time event, and the fact that they may have some
11 problems maybe coming in January and February
12 because -- it isn't going on forever. It is going
13 to come back.

14 And I agree with you completely, it's important
15 that we do that. And that's what we're trying to do
16 internally, to make sure that we have our eye on
17 that particular ball which you have raised. So
18 between the real estate values and between the small
19 businesses' capital reserves to do that, those are
20 the two most pressing problems, and we're certainly
21 paying attention to it.

22 ATTORNEY GENERAL McCOLLUM: Well, just let me
23 assure you that as you look at this and individual
24 banks talk to you and you see issues or problems, be
25 sure to know that our office is ready, the Attorney

1 General's Office, if you give us a call, give me a
 2 call, Tom, we will do whatever we can to help a
 3 specific target with regard to any of these claims,
 4 because that's what we do every day, trying to make
 5 this claims process work better, whether it's from
 6 BP or whether it's the federal government.

7 I know that this is a very personal thing with
 8 each person, and you're dealing with overall
 9 regulations, but you're going to see it because it's
 10 the bankers that are out there every day that you're
 11 dealing with, the small bankers particularly, the
 12 state-chartered banks, that most of these loans I
 13 know are there that allow these businesses to keep
 14 going on a day-to-day basis to do their business.

15 So I feel the pain of the people, but I also
 16 want to be sure we keep open a good line of
 17 communication. If there's an individual thing we
 18 can do, hey, we've got to make a phone call today,
 19 by golly, we can't make that loan if there's not an
 20 assurance that that claim is being paid, that sort
 21 of thing would be really helpful.

22 MR. CARDWELL: I agree. Let me just conclude
 23 by saying, I want to say that I think that the
 24 actions by all of you-all in keeping the pressure up
 25 on Feinberg, on me, on the federal government

1 regulators and all of that is a very positive thing,
2 because the biggest danger in the long-run is that
3 people lose sight of it and it doesn't become
4 important. And I think the work that this Cabinet
5 has done, frankly, has been very good on that point.
6 It's been helpful to them and certainly to us.
7 Thank you very much.

8 ATTORNEY GENERAL McCOLLUM: Thank you.

9 GOVERNOR CRIST: Commissioner.

10 COMMISSIONER BRONSON: Thank you, Governor. I
11 thought this would be the time to bring this up
12 since it's concerning finances and the banking
13 industry. The one thing I've been looking at, in
14 concert with the fishing industry and the shellfish
15 industry, which we have responsibility there to
16 protect the public as well as to promote Florida
17 seafood, Nick Wiley and I, of Fish & Wildlife, have
18 been working very close with our two organizations.

19 Governor, members of the Cabinet, you probably
20 have by now received a letter from me that I sent to
21 the BP CEO. I sent that letter to the president of
22 the United States and to all of our congressional
23 members, as to what we believe is a legitimate
24 response to food safety, on testing for the next ten
25 years of the fish and shellfish of the Gulf waters

1 that we're going to be doing and the type of
2 equipment and research that we're going to have to
3 be dealing with, the researchers.

4 I will give you an example that turned out to
5 be very positive. And that is, in the areas where
6 the oil actually is and where they've been catching
7 some of these catches of fish and shellfish and so
8 forth, the fish species, which I thought was
9 unusual, because I have a degree in animal science
10 and I know that fat, whether it's in vertebrates or
11 invertebrates, usually hold any outside influences
12 on the normal growth of any of those animals. In
13 other words, any chemical enhancement usually is
14 held within the fat tissue. They're not finding
15 that. So that's -- if there's a positive in all
16 this, there's one positive there, that maybe they're
17 not holding some of these chemicals that we thought
18 they may be that's affecting them.

19 My point, based on your conversation about the
20 banks, is this. The fishing industry of Florida is
21 in a -- in some cases a near panic right now. We
22 have made this disaster worse on television and
23 everywhere else by indicating things are happening
24 that are not happening. And the fishing industry is
25 losing. Your banks are going to be able -- are

1 going to feel the pinch of these loans on these
2 boats and the businesses and the restaurants and the
3 homes that these people own, because they're losing
4 about 23 percent of their business now, and if we
5 don't get some of these organizations and the media
6 to go down and actually go test -- I ate a whole
7 plate-load of different types of seafood the other
8 night that was fresh, came right off the water. It
9 was perfectly fine. There's absolutely nothing
10 wrong with it.

11 And then we have the unfortunate -- Wal-Mart
12 has decided they're going to put only frozen food on
13 their shelves. Now, according to Wal-Mart, this was
14 a decision that was made that had nothing to do with
15 the BP oil spill. But since Wal-Mart is selling
16 product all over this country, the general public's
17 perception of what's going on may be totally
18 different.

19 And those are the types of things that are
20 happening throughout business that are affecting
21 other business and affecting the banking industry
22 and having very negative impacts when they shouldn't
23 be. As a matter of fact, this oil right now today
24 is moving south and west. They're actually going to
25 open up waters because the oil is going into deeper

1 water and going west. Now, if we have the right
2 combination of hurricanes, that could change.

3 The other point I'd like to make is, that's the
4 reason why you don't want to over -- you don't want
5 to over-scare people on something until you have the
6 facts. The breakdown of this oil is happening at a
7 rate I think that's shocking a number of people.

8 And I wish we'd had more information on the
9 Mexican oil spill in the eighties and how they
10 handled that. It might have stemmed some of the
11 sticker shock and the overreaction to the whole
12 process if we had known that today you would never
13 know there was a major oil spill, and it was as big
14 if not bigger than what we have right now, and it
15 was off the coast of Mexico, because Mother Nature,
16 bless her heart, has a way of dealing with things.

17 And the point is this. We're not finding the
18 compounds yet, but we do need to test these fish
19 tissues and shellfish. And we did a ten-year
20 projection. It was like 59 million some odd
21 dollars. It's based on factual, actual science, not
22 somebody's idea of what would be great to do, but
23 factual information.

24 We're going to see how it's received, because
25 quite frankly, until we get the confidence level of

1 the consumer of this country back, these poor people
2 over there in the fishing industry and the shellfish
3 industry are going to be looking at a serious
4 problem for a number of years unless this turns
5 around, and maybe even put a lot of these
6 restaurants, hotels and the actual industry itself
7 and everybody who is connected to the fishing and
8 the shellfish industry out of business.

9 And so we've got to quit saying that things are
10 worse than they are. We've got to quit
11 overstipulating what's going on out there and deal
12 with the facts. And if we do that, I think we can
13 come out of this in a logical manner. But if we
14 keep saying every night that this is day 101 and
15 it's the biggest disaster that mankind has ever
16 seen, we know it was very bad, but they're not
17 saying, oh, and by the way, the fish and the
18 shellfish are fine in Florida, there's not a problem
19 there. They're not saying that.

20 And the confidence level of the consumers of
21 this country is about an all-time low on Gulf fish
22 and seafood. Some restaurants are actually going to
23 take the word "Gulf" off of their menus.

24 So I just think, once again, we need to back
25 off of the rhetoric, deal with the factual science,

1 let the science and the people in these research
2 centers and people who are doing the food quality be
3 the ones telling us what's really going on out there
4 instead of people overspeculating.

5 And that will help your banks in the end,
6 because then people won't be panicking. By the way,
7 over in Cedar Key, there are quite a number of
8 buildings over there and condos and all for sale and
9 people are panicking with their condos and all as
10 well as the seafood industry.

11 So this is -- we're already in a hard economic
12 time. There's no need to kick and beat people when
13 they're down here by making overexaggerated
14 statements about what's really going on out there.

15 MR. CARDWELL: Well, thank you. That is
16 very -- we're trying to do just that. We're trying
17 to make sure that we fully and accurately understand
18 it and that we're not making any judgments that are
19 not based on the science and what's really going on.
20 That's our commitment. Thank you.

21 GOVERNOR CRIST: Thank you, Tom. General.

22 ATTORNEY GENERAL McCOLLUM: Governor, I have
23 something after he's finished.

24 GOVERNOR CRIST: Are you done?

25 MR. CARDWELL: Completed, yes.

Financial Services Commission
Office of Financial Regulation
Meeting Minutes
August 26, 2010

THE CABINET
STATE OF FLORIDA

Representing:

DIVISION OF BOND FINANCE

FINANCIAL SERVICES COMMISSION, OFFICE OF
FINANCIAL REGULATION

AGENCY FOR ENTERPRISE INFORMATION TECHNOLOGY

DEPARTMENT OF VETERANS' AFFAIRS

STATE BOARD OF ADMINISTRATION

The above agencies came to be heard before
THE FLORIDA CABINET, Honorable Governor Crist
presiding, in the Cabinet Meeting Room, LL-03,
The Capitol, Tallahassee, Florida, on Thursday,
August 26, 2010, commencing at 9:10 a.m.

Reported by:
JO LANGSTON
Registered Professional Reporter
Notary Public

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APPEARANCES:

Representing the Florida Cabinet:

CHARLIE CRIST
Governor

CHARLES H. BRONSON
Commissioner of Agriculture

BILL McCOLLUM
Attorney General

ALEX SINK
Chief Financial Officer

* * *

1		<u>INDEX</u>	
2	DIVISION OF BOND FINANCE (Presented by BEN WATKINS)		
3	ITEM	ACTION	PAGE
	1	Approved	8
4	2	Approved	8
	3	Approved	9
5	4	Approved	9
	5	Approved	10
6	FINANCIAL SERVICES COMMISSION, OFFICE OF FINANCIAL REGULATION (Presented by THOMAS CARDWELL)		
8	ITEM	ACTION	PAGE ✓
9	1	Approved	11
	2	Approved	12
10	AGENCY FOR ENTERPRISE INFORMATION TECHNOLOGY (Presented by DAVID TAYLOR)		
11	ITEM	ACTION	PAGE
12	1	Approved	13
	2	Approved	15
13	DEPARTMENT OF VETERANS' AFFAIRS (Presented by BOB MILLIGAN)		
14	ITEM	ACTION	PAGE
15	1	Approved	16
	2	Approved	16
16	3	Approved	17
17	STATE BOARD OF ADMINISTRATION (Presented by ASH WILLIAMS)		
18	ITEM	ACTION	PAGE
19	1	Approved	18
	2	Approved	18
20	3	Approved	19
	4	Approved	19
21	CERTIFICATE OF REPORTER		
22			20
23			
24			
25			

1 GOVERNOR CRIST: Office of Financial
2 Regulation, Commissioner Tom Cardwell. Morning,
3 Tom.

4 MR. CARDWELL: Good morning, Governor Crist,
5 members of the Cabinet. Two brief items today.
6 We're requesting approval for final adoption of
7 rules. These are largely cleanup, clarification
8 rules. The first request is amendments to Rule
9 69W-100, 200, 300, 301 and 500, which relate to our
10 securities regulation. They update changes and
11 references to federal statutes and repeal some
12 unnecessary rules and make changes to clarify and
13 simplify our regulations.

14 GOVERNOR CRIST: Is there a motion on Item 1?

15 COMMISSIONER BRONSON: Motion for adoption of
16 Item 1.

17 CFO SINK: Second.

18 GOVERNOR CRIST: Moved and seconded. Show it
19 approved without objection.

20 MR. CARDWELL: And Item Number 2 is we request
21 approval for final adoption for rules relating to
22 Chapter 69V-40, which are relating to mortgage
23 brokering and lending. These are the proposed rules
24 which implement the S.A.F.E. Act that we've been
25 discussing for a period of time. These are the

1 final rules doing that. We've had lots of input on
2 them, and they are ready for final adoption.

3 ATTORNEY GENERAL McCOLLUM: Move Item 2.

4 COMMISSIONER BRONSON: Second.

5 GOVERNOR CRIST: Moved and seconded. Show it
6 approved without objection. Thank you, sir.

7 MR. CARDWELL: Thank you.

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ATTACHMENT 2

FINANCIAL SERVICES COMMISSION
OFFICE OF FINANCIAL REGULATION

AGENDA ITEM #2

A. Action Requested

The Office requests permission to file for final adoption with the Department of State amendments to Rule Chapters 69W-301, 69W-600, 69W-700, 69W-800, 69W-900, and 69W-1000, relating to securities regulation.

B. Summary of Rule Amendments

- *Chapter 69W-301: Processing Applications*

Forms

Rule 69W-301.002 is amended to update citations to state and federal forms referenced in Rule Chapters 69W-100 through 900, F.A.C.

Consolidation of Filing Requirements

Rule 69W-301.002 is amended to clarify and consolidate the procedures for filing documents and fees with the Office, which procedures are currently spread throughout Rule Chapters 69W-600 through 69W-900, F.A.C. For clarity, these provisions are relocated to Rule 69W-301.002, which is the general provision governing the application submission process.

Electronic Filing

Rule 69W-301.002 is amended to implement electronic filing requirements for all types of filings under Chapter 517, F.S. While the majority of individuals and entities are required to file forms and fees electronically, there are a few groups that are still permitted to submit paper filings. The rule will extend electronic filing requirements to those few remaining

groups, which include Canadian dealers, dealers that are not members of the Financial Industry Regulation Authority (FINRA), issuer/dealers, securities registration filings submitted under section 517.081, F.S., and securities notification filings submitted under Section 517.082, F.S. Under the proposed rule amendments, these filings will be required to be made electronically through the Office's Regulatory Enforcement and Licensing System. Electronic filing is currently required under the rules for FINRA dealers through the Central Registration Depository and investment advisers through the Investment Adviser Registration Depository.

- *Rule Chapter 69W-600: Registration of Dealers, Investment Advisers, and Associated Persons*

Materials Incorporated by Reference

The rules are amended to update citations to federal regulations, federal statutes, forms, Financial Industry Regulatory Authority rules, New York Stock Exchange rules, other stock exchange rules, National Association of Securities Dealers rules, and Municipal Securities Rulemaking Board rules referenced in the rules.

Conforming Changes

The rules are amended to reflect the changes that are being proposed to Rule 69W-301.002, which is the general rule governing the application submission process. Currently, the procedures for filing applications and fees with the Office are spread throughout Rule Chapters 69W-600 through 69W-900, F.A.C. For clarity, the provisions specifying the process for filing the applications and fees with the Office are relocated to Rule 69W-301.002. This rule is also amended to require the electronic filing of certain documents and fees that are currently accepted by the Office in paper form.

Financial Industry Regulatory Authority

The rules are amended to replace references to the National Association of Securities Dealers (NASD) with the Financial Industry Regulatory Authority (FINRA). In July 2007,

FINRA was created through the consolidation of NASD and the member regulation, enforcement and arbitration functions of the New York Stock Exchange.

Other changes

Rule 69W-600.005 is amended to remove the reference to the examination requirement for investment adviser principals as there is no longer a principal investment adviser designation.

Rule 69W-600.006 is amended to reflect the statutory requirement for fingerprint submissions for any direct owner, principal, or indirect owner who is required to be reported on the Form BD, Uniform Broker-Dealer Registration, or Form ADV, Uniform Application for Investment Adviser Registration, under s. 517.12(7), F.S.

Rule 69W-600.0132, F.A.C., is amended to allow investment advisers under certain conditions to file unaudited financial statements with the Office in lieu the requirement for audited financial statements.

- ***Rule Chapter 69W-700: Registration of Securities***

The rules are amended to update citations to federal regulations, federal statutes, and forms referenced in the rules. The rules are also clarified to reflect the appropriate forms that must be filed in connection with small corporate offering registrations.

- ***Rule Chapter 69W-800 : Notification Registration of Securities***

Rule 69W-800.001, F.A.C., is amended to update citations to federal regulations referenced in the rule, clarify the appropriate forms that must be filed for notification registrations, and reference the latest versions of forms.

Rule 69W-800.003, F.A.C., is amended to clarify the registration process. The proposed amendments to Rule 69W-800.003 reference Rule 69W-300.002, which is being amended to

require the electronic filing of certain registration information and fees through the Office's Regulatory Enforcement and Licensing System.

Rule 69W-800.004, F.A.C., is amended to reflect the latest version of the Notification Registration form.

- ***Rule Chapter 69W-900: Disclosure of Business Activities in Cuba***

Rule 69W-900.001 is amended to update citations to federal regulations and federal statutes referenced in the rule. The rule is also amended to reflect the latest version of the Disclosure of Business Activities in Cuba Form.

- ***Rule Chapter 69W-1000: Disciplinary Guidelines***

Section 517.1611(1), F.S., requires the Financial Services Commission to adopt disciplinary guidelines for each ground for which disciplinary action may be imposed by the Office against individuals and firms that are subject to regulation under Chapter 517, F.S., the Florida Securities and Investor Protection Act. The proposed rule implements this statutory requirement. Each violation of any provision of Chapter 517, F.S., or the rules adopted under that chapter, constitutes a ground for disciplinary action by the Office. The level of sanction imposed for each violation is reflected in the disciplinary guidelines. Sanctions include fines, suspensions, revocations, etc. A list of aggravating and mitigating factors is provided in the rule. These factors will be used to determine the appropriate level of sanction within the range of sanctions provided in the disciplinary guidelines. These factors will also be used when determining whether a deviation from the range of sanctions prescribed in the disciplinary guidelines is warranted.

C. Procedural History

On December 24, 2009, Notices of Rule Development were published in the Florida Administrative Weekly (FAW) for Rule Chapters 69W-301, 69W-600, 69W-700, 69W-800, 69W-900 and 69W-

1000 to advise the public of the development of changes to the foregoing rule chapters, and to provide that, if requested in writing, a rule development workshop would be held. No written requests were received by the Office. The Office did receive written comments regarding rule 69W-600.1000.001. Based on those comments, changes were made to rule draft 69W-600.1000.001 and a second Notice of Rule Development for that rule was published on May 28, 2010, in the FAW.

On July 29, 2010, the Financial Services Commission approved the proposed rule amendments for Rule Chapters 69W-301, 69W-600, 69W-700, 69W-800, 69W-900 and 69W-1000 for publication in the FAW. On August 20, 2010, Notices of Proposed Rulemaking were published in the FAW. The notices provided that, if requested in writing, a rule hearing would be held. No requests were received by the Office. No written comments were received from the public. The Office did receive comments from the staff of the Joint Administrative Procedures Committee concerning Rule Chapters 69W-301 and 69W-600. A Notice of Change for Rule Chapter 69W-301 will be published in the October 1, 2010, edition of the FAW. A Notice of Change for Rule Chapter 69W-600 will be published in the October 8, 2010, edition of the FAW.

The Florida Small Business Regulatory Advisory Council considered proposed Rule 69W-1000.001 at its September 24, 2010, meeting. The Council voted to take no action on the rule.

The Office filed a Notice of Final Hearing for each of the rule chapters, which will be published in the October 1, 2010, edition of the FAW. The final hearing for the rules is noticed for the Financial

Services Commission meeting to be held on October 12, 2010, at the regularly scheduled cabinet meeting in Tallahassee.

Materials Incorporated by Reference in Rule Chapters
69W-301, 69W-600, 69W-700, 69W-800, 69W-900, and 69W-1000

I. Rule Chapter 69W-301

Rule 69W-301.002

OFR-S-1-91, Application for Registration of Securities
OFR-S-7-91, Exhibit 1 (General Issue)
OFR-S-5-91, Uniform Consent to Service of Process
OFR-S-6-91, Corporate Resolution
OFR-S-10-91, Report of Sales of Securities and Use of Proceeds Therefrom
Form BD, Uniform Application for Broker-Dealer Registration (5/2002)
Form ADV, Uniform Application for Investment Adviser Registration (1/2008)
Form U-4, Uniform Application for Securities Industry Registration or Transfer (5/2009)
Form BDW, Uniform Request for Broker-Dealer Withdrawal (4/2007)
Form ADV-W, Notice of Withdrawal from Registration as Investment Adviser (3/2008)
Form U-5, Uniform Termination Notice for Securities Industry Registration (5/2009)
OFR-DA-5-91, Issuer/Dealer Compliance Form
Form FL921250Z, Florida Fingerprint Card (5-11-99)
OFR-S-3-91, Notification Registration
OFR-S-12-97, SCOR (Small Corporate Offering Registration)
OFR-S-13-97, Florida Guide to Small Business Investments
OFR-S-14-97, Promotional Shares Escrow Agreement
OFR CUBA Form, Disclosure of Business Activities in Cuba Form

II. Rule Chapter 69W-600

69W-600.006

SEC Rule 17f-2, 17 C.F.R. § 240.17f-2 (2010)

69W-600.012

SEC Rule 10b-10, 17 C.F.R. § 240.10b-10 (2010)
SEC Rule 17a-3, 17 C.F.R. § 240.17a-3 (2010)
MSRB Rules G-8 and G-15
Sections 9, 10, 11A, 15(c) and 15(g) of the Securities Exchange Act of 1934, 15 U.S.C. §§ 78i, 78j, 78k-1, and 78o (2006 & Supp. III)
SEC Rule 9b-1, 17 C.F.R. § 240.9b-1(2010)
SEC Rules 240.10b-1 through 10b-21, 17 C.F.R. §§ 240.10b-1 through 240.10b-21 (2010)
SEC Rules 240.15c1-1 through 15c1-9, 17 C.F.R. §§ 240.15c1-1 through 240.15c1-9 (2010)
SEC Rules 15c2-1 through 15c2-12, 17 C.F.R. §§ 240.15c2-1 through 240.15c2-12 (2010)
SEC Rules 15g-1 through 15g-9, 17 C.F.R. §§ 240.15g-1 through 240.15g-9 (2010)
Regulation M, 17 C.F.R. § 242.100 through 242.105 (2010)
SEC Rule 601, 17 C.F.R. § 242.601 (2010)

69W-600.013

Regulation T, Credit by Brokers and Dealers, 12 C.F.R. § 220.1-220.132, & 12 C.F.R. § 221.125 (2010)

SEC Rule 8c-1, 17 C.F.R. §240.8c-1 (2010)

FINRA Rule 2000 Series through Rule 7000 Series

NASD Conduct Rules, Rule 2000 Series and Rule 3000 Series

Uniform Practice Code of NASD, Rule 11000 Series

NYSE Rules 405, 412, 435

Sections 2, 4, 5, and 6 of the Securities Act of 1933, 15 U.S.C. §§ 77b, 77c, 77d, 77e, & 77f (2006 & Supp. III)

SEC Rules 134, 134a, 135a, 144, 144A, 156, 419, 481, and 482, 17 C.F.R. §§ 230.134, .134a, .135a, .144, .144A, .156, .419, .481, and .482 (2010)

Section 15(b)(4)(E) of the Securities Exchange Act of 1934, 15 U.S.C. § 78o(b)(4)(E) (2006 & Supp. III)

Regulation SHO, Regulation of Short Sales, 17 C.F.R. §§ 242.200 - .203 (2010)

NASD Conduct Rule 3210 (included above)

Section 15B of the Securities Exchange Act of 1934, 15 U.S.C. § 78o-4 (2006 & Supp. III)

MSRB Definitional Rules D1 to D12

MSRB General Rules G1 to G41

Sections 13 and 15D of the Securities Exchange Act of 1934, 15 U.S.C. 78m, 78o-6 (2006 & Supp. III)

FINRA Rule 3240 (included above)

69W-600.0131

Investment Advisers Act of 1940, 15 U.S.C. §§ 80b-1 through 80b-21 (2006 & Supp. III)

SEC Rules 204-3, 205-1, 205-2, 205-3, 206(3)-1, 206(3)-2, 206(4)-1, 206(4)-3, and 206(4)-4, 17 C.F.R. §§ 275.204-3, 205-1, .205-2, .205-3, .206(3)-1, .206(3)-2, .206(4)-1, .206(4)-3, and .206(4)-4 (2010)

National Securities Markets Improvement Act of 1996, Pub. L. 104-290

69W-600.0132

Section 4f(a) of the Commodity Exchange Act, 7 U.S.C. § 6f (2006 & Supp. III)

Investment Company Act of 1940, 15 U.S.C. §§ 80a-1 through 80-a-64 (2006 & Supp. III)

69W-600.014

SEC Rule 17a-3, 17 C.F.R. § 240.17a-3 (2010)

SEC Rule 17a-4, 17 C.F.R. § 240.17a-4 (2010)

SEC Rule 204-2, 17 C.F.R. § 275.204-2 (2010)

69W-600.015

SEC Rule 17a-5, 17 C.F.R. § 240.17a-5 (2010)

SEC Rule 17a-10, 17 C.F.R. § 240.17a-10 (2010)

69W-600.016

SEC Rule 15c3-1, 17 C.F.R. § 240.15c3-1 (2010)

SEC Rule 15c3-1a, 17 C.F.R. § 240.15c3-1a (2010)
SEC Rule 15c3-1b, 17 C.F.R. § 240.15c3-1b (2010)
SEC Rule 15c3-1c, 17 C.F.R. § 240.15c3-1c (2010)
SEC Rule 15c3-1d, 17 C.F.R. § 240.15c3-1d (2010)
SEC Rule 17a-11, 17 C.F.R. § 240.17a-11 (2010)
SEC Rule 17a-3, 17 C.F.R. § 240.17a-3 (2010)
SEC Rule 17a-4, 17 C.F.R. § 240.17a-4 (2010)

69W-600.017

SEC Rule 15c3-3, 17 C.F.R. § 240.15c3-3 (2010)

69W-600.020

NASD Rule 1120

NYSE Rule 345A

III. Rule Chapter 69W-700

69W-700.002

Regulation A of the Securities Act of 1933, (17 C.F.R. §§ 230.251 through 230.263 (2010))

69W-700.015

Securities Exchange Act of 1934, 15 U.S.C. §§ 78a through 78oo (2006 & Supp. III)

IV. Rule Chapter 69W-800

69W-800.001

SEC Rule 415, 17 C.F.R. § 230.415 (2010)

V. Rule Chapter 69W-900

69W-900.001

Section 10(a) of the Securities Act of 1933, 15 U.S.C. § 77j(a) (2006 & Supp. III)

Rule 415 of the Securities Act of 1933, 17 C.F.R. § 230.415 (2010)

VI. Rule Chapter 69W-1000

69W-1000.001

Office of Financial Regulation, Division of Securities, Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons (New)

Rule Chapter 69W-301

THE FULL TEXT OF THE PROPOSED RULE IS:

69W-301.002 Processing of Applications.

(1) Forms. Application forms for all license actions covered by these rules may be obtained from the Office of Financial Regulation at no cost. All applications must be in the format required by the Office of Financial Regulation. Requests for forms should be sent directly to: The Office of Financial Regulation, Division of Securities, 200 East Gaines Street, Tallahassee, Florida 32399-0375.

(2) Electronic Filing of Application and Fee. Applications in the format required by the Office of Financial Regulation, accompanied by the prescribed fee for the requested license action, shall be filed electronically with the Office of Financial Regulation. Forms and fees deemed received are subject to the Office's Request for Additional Information requirements found in subsection 69W-301.002(3), F.A.C. Application forms and fees shall be filed as follows:

(a) ~~at the address indicated in subsection (1) above; however, All~~ all dealers who are members of the Financial Industry Regulatory Authority (formerly known as the National Association of Securities Dealers) (FINRA), Inc. ("NASD") shall file such items through the Central Registration Depository (CRD) of the FINRA in accordance with the provisions of Rules 69W-600.001 and 69W-600.0091, F.A.C. Chapter 69W-600, F.A.C., as prescribed therein.

(b) ~~All However,~~ all Federal Covered Advisers shall file such items through the Investment Adviser Registration Depository (IARD) of the FINRA in accordance with the provisions of Section 517.1201, Florida Statutes, and Rule 69W-600.0092, F.A.C.

(c) Investment advisers ~~shall~~ may file the required forms and fees with the Investment Adviser Registration Depository (IARD) in accordance with the provisions of Rules 69W-600.001 and 69W-600.0093, F.A.C. ~~Issuers may file the required forms and fees with the Securities Registration Depository (SRD) in accordance with the provisions of Rule 69W-400.004 or 69W-800.001, F.A.C., upon implementation of the system in this state.~~

(d) Issuer/Dealers shall file the required forms and fees electronically on the Office's website at www.flofr.com through the Regulatory Enforcement and Licensing (REAL) System of the OFR and shall be deemed received on the date the Office issues a confirmation of submission and payment to the applicant via the Office's website. A confirmation of submission is issued by the Office upon successful filing of an application and payment of all fees. Such filings shall be made in accordance with Rules 69W-400.002, 69W-600.001 and 69W-600.004, F.A.C.

(e) Dealers that are not members of FINRA shall file the required forms and fees electronically on the Office's website at www.flofr.com through the Regulatory Enforcement and Licensing (REAL) System of the OFR and shall be deemed received on the date the Office issues

a confirmation of submission and payment to the applicant via the Office's website. A confirmation of submission is issued by the Office upon successful filing of an application and payment of all fees. Such filings shall be made in accordance with Rule 69W-600.001, F.A.C.

(f) Canadian dealers shall file the required forms and fees electronically on the Office's website at www.flofr.com through the Regulatory Enforcement and Licensing (REAL) System of the OFR and shall be deemed received on the date the Office issues a confirmation of submission and payment to the applicant via the Office's website. A confirmation of submission is issued by the Office upon successful filing of an application and payment of all fees. Such filings shall be made in accordance with Rule 69W-600.0015, F.A.C.

(g) All dealers who are members of the Financial Industry Regulatory Authority (FINRA) shall file requests for Branch Office registration through the Central Registration Depository (CRD) of the FINRA in accordance with the provisions of Rules 69W-600.004 and 69W-600.0091, F.A.C.

(h) Investment Advisers shall file requests for Branch Office registration through the Central Registration Depository (CRD) of the FINRA in accordance with the provisions of Rules 69W-600.004 and 69W-600.0093, F.A.C.

(i) Issuer/Dealers shall file requests for Branch Office registration on the Office's website at www.flofr.com through the Regulatory Enforcement and Licensing (REAL) System of the OFR and shall be deemed received on the date the Office issues a confirmation of submission and payment to the applicant via the Office's website. A confirmation of submission is issued by the Office upon successful filing of an application and payment of all fees. Such filings shall be made in accordance with Rule 69W-600.004, F.A.C.

(j) Dealers that are not members of FINRA shall file requests for Branch Office registration electronically on the Office's website at www.flofr.com through the Regulatory Enforcement and Licensing (REAL) System of the OFR and shall be deemed received on the date the Office issues a confirmation of submission and payment to the applicant via the Office's website. A confirmation of submission is issued by the Office upon successful filing of an application and payment of all fees. Such filings shall be made in accordance with Rule 69W-600.004, F.A.C.

(k) All dealers who are members of the Financial Industry Regulatory Authority (FINRA) shall file requests for Associated Person registration through the Central Registration Depository (CRD) of the FINRA in accordance with the provisions of Rules 69W-600.002 and 69W-600.0091, F.A.C.

(l) Federal Covered Advisers shall file requests for Associated Person registration through the Central Registration Depository (CRD) of the FINRA in accordance with the provisions of Rules 69W-600.002 and 69W-600.0092, F.A.C.

(m) Investment Advisers shall file requests for Associated Person registration through the Central Registration Depository (CRD) of the FINRA in accordance with the provisions of Rules 69W-600.002 and 69W-600.0093, F.A.C.

(n) Issuer/Dealers shall file requests for Associated Person registration on the Office's website at www.flofr.com through the Regulatory Enforcement and Licensing (REAL) System of the OFR and shall be deemed received on the date the Office issues a confirmation of submission and payment to the applicant via the Office's website. A confirmation of submission is issued by the Office upon successful filing of an application and payment of all fees. Such filings shall be made in accordance with Rules 69W-600.002 and 69W-600.004, F.A.C.

(o) Dealers that are not members of FINRA shall file requests for Associated Person registration electronically on the Office's website at www.flofr.com through the Regulatory Enforcement and Licensing (REAL) System of the OFR and shall be deemed received on the date the Office issues a confirmation of submission and payment to the applicant via the Office's website. A confirmation of submission is issued by the Office upon successful filing of an application and payment of all fees. Such filings shall be made in accordance with Rule 69W-600.002, F.A.C.

(p) An applicant for registration of securities pursuant to Section 517.081, F.S., shall file electronically on the Office's website at www.flofr.com through the Regulatory Enforcement and Licensing (REAL) System of the OFR and shall be deemed received on the date the Office issues a confirmation of submission and payment to the applicant via the Office's website. A confirmation of submission is issued by the Office upon successful filing of an application and payment of all fees. Such filings shall be made in accordance with Rule Chapter 69W-700, F.A.C.

(q) An applicant for Notification Registration pursuant to Section 517.082, F.S., shall file electronically on the Office's website at www.flofr.com through the Regulatory Enforcement and Licensing (REAL) System of the OFR and shall be deemed received on the date the Office issues a confirmation of submission and payment to the applicant via the Office's website. A confirmation of submission is issued by the Office upon successful filing of an application and payment of all fees. Such filings shall be made in accordance with Rule Chapter 69W-800, F.A.C.

(3) through (6) No change.

(7)(a) The forms referred to in this section below are incorporated by reference and readopted by this rule for the purposes of Rule Chapters 69W-100 through 69W-900, F.A.C.:

1. OFR-S-1-91, Application for Registration of Securities, effective _____ (Revised 10/97);
2. OFR-S-7-91, Exhibit 1 (General Issue), effective (Revised 10/97);
3. OFR-S-5-91, Uniform Consent to Service of Process, effective _____ (Revised 1/91);

4. OFR-S-6-91, Corporate Resolution, effective _____ (Revised 1/91);
5. OFR-S-10-91, Report of Sales of Securities and Use of Proceeds Therefrom, effective _____ (Revised 1/91);
6. Form BD, Uniform Application for Broker-Dealer Registration (5/2002), effective _____ (Revised 7/99);
7. Form ADV, Uniform Application for Investment Adviser Registration (1/2008), effective _____ (Revised 10/03);
8. Form U-4, Uniform Application for Securities Industry Registration or Transfer (5/2009), effective _____ (Revised 10/05);
9. Form BDW, Uniform Request for Broker-Dealer Withdrawal (4/2007), effective _____ (Revised 8/99);
10. Form ADV-W, Notice of Withdrawal from Registration as Investment Adviser (3/2008), effective _____ (Revised 10/03);
11. Form U-5, Uniform Termination Notice for Securities Industry Registration (5/2009), effective _____ (Revised 10/05);
12. Form BR, Uniform Branch Office Registration Form (10/2005), effective 3/16/2006 (Revised 10/05);
13. OFR Form DA-5-91, Issuer/Dealer Compliance Form, effective _____ (Revised 1/91);
14. Form FL921250Z, Florida Fingerprint Card (5/11/99), effective _____ (Revised 1/91);

and

15. OFR Form CAN, Canadian Dealer Notification, effective ~~(New 6-10-07)~~.

(b) This rule also incorporates by reference:

1. OFR Form S-3-91, Notification Registration, effective _____ (Revised 1/91);
2. Form U-1, Uniform Application to Register Securities (Effective 10/97);
3. Form U-2, Uniform Consent to Service of Process (Effective 10/1/96);
4. Form U-2A, Uniform Corporate Resolution (Effective 10/1/96);
5. Form U-7, Small Corporate Offering Registration Form (Effective 10/97);
6. OFR-S-12-97, SCOR (Small Corporate Offering Registration) Application to Register Securities, effective _____ (Effective 10/97);
7. OFR-S-13-97, Florida Guide to Small Business Investments, effective _____ (Effective 10/97); and
8. OFR-S-14-97, Promotional Shares Escrow Agreement, effective _____ (Effective 10/97);

and

9. CUBA FORM, Disclosure of Business Activities in Cuba Form, effective _____.

(c) Social security number. The following forms contain a field that allows, but does not require, an individual to submit his or her social security number: Form ADV, Uniform

Application for Investment Adviser Registration (~~1/2008 Revised 10/03~~); Form U-4, Uniform Application for Securities Industry Registration or Transfer (~~5/2009 Revised 10/05~~); and Form U-5, Uniform Termination Notice for Securities Industry Registration (~~5/2009 Revised 10/05~~). If provided, an individual's social security number will be used by the Office of Financial Regulation to facilitate the identification of the individual to obtain the required criminal justice information, which may expedite the processing of the forms. Social security numbers obtained through the submission of the above-listed forms are subject to the confidentiality provisions of Section 119.071(5), F.S.

(d) All forms referenced in this rule are incorporated by referenced and may be obtained by mail from the Florida Office of Financial Regulation, Division of Securities, 200 E. Gaines Street, Tallahassee, Florida 32399.

Rulemaking Specific Authority 517.03(1), 517.12, 517.1201, 517.081(2), 517.082(4) FS. Law Implemented 120.60(1), 517.051, 517.075, 517.081, 517.082, 517.12, 517.161(5) FS. History-- Revised and Transferred from 3E-300.01, 9-20-82, Formerly 3E-301.02, Amended 10-15-86, 2-1-87, 12-8-87, 7-29-90, 7-31-91, 6-16-92, 1-10-93, 3-13-94, 10-1-96, 10-23-97, 6-22-98, 6-10-99, 5-7-00, 7-10-02, Formerly 3E-301.002, Amended 3-16-06, 6-10-07,_____.

69W-301.002

OFR FORMS

**STATE OF FLORIDA
OFFICE OF FINANCIAL REGULATION**

**APPLICATION FOR REGISTRATION OF SECURITIES
SECTION 517.081, FLORIDA STATUTES**

(Application may be made by the issuer or by a registered dealer)

NOTE: The general information required under Part I of this application form must be supplied, when applicable, by every applicant and concerning every issue sought to be registered. A fee of \$1,000 shall accompany every application for registration. Checks should be made payable to: Department of Financial Services

PART I. GENERAL INFORMATION

1. Name and address of issuer and principal office		Florida File No. _____ <small>(For Office Use Only)</small>
_____ Name		
_____ Street Address, Suite No.	Federal Employer Identification No. (FEID) _____	
_____ City	_____ State	_____ Zip+4
2. Name, address and telephone number of correspondent to whom notice and communications regarding this notification may be sent.		3. Name and address of Applicant:
_____ Correspondent Name		_____ Applicant Name
_____ Street Address, Suite No.	_____ Phone No.	_____ Street Address, Suite No.
_____ City	_____ State	_____ Zip+4
_____ City	_____ State	_____ Zip+4

4. Registration is sought in this State for the following described securities in the amounts indicated:

DESCRIPTION OF SECURITIES

Title of class of securities to be registered: _____

Offering Price	<u>TOTAL OFFERING</u>
Or Proposed Offering Price: _____	No. of Shares or Units: _____
	Total \$ Amount: _____

5. **Officials of Issuer:** Give the names, titles and residence address of officers, director, trustees and executive manager or other officials, of the issuer as of the date of filing this application.

Name	Position/Title	Residence Address	Phone No.

6. Issuer organized under the laws of _____ Date _____

7. (a) List the states in which it is proposed to offer the securities for sale to the public.
- (b) List the states, if any, in which the securities are eligible for sale to the public.
- (c) List the states, if any which have refused, by order or otherwise, to authorize sale of the securities to the public, or have revoked or suspended the right to sell the securities, or in which an application has been withdrawn.

PART II. APPLICANT SHALL FURNISH THE FOLLOWING EXHIBITS, WHERE APPLICABLE:

- Exhibit 1. Submit one of the following:
- (a) Letter of Notification pursuant to Regulation A and supporting documents.
- (b) Exhibit 1, Form OFR-S-7-91.
- Exhibit 2. Copy of Articles of Incorporation including amendments thereof, certified by a corporate officer, if issuer is a corporation; or of articles of association, or of partnership; or of the instrument under which a trust is created or declared, if issuer is a trust.
- Exhibit 3. By-Laws of Issuer certified by a corporate officer, as amended to date.
- Exhibit 4. Copies of contracts, indenture or other instruments affecting any securities to be offered or of a material nature to the issuer.
- Exhibit 5. Specimen Copy or Copies of the Security or Securities to be offered.
- Exhibit 6. Financial Statements:
- (a) All issuers submitting an application for registration of securities exempt from registration under the Securities Act of 1933 pursuant to Regulation A or B must submit financial statements that comply with Section 517.081(3), Florida Statutes, and Rule 69W-300.002(6), Florida Administrative Code.
- (b) All issuers submitting application pursuant to Section 517.081, must submit financial statements that comply with Section 517.081(3), Florida Statutes, and Rule 69W-300.002(6), Florida Administrative Code
- Exhibit 7. Copies of all underwriting agreements and other agreements between dealers and distributors.
- Exhibit 8. Issuer's Consent to Service of Process and Corporate Resolution, where applicable, to be executed upon the Office of Financial Regulation forms provided thereof or Form U-2 and U-2a.

- Exhibit 9. Opinions of Issuer's Counsel, as to:
- (a) Validity of this issue of securities.
 - (b) Title to real estate or oil or mining rights or titles in which issuer proposes to sell interests.
 - (c) Sufficiency of lease, or leases, when material to the issue.
 - (d) Validity of patent claim or claims, when material to the issue.
 - (e) Basis of, and probable extent of, any liability in the form of any judgement, claim or lien, existing or that may be created by suit or suits now pending against the issuer.
- Exhibit 10. Copy of any advertising or promotional material to be used in connection with the distribution of securities.
- Exhibit 11. Opinions of Counsel, Public Accountants and Other Experts Pursuant to Section 517.081(3)(k), F.S.
- (a) State the name and address of counsel who has given opinion on legality of this issue;
 - (b) List any other experts, such as public accountants, actuaries, etc., whose certificates, statements or review have been relied on in preparation or presentations of material used in the offering circular or any other incumbent document; and
 - (c) Set forth the statement of the public accountant in certification of the financial statements and notes.
- Exhibit 12. If an earnings computation or similar requirement is required to be met in this State, attach a separate sheet as an exhibit showing compliance.
- Exhibit 13. Three copies of the prospectus or offering circular.

The applicant hereby applies for registration of the above-named securities under Chapter 517, Florida Statutes, and in consideration thereof agrees that it will:

- (a) Advise the Office of Financial Regulation of any change in any of the information contained herein or any supporting documents submitted with or as a part of this application.
- (b) Advise the Office of Financial Regulation of any material adverse change in the financial condition or business operations of the issuer during the period of distribution of the securities sought to be registered herein.
- (c) File sales reports as required by Rule 69W-700.019, F.A.C.
- (d) Amend the prospectus or offering circular pursuant to Rule 69W-700.022, F.A.C.
- (e) Submit every advertisement used in connection with the sale of securities for authorization pursuant to Rule 69W-100.007, F.A.C.

Subscribed and sworn to before me

this _____ day of _____, _____

NOTARY PUBLIC

My Commission expires: _____

_____ Corporation does not have a seal.

(Notarial Seal)

**STATE OF FLORIDA
OFFICE OF FINANCIAL REGULATION**

**Exhibit 1
(General Issue)**

_____ (Name of Applicant), as part of his application to the Office of Financial Regulation dated _____, _____, for the registration of _____ (brief description of the kind of security) furnishes the information called for by the items below.

PART I. INFORMATION NOT REQUIRED IN PROSPECTUS

To accompany **FORM OFR-S-1-91** in applications for registration of securities where applicable. Answers to the questions appearing below shall be typewritten, on letter size paper, on one side only and leaving a margin at the top of each sheet.

- Item 1. Furnish the following information as to all securities sold within the past three years, or for such lesser period of time as the issuer has been engaged in business, which were not registered under Chapter 517, Florida Statutes.
- (a) Give the date of sale, the title and amount of securities sold, the price paid and the full name and address of each purchaser;
 - (b) As to any securities sold other than for cash, state the nature of the sale and the nature and aggregate amount of consideration received by the issuer; and
 - (c) Indicate the section of Chapter 517, Florida Statutes, under which exemption from registration was claimed and state briefly the facts relied upon to make the exemption available.
- Item 2. List the title and amount of securities and the name and address of each person to whom securities have been, or will be issued for any patent right, copyright, trademark, process, formula, goodwill, organization expenses, promotion fees, or for other intangible assets.
- NOTE: Reference is hereby made to Section 517.081, Florida Statutes.*
- Item 3. If any expert named in the prospectus, or any incumbent document, as having prepared or certified any part thereof, was employed for such purposes on a contingent basis, or at the time of such preparation or certification, had a substantial interest in the issuer, furnish a brief statement of the nature of such contingent basis, interest or connection.
- Item 4. State all facts connected with any contract made, not in the ordinary course of business, which are to be fulfilled in whole or part after the date of filing this application and which are material to the business of the issuer or the rights of holders of the securities of the issuer.
- Item 5. (a) If item 1.(a) reveals that the issuer's securities have been sold at varying prices, please explain the reason for the variance.
- (b) If there is a substantial disparity between previous sales of the issuer's securities and proposed public offering price, explain the basis of the offering price.

PART II. THE PROSPECTUS

The following information, with the exception of the Cross Reference sheet, is to be included in the Prospectus, when applicable. See Rules 69W-700.002, .003, and .004, F.A.C.

This information should be substantially in the form and size in which the applicant wishes to distribute its Prospectus to the public. Information requested by Items 1 through 23 should be under appropriate captions with related items under the same caption.

CROSS REFERENCE SHEET

List the caption and page on which the following items appear in the prospectus. If not applicable, so state.

	<u>Caption</u>	<u>Page</u>
Item 1	None	Cover Page
Item 2	None	Two
Item 3		
Item 4		
Item 5		
Item 6		
Item 7		
Item 8		
Item 9		
Item 10		
Item 11		
Item 12		
Item 13		
Item 14		
Item 15		
Item 16		
Item 17		
Item 18		
Item 19		
Item 20		
Item 21		
Item 22		
Item 23		
Item 24		
Item 25		
Item 26		
Item 27		

Item 1. Cover Page

- (a) Name of Issuer
- (b) Number of shares or units to be offered for sale.
- (c) Description of security or securities.
- (d) Par value of security or securities.
- (e) If an original issue, the following is desired: "THESE SECURITIES INVOLVE A HIGH DEGREE OF RISK AND ARE OFFERED TO BONA FIDE RESIDENTS OF FLORIDA ONLY."
- (f) The statement required by Rule 69W-700.002(1), F.A.C.: "THESE SECURITIES HAVE BEEN REGISTERED BY THE STATE OF FLORIDA, OFFICE OF FINANCIAL REGULATION, AS HAVING COMPLIED WITH CHAPTER 517, FLORIDA STATUTES. THE OFFICE OF FINANCIAL REGULATION HAS NOT PASSED UPON THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS, AND SUCH REGISTRATION DOES NOT CONSTITUTE A RECOMMENDATION OF THE SECURITIES FOR INVESTMENT PURPOSES."
- (g) A distribution spread, using a columnar structure, similar to the following, with footnotes:

	Price To Public	Underwriting Discount and Commission (1)	Proceeds To Issuer (2)
Per share or Unit	\$00.00	\$00.00	00.00
Total	\$000,000.00	\$000,000.00	\$000,000.00

(1) Includes cash commission of \$00.00 and underwriter's nonaccountable expense allowance of \$00.00.

(2) Before deducting additional expenses of the offering estimated at \$00.00.

NOTE: If a minimum offering required under Rule 69W-700.009, F.A.C., appropriate footnotes should be added to indicate terms of the offering and existence of an escrow agreement for the minimum offering.

- (h) Name and address of dealer or statement as to how the securities are to be distributed.
- (i) Date preliminary prospectus prepared. Final prospectus shall bear the approved date of the application.

Item 2. Page Two

- (a) The following statement is required: "This prospectus omits certain information concerning the Company and its securities, and does not contain all the information submitted to the Office of Financial Regulation by way of exhibits and schedules relating thereto, which the Company filed pursuant to Chapter 517, Florida Statutes, as amended, and to which reference is hereby made for further information."
- (b) Table of Contents.

Item 3. Summary

If the prospectus is complex or lengthy a summary shall be provided.

Item 4. Business and Organization of Issuer

- (a) State the year in which and the name of the State or other jurisdiction under the laws of which the registrant was incorporated, and describe the business done and intended to be done by the registrant and the general development of such business during the period that the registrant has been engaged

in business. The description shall include information as to matters such as the following:

- (1) Competitive conditions in the industry or industries involved and the competitive position of the enterprise. If several products or services are involved, separate consideration shall be given to the principal products or services or classes of products or services.
- (2) If a material part of the enterprise is dependent upon a single customer or a few customers, the loss of any one or more of which would have a materially adverse effect on the registrant, the name of such customer or customers, and other material facts with respect to their relationship, if any, to the registrant and the importance of the business to the registrant shall be stated.
- (3) The principal products produced and services rendered by the registrant, the principal markets for, and method of distribution of, such products and services including any significant changes in the kinds of products produced or services rendered, or in the markets or methods of distribution.
- (4) The dollar amount of backlog orders believed to be firm, as of a recent date and as of a comparable date in the preceding fiscal year, together with an indication of the proportion thereof not reasonably expected to be filled within the current fiscal year, and seasonal or other significant aspects of the backlog and the extent to which such backlog is significant in the business of the registrant.
- (5) The sources and availability of raw materials essential to the business.
- (6) The importance, duration, and effect of all material patents, patent rights, trademarks, licenses, and franchises and concessions held.
- (7) The estimated dollar amount spent during each of the last two fiscal years on material research activities relating to the development of new products or services which were company-sponsored and/or those which were customer-sponsored including the status of such activities.
- (8) The number of persons employed by the enterprise.
- (9) The extent to which the business is or may be seasonal.

Item 5. Speculative and Risk Features of the Offering

List and describe all speculative and risk factors that a prospective investor should be aware of prior to making an investment in the issuer's securities.

The following is a list of basic statements which should be set forth if the circumstances of the issuer parallel those implied by the statements. All other factors that the issuer deems material should be disclosed in similar statement form.

- (a) The Company is in the development stage, and has not yet commenced its full business activities, and is dependent on the proceeds from the sale of securities offered hereby for funds to carry out its planned operations. (See "Use of Proceeds," page _____ and "Business" page _____.)
- (b) At the present time, there is no market for the company's common stock, nor can there be any assurance that a market will develop at the conclusion of this offering. Consequently, investors may not be able to sell any shares purchased.
- (c) If all of the shares offered hereby are sold, the officers, directors, promoters, private investors and affiliated persons, at a cost to them of \$_____, will own approximately ___% of the Company's outstanding common stock, whereas public investors at a cash cost to them of \$_____, shall acquire ___% of the outstanding common stock.
- (d) If this entire issue is sold, the net tangible book value of the presently outstanding common stock will, at no additional cost to the holders thereof, be increased from \$_____ per share to \$_____ per share and shares acquired by public investors at \$_____ per share will have a net tangible book value of

\$_____ per share. Public investors will thus suffer an immediate dilution of \$_____ per share in the net tangible book value of each share purchased.

- (e) If all the shares offered hereby are sold, the purchasers of the shares will have no voice in the management of the company since the officers, directors and promoters will retain voting control of the company and of its business policies. (See "Management," page _____ and "Principal Stockholders," page _____.)
- (f) The company is presently in competition with a large number of other companies in the (brief statement about the type of business). The company's relative position in the industry is insignificant and most of its competitors are substantially larger than the company, both in size and financial resources. (See "Competition," page _____.)
- (g) There is no assurance that the proposed plan of business can be developed in the manner contemplated and if not, investors may lose all or a substantial part of their investment.

Item 6. Determination of Offering Price

- (a) If there is no established public market for the security being registered or if there is a significant difference between the offering price and the market price of the security, give factors that were considered in determining the offering price.
- (b) If warrants, rights and convertible securities are being registered and there is no public market for the underlying securities, describe the factors considered in determining the exercise or conversion price.

Item 7. Tabular Illustrations

Tables similar to the following example shall be included in every prospectus unless the Office deems the degree of disparity between the public offering price and the effective cash cost to officers, directors, promoters, private investors and affiliated persons not material to the offering.

The following table illustrates the per share dilution as:

Assumed initial public offering price per share.		\$ 10.00
Net tangible book value per share before the offering	\$.96	
Increase in net tangible book value per share attributable to new investors	\$ <u>2.63</u>	
Pro forma net tangible book value per share after the offering.		<u>\$ 3.59</u>
Dilution per share to new investors in the offering		<u>\$ 6.41</u>

The following table compares, as of _____, _____, the Common Stock ownership and investment in the Company of the Company's existing stockholders with the Common Stock ownership of, and investment to be paid by, the new investors for shares of Common Stock purchased from the Company in this offering.

	<u>Shares Purchased from</u> <u>the Company</u>		<u>Consideration Paid to Company</u>		Average Price per Share
	<u>Number</u>	<u>Percent</u>	<u>Amount</u>	<u>Percent</u>	
Existing stockholders	00,000	00.0%	\$ 00.00	00.0%	\$00.00
New Investors	<u>00,000</u>	<u>00.0%</u>	<u>\$ 00.00</u>	<u>00.0%</u>	\$00.00
Total	<u>000,000</u>	<u>100.0%</u>	<u>\$ 000.00</u>	<u>100.0%</u>	

Item 8. Description of Property

OFR-S-7-91, Exhibit 1(General Issue), Effective _____, Incorporated by Reference in Rule 69W-301.002, F.A.C.

- (a) State the location and describe the general character of the issuer's properties now held or intended to be acquired by the issuer. Include information as to the suitability, adequacy, capacity and extent of utilization of any manufacturing or service facilities. Property not yet acquired shall clearly be identified as such.
- (b) State the nature of the title under which such properties are held or are to be held, noting any material defects therein or liens thereon.
- (c) Outline briefly the terms of all material leases or options with respect to such properties.

Item 9. Management's Discussion and Analysis or Plan of Operations.

(a) Plan of operation.

- (1) Describe the issuer's plan of operation for the next twelve months. This description should include such matters as:
 - (i) a discussion of how long the issuer can satisfy its cash requirements and whether it will have to raise additional funds in the next twelve months;
 - (ii) a summary of any product research and development that the issuer will perform for the term of the plan;
 - (iii) any expected purchase or sale of plant and significant equipment;
 - (iv) any expected significant changes in the number of employees.

(b) Management's Discussion and Analysis of Financial Condition and Results of Operations.

- (1) Full fiscal years. Discuss the issuer's financial condition, changes in financial condition and results of operations for the last fiscal year. This discussion should address those key variable and other qualitative and quantitative factors which are necessary to an understanding and evaluation of the issuer. If material, the issuer should disclose the following:
 - (i) Any known trends, events or uncertainties that have or are reasonably likely to have a material impact on the issuer's short-term or long-term liquidity;
 - (ii) Internal and external sources of liquidity;
 - (iii) Any material commitments for capital expenditures and the expected sources of funds for such expenditures;
 - (iv) Any known trends, events or uncertainties that have had or that are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations;
 - (v) Any significant elements of income or loss that do not arise from the issuer's continuing operations;
 - (vi) The causes for any material changes from period to period in one or more line items of the issuer's financial statements; and
 - (vii) Any seasonal aspects that had a material effect on the financial condition or results of operation.

Item 10. Use of Proceeds

- (a) State the principal purposes for which the net proceeds are to be used, and the approximate amount intended to be used for each such purpose.

- (b) If any funds are to be used in conjunction with the proceeds, state the amounts and sources of such other funds.
- (c) If any part of the proceeds is to be used to acquire assets, other than in the ordinary course of business, briefly describe the assets and supply the names of the persons from whom they are to be acquired. State the cost of the assets to the issuer and the principle used in determining such cost.
- (d) Detail expenses of offering in a footnote.

Item 11. Capital Structure

Furnish in columnar form the following information about each class of issuer's securities:

- (a) Title of class;
- (b) Amount authorized;
- (c) Amount outstanding as of the date of the Prospectus;
- (d) Amount to be outstanding if all securities being offered are sold.

Item 12. Dividends

State if the issuer has or has not paid cash dividends on its common stock since its inception. If cash dividends have not been paid, disclose if the issuer plans to continue this policy or will cash dividends in the future be dependent upon conditions then existing and at the discretion of the Board of Directors.

Item 13. Statement of Profit and Loss, when applicable.

The prospectus shall contain a statement of profit and loss prepared in accordance with Commission rules. Such statement of profit and loss must reveal net earnings or net losses per share on its face.

Item 14. Plan of Distribution

If securities being registered are to be offered through dealers, give the names of participating dealers and describe the terms under which the dealers will sell the securities. Describe any consideration other than cash to be received by any dealer in connection with the sale of securities.

Describe the plan of distribution if the securities are to be sold by the issuer.

Item 15. Sales Other Than for Cash

If any of the securities being registered are to be offered for anything other than cash, disclose the basis upon which the securities are to be offered, the purpose of such distribution, and the amount of compensation and other expenses connected with such distribution.

Item 16. Organization Within Five Years

If the issuer was organized within the past five (5) years, provide the following information:

- (a) Names of promoters and organizers.
- (b) Nature and amount of any assets, services, or other consideration received or to be received by the issuer from persons listed in (a); and nature and amount of anything of value received or to be received by each promoter or organizer, directly or indirectly, from the issuer.

- (c) State the cost of any assets to a promoter or organizer which were acquired or are to be acquired by the issuer. Identify persons making any determination of value if assets were acquired for other than transferors cost.

Item 17. Pending Legal Proceedings

Give complete details about any material pending or threatened legal proceedings to which the issuer is a party or of which any of their property is subject.

Item 18. Type of Security

(a) Capital Stock Being Registered

If capital stock is registered, state the title and class and outline briefly the following: Dividend rights; voting rights; liquidation rights; preemptive rights; conversion rights; redemption provisions; liability to further assessment; transfer agent and registrar. State if any new class of securities is to be created by this offering, and describe any limitation or qualification of the rights of the securities being offered by the rights of any other class of securities.

(b) Debt Securities Being Registered

Describe any long term debt, and outline briefly such of the following provisions as are relevant:

- (1) Interest, maturity, conversion, redemption, amortization, sinking fund, retirement;
- (2) The kind and priority of any lien securing the issue, together with a brief identification of the principal properties subject to such lien;
- (3) Restricting the declaration of dividends or acquiring the maintenance of any ratio of assets, the creation or maintenance of reserves or the maintenance of properties;
- (4) Provisions permitting or restricting the issuance of additional securities, the withdrawal of cash deposited against such issuance, the incurring of additional debt, the release or substitution of assets securing the issue, the modification of the terms of the security, and similar provisions;
- (5) The name of the trustee and the nature of any material relationship with the issuer or any of its affiliates, the percentage of securities of the class necessary to require the trustee to take action, and what indemnification the trustee may require before proceeding to enforce the lien;
- (6) The general type of event which constitutes a default and whether or not any periodic evidence is required to be furnished as to the absence of default or as to compliance with the terms of indenture.

(c) Other Securities Being Registered

If securities other than capital stock or long-term debt are being registered, outline briefly the rights evidenced thereby. If subscription warrants or rights are being registered, state the title and amount of securities called for, and the period during which the price at which the warrants or rights are exercisable.

Item 19. Directors and Executive Officers

- (a) List the full names of all directors, executive officers of the issuer and all persons chosen to become officers, or directors. Indicate all positions held by such persons with the issuer, the term of such office and other occupations during the last five (5) years for each executive officer and each person chosen to become an executive officer. Indicate principal occupations of all directors who are not executive officers. Exclude religious, fraternal, charitable, and other social positions held by each executive officer or director. If issuer is a partnership, trust or unincorporated association, adjust accordingly.
- (b) State the nature of any family relationship between any director or executive officer and any other director or executive officer.
- (c) Give a brief account of the business experience during the past five (5) years of each director and each executive officer, including his principal occupations and employment during that period and the name and principal business of any corporation or other organization in which such occupations and employment were carried on. Where a person has been employed with the registrant for less than five (5) years, a brief explanation should be included as to the nature of the responsibilities undertaken

by the individual in prior positions to provide adequate disclosure of his prior business experience. It will be sufficient to give specific information only as to the number of people supervised, salary, size of operation supervised, and similar information. What is required is information relative to the level of his professional competence.

- (d) Describe any of the following events which occurred during the past 10 years and which are material to an evaluation of the ability and integrity of any director executive officer of the registrant:
- (1) A petition under the Bankruptcy Act or any state insolvency law was filed by or against, or a receiver, fiscal agent or any other officer was appointed by a court for the business or property of, such person, or any partnership in which he was a general partner at or within two (2) years before the time of such filing, or any corporation or business association of which he was an executive officer at or within two (2) years before the time of such filing;
 - (2) Such person was convicted in a criminal proceeding (excluding traffic violations and other minor offenses) or is the subject of a criminal proceeding which is presently pending; or
 - (3) Such person was the subject of any order, judgment or decree of any court of competent jurisdiction permanently or temporarily enjoining them from acting as an investment adviser, underwriter, broker or dealer in securities, or as an affiliated person, director or employee of any investment company, bank, savings and loan association or insurance company, or from engaging in or continuing any conduct or practice in connection with any such activity or in connection with the purchase or sale of any securities, or was the subject of any order of a Federal or state authority barring or suspending, for more than 60 days, the right of such person to be engaged in any such activity, which order has not been reversed or suspended.

Item 20. Remuneration of Directors and Officers

Furnish in tabular form all direct remuneration paid by the issuer on a consolidated basis to each director and each executive officer for the current fiscal year, naming each such person.

Describe any proposed change in salary or other compensation to be paid any director or officer of the issuer.

Disclose the existence of all employment contracts, if any, and the terms thereof.

If issuer is a partnership, trust or unincorporated association, adjust accordingly.

Item 21. Principal Holders of Equity Securities

Furnish the following information as of the date of the Prospectus in substantially the tabular form indicated:

- (a) As to the voting securities of the issuer owned of record or beneficially by each person who owns of record, or is known by the issuer to own beneficially, more than 5% of any class of such securities.
- (b) As to each class of equity securities of the issuer, beneficially owned directly and indirectly by all officers and directors, as a group, without naming them.

<u>Name and Address</u>	<u>Title of Class</u>	<u>Amount Owned</u>	<u>Percent of Class</u>
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Item 22. Options and Warrants to Purchase Securities

Furnish the following information on any options or warrants to purchase securities from the issuer which have been granted or are reserved for issuance as of the date of the Prospectus.

- (a) Describe the options or warrants, stating the material provisions.

- (b) List the officers, directors, and others listed in Item 18(a) holding options and/or warrants giving the date when issued and the fair value of the securities called for on the date the option was granted.

Item 23. Interest of Management and Others in Certain Transactions

Describe briefly any material transaction between the issuer and persons named below during the past three (3) years, and state any proposed transaction to which the issuer and any of these persons are to be parties:

- (a) Any director or officer of the issuer;
- (b) Any security holder named in answer to 18(a);
- (c) Any associate of any of the foregoing persons.

Item 24. Opinions of Counsel, Public Accountants and Other Experts

- (a) State the name and address of counsel who has given opinion on legality of this issue;
- (b) List any other experts, such as public accountants, actuaries, etc., whose certificates, statements or review have been relied on in preparation or presentations of material used in the offering circular or any other incumbent document; and
- (c) Set forth the statement of the public accountant in certification of the financial statements and notes.

Item 25. Annual and Interim Reports

Disclose whether or not annual and/or interim reports will be furnished to security holders and whether or not such reports will contain audited financial statements (See Rule 69W-300.002, F.A.C.)

Item 26. Financial Statements

The prospectus shall contain all financial statements of the issuer as called for by Rule 69W-300.002, F.A.C.

Item 27. Summary Financial Statistics

Summary financial statistics, including a concise statement of any material qualifications in the auditor's opinion, shall be presented in the following form immediately following the Statement of Profit and Loss in the prospectus (where necessary to indicate an adverse trend, corresponding information should be provided for the previous fiscal year or years):

FINANCIAL STATISTICS
(See Page _____ and Page _____)

	Year Ended	Quarter Ended	Quarter Ended
	December 31,	March 31,	March 31,
	_____	_____	_____
INCOME STATEMENT*:			
Net Sales	\$	\$	\$
Net Income before extraordinary Items	\$	\$	\$
Net Income	\$	\$	\$
BALANCE SHEET (at end of period):			
Working Capital	\$	\$	\$
Total Assets	\$	\$	\$
Total Assets less deferred research and development charges and excess of cost of assets acquired over book value	\$	\$	\$
Total Indebtedness	\$	\$	\$
Total Shareholder's Equity (Net Assets)	\$	\$	\$
PER SHARE**:			
Income per common share before extraordinary items	\$	\$	\$
Extraordinary Items	\$	\$	\$
Net Income per common share (at end of period)	\$	\$	\$
Net Income per share on a fully diluted basis	\$	\$	\$

*If the issuer has net losses, adjust accordingly. Also, if the issuer has no record of operations, furnish the required balance sheet information.

**Number of shares of common stock outstanding during each period was _____ (as adjusted to given effect to stock dividends or stock splits).

**STATE OF FLORIDA
OFFICE OF FINANCIAL REGULATION**

UNIFORM CONSENT TO SERVICE OF PROCESS

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned _____ (a corporation organized by the laws of the State of _____) (a partnership) (an individual) (other _____), for the purposes of complying with the laws of the State of Florida relating to either the registration or sale of securities, as required by Chapter 517, Florida Statutes, hereby irrevocably appoints the Office of Financial Regulation and its successors, its attorney in the State of Florida upon whom may be served any notice, process or pleading in any action or proceeding against it arising out of or in connection with the sale of securities or out of violation of the aforesaid laws of said State; and the undersigned does hereby consent that any such action or proceeding against it may be commenced in any court of competent jurisdiction and proper venue within said State by service of process upon said officer with the same effect as if the undersigned was organized or created under the laws of said State and has lawfully been served with process in said State.

It is requested that a copy of any notice, process or pleading served hereunder be mailed to:

(Name and Address)

Dated: _____

(Seal)

By: _____ By: _____

Title: _____ Title: _____

CORPORATE ACKNOWLEDGEMENT

STATE OF _____)
) ss.
COUNTY OF _____)

_____ FIRM NAME

On the _____ day of _____, _____, before me _____, the undersigned, personally appeared _____ and _____, known personally to me to be the _____ (Title) and _____ (Title), respectively, of the above named corporation, and that they, as such officers, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by themselves as such officers.

IN WITNESS WHEREOF I have hereunto set my hand and official seal.

(Notarial Seal)

_____ Notary Public

My Commission expires: _____

INDIVIDUAL OR PARTNERSHIP ACKNOWLEDGEMENT

STATE OF _____)
) ss.
COUNTY OF _____)

On this _____ day of _____, _____, before me, the undersigned, personally appeared _____ to me personally known to me to be the same person(s) whose name(s) is (are) signed to the foregoing instrument, and acknowledge the execution thereof for the uses and purposes therein set forth.

IN WITNESS WHEREOF I have hereunto set my hand and official seal.

(Notarial Seal)

_____ Notary Public

My Commission expires: _____

OFR-S-5-91, Uniform Consent to Service of Process, Effective _____, Incorporated by Reference in Rule 69W-301.002, F.A.C.

**STATE OF FLORIDA
OFFICE OF FINANCIAL REGULATION**

CORPORATE RESOLUTION OF

(Name of Corporation)

BE IT HEREBY RESOLVED, that the President or any Vice President and the Secretary or any Assistant Secretary of this corporation are authorized to execute on behalf of this corporation and file with the Office of Financial Regulation, State of Florida, in the form prescribed by the Financial Services Commission, the irrevocable consent of this corporation that in suits, proceedings and actions growing out of the violation of any provision of Chapter 517, Florida Statutes, service of any notice, process or pleading on the Office of Financial Regulation of the State of Florida shall be as valid and binding in all courts of the State of Florida as if due service had been made on this corporation.

BE IT FURTHER RESOLVED, that the Office of Financial Regulation of the State of Florida and its successors are hereby appointed the Statutory Agent of this corporation to accept and receive on behalf of this corporation any notice, process or pleading so served.

CERTIFICATE

The undersigned hereby certifies that he is the _____ of _____ a corporation organized and existing under the laws of the State of _____ that the foregoing is a true and correct copy of a resolution duly adopted at a meeting of the Board of Directors of said corporation held on the ____ day of _____, _____ at which meeting a quorum was at all times present and acting; that the passage of said resolution was in all respects legal and in compliance with the By-Laws of this corporation; and that said resolution is in full force and effect.

IN TESTIMONY WHEREOF, I have set my hand and seal of this corporation this ____ day of _____, _____.

(Corporate Seal)

Secretary

**STATE OF FLORIDA
OFFICE OF FINANCIAL REGULATION**

REPORT OF SALES OF SECURITIES AND USE OF PROCEEDS THEREFROM

For Period From _____ to _____.

1. Name of issuer:
2. Permit No.:
3. Name of Underwriter, if any:
4. (a) Date Offering commenced:
(b) If offering has not commenced, state reasons briefly:
5. (a) Date offering completed, if completed:
(b) If offering was terminated prior to completion, explain briefly:
6. (a) Total amount of securities registered. Give the title, number of shares, offering price and aggregate sales amount.
(b) Amount of securities sold from commencement of offering to date:
(c) Amount of securities still being offered:
7. Total amount received from public from commencement of offering to date: \$
8. We report herewith sales of _____ for the _____ period ended _____.

<u>Date Last Registered in Florida</u>	<u>Amount Last Registered in Florida</u>	-	<u>Amount Sold for = Period</u>	<u>Unsold Balance</u>
----------------------------------------	------------------------------------------	---	---------------------------------	-----------------------

If offering has been completed, show amount sold in Florida:

9. Furnish a reasonably itemized statement of the use made of the proceeds from the sale of the securities from the commencement of the offering to date.

Instructions:

1. State separately: (a) underwriting discounts and commissions; (b) expenses paid to or for the underwriters; (c) other expenses of the offering paid to date by or for the account of the issuer; and (d) each other purpose for which a substantial amount of the proceeds has been used.
2. As to each category of expenditures, state separately: (a) payments to directors, officers and affiliates; and (b) payments to other persons.
3. If any of the proceeds were used for any purpose not indicated in the prospectus, so state and give the reason for deviating from the use of proceeds as set forth in the prospectus. If all of the proceeds were used for the purpose indicated in the prospectus, so state.

(Issuer)

Date: _____ By: _____
Signature and Title

Instructions as to signature. The report shall be signed on behalf of the issuer by an officer of the issuer or by some other duly authorized person.

STATE OF FLORIDA
OFFICE OF FINANCIAL REGULATION

ISSUER/DEALER COMPLIANCE FORM

The undersigned applicant as an issuer required to be registered pursuant to Section 517.12(1) or (2), F.S., selling its own securities exclusively through its principals or agents, will comply with the following requirements set forth in Commission Rules:

1. The registered associated persons of said Issuer/Dealer shall primarily perform, or be intended to perform, at the end of the distribution, substantial duties for, or on behalf of, the issuer other than in connection with transactions in securities.

2. SPECIFY WHICH OF THE FOLLOWING IS YOUR INTENT:

a. Issuer/Dealer shall register no more than five (5) associated persons, which person will be exempted from the examination requirements. **NOTE: REGISTRATION OF MORE THAN FIVE (5) ASSOCIATED PERSONS AT ANY ONE TIME WILL VOID THIS EXEMPTION.**

b. Issuer/Dealer may register more than five (5) associated persons, all such persons will fulfill the examination requirements.

EXECUTION: The undersigned, being first duly sworn, deposes and says that this form is executed on behalf of, and with the authority of said applicant.

Dated the _____ day of _____, 19

(Name of Applicant)

(Type Name of Undersigned)

(Signature of Officer, Partner, Sole Proprietor)

Subscribed and sworn to before me this _____ day of _____, _____

STATE)
)ss
COUNTY)

NOTARY PUBLIC _____

My Commission expires: _____

(NOTORIAL SEAL)

FILE NO. _____
VAL. NO. _____
AMT. _____ DATE _____
FOR OFFICE USE ONLY

**STATE OF FLORIDA
OFFICE OF FINANCIAL REGULATION**

NOTIFICATION REGISTRATION

SECTION 517.082, FLORIDA STATUTES

(Notification may be made by the issuer, by a registered dealer, by any person on whose behalf the offering is to be made, or by a duly authorized agent of such person.)

NOTE: The general information required on this form must be supplied by every notifier. A fee of \$1,000 shall accompany every application for registration. Checks should be payable to: Department of Financial Services.

NOTICE: THIS FORM IS TO BE USED ONLY WHERE A REGISTRATION STATEMENT COVERING THE SECURITIES AND OFFERING DESCRIBED HEREIN HAS BEEN FILED WITH THE SECURITIES AND EXCHANGE COMMISSION AND THERE IS NO PROHIBITION FROM REGISTRATION UNDER SECTION 517.082(3), FLORIDA STATUTES.

PART I. GENERAL INFORMATION

Item 1. Name and address of the issuer and principal office.

Federal Employer Identification (FEID) Number:

Item 2. Name, address and telephone number of correspondent to whom notice and communications regarding this notification may be sent.

Item 3. Name and address of notifier.

Item 4. Issuer organized under the laws of _____ Date: _____

Item 5. Notification Registration under Section 517.082, Florida Statutes, is made for the securities to be effectively registered under

SEC Reg. No. _____

PART II. NOTIFIER SHALL FURNISH THE FOLLOWING EXHIBITS: EXHIBITS MAY NOT BE INCORPORATED BY REFERENCE

- Exhibit 1. One copy of Initial Registration Statement filed with the Securities and Exchange Commission unless effective with the SEC upon filing with the Office.
- Exhibit 2. Issuer's Consent to Service of Process and Corporate Resolution to be executed upon Office forms or appropriate Securities and Exchange Commission forms.
- Exhibit 3. One copy of the Final Pricing Amendment/Prospectus.

**For renewal purposes: an issuer need not submit Exhibit 1. A copy of the current prospectus may be submitted for Exhibit 3.

PART III. THROUGH EXECUTION OF THIS APPLICATION, NOTIFIER HEREBY AGREES THAT THE ISSUER OR THE ISSUER'S REPRESENTATIVE WILL:

1. Furnish any other information requested by the Office.
2. Notify the Office by telegraphic notice of effective registration with the SEC within 10 business days of such registration unless effective with the SEC upon filing with the Office.
3. Furnish all documents within 60 days of such registration.
4. Make all sales in Florida through the issuer lawfully registered with the Office as a Dealer or through any other dealer lawfully registered with the Office.

Signed this _____ day of _____, _____.

By signing my name below, I declare that I have read the foregoing application and that the facts stated in it are true.

NAME OF NOTIFIER

By: _____
SIGNATURE, AND OFFICIAL CAPACITY
OR PERSON SIGNING FOR NOTIFIER

NOTE: THE REGISTRATION PURSUANT TO SECTION 517.082, FLORIDA STATUTES, IS SUBJECT TO RECEIPT OF ALL DOCUMENTS AS REQUIRED.

ALL OFFERS AND SALES IN FLORIDA MUST BE MADE BY THE ISSUER AS A REGISTERED FLORIDA DEALER OR OTHER REGISTERED FLORIDA DEALERS.

FILE NUMBER _____

VAL. NUMBER _____

AMT. _____ DATE _____

FOR OFFICE USE ONLY

**STATE OF FLORIDA
OFFICE OF FINANCIAL REGULATION**

**SCOR (Small Corporate Offering Registration)
APPLICATION TO REGISTER SECURITIES**

NOTE: The general information required under Part I of this application form must be supplied, when applicable, by every applicant and concerning every issue sought to be registered. A fee of \$1,000 shall accompany every application for registration. Checks should be payable to: Department of Financial Services.

PART I. GENERAL INFORMATION

Item 1. Name and address of Issuer and principal office:

Federal Employer Identification (FEID) Number:

Item 2. Name, address and telephone number of correspondent to whom notices and communications regarding this application may be sent:

Item 3. Name and address of applicant, If different from Item 1.

Item 4. Registration is sought in this State for the following described securities in the amounts indicated:

DESCRIPTION OF SECURITIES

Title of class of securities to be registered: _____

Offering Price
or proposed
Offering Price _____

TOTAL OFFERING
No. of Shares or Units: _____

Total \$ Amount: _____

Item 5. Officials of Issuer:

Give the names, titles, and residence addresses of officers, directors, trustees, and executive manager or other officials, of the issuer as of the date of filing this application.

<u>Name</u>	<u>Position/Title</u>	<u>Residence Address</u>	<u>Phone Number</u>
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Item 6. Issuer organized under the laws of _____ Date _____

Item 7. (a) List the states in which it is proposed to offer the securities for sale to the public.

(b) List the states, if any, in which the securities are eligible for sale to the public.

(c) List the states, if any, which have refused, by order or otherwise, to authorize sale of the securities to the public, or have revoked or suspended the right to sell the securities, or in which an application has been withdrawn.

PART II **APPLICANT SHALL FURNISH THE FOLLOWING EXHIBITS, WHERE APPLICABLE:**

Exhibit 1. Completed SCOR Form U-7 (3 Copies)

Exhibit 2. Copy of Articles of Incorporation including amendments thereof, certified by a corporate officer.

Exhibit 3. By-Laws of Issuer certified by a corporate officer, as amended to date.

Exhibit 4. Copies of contracts, indenture or other instruments affecting any securities to be offered or of a material nature to the Issuer.

Exhibit 5. Specimen Copy or Copies of the Security or Securities to be offered.

Exhibit 6. Financial Statements:

(a) All issuers submitting application pursuant to Section 517.081 must submit financial statements that comply with Section 517.081(3), Florida Statutes, and Rule 69W-300.002(6), Florida Administrative Code.

Exhibit 7. Copies of all underwriting agreements and other agreements between dealers and distributors, if any.

Exhibit 8. Issuer's Consent to Service of Process and Corporate Resolution, where applicable, to be executed upon the Office forms provided therefor or Form U-2 and U-2a.

Exhibit 9. Opinions of Issuer's Counsel.

- Exhibit 10. Copy of any advertising or promotional material to be used in connection with the distribution of the securities.
- Exhibit 11. Consents and consents of experts.
- Exhibit 12. If an earnings computation or similar requirement is required to be met in this State, attach a separate sheet as an exhibit showing compliance.

PART III APPLICANT HEREBY APPLIES FOR REGISTRATION OF THE ABOVE NAMED SECURITIES UNDER CHAPTER 517, FLORIDA STATUTES, AND IN CONSIDERATION THEREOF AGREES THAT IT WILL:

- (a) Advise the Office of any change in any of the information contained herein or in any supporting documents submitted with or as a part of this application.
- (b) Advise the Office of any material adverse change in the financial condition or business operations of the issuer during the period of distribution of the securities sought to be registered herein.
- (c) File sales reports as required by Commission rules.
- (d) Amend the prospectus or offering circular pursuant to Commission rules.
- (e) Submit every advertisement used in connection with the sale of securities for authorization pursuant to Commission rules.
- (f) File with the Office:
 - (i) All amendments. Amended information or material within exhibits shall be designated by underlining; and
 - (ii) The final prospectus, offering circular, or other appropriate registration statement or form, and any subsequent amendments or supplements thereto.
- (g) Notify the Office within two (2) business days (i) upon the receipt of any stop order, denial, order to show cause, suspension or revocation order, injunction or restraining order, or similar order entered or issued by any other state or other regulatory authority or by any court, concerning the securities covered by this application or other securities of the issuer currently being offered to the public, and (ii) upon any request by the issuer or applicant to any other state or regulatory authority for permission to withdraw any application to register the securities covered by this application.
- (h) Furnish promptly all additional information and documents requested by the Office which are necessary to ascertain whether the securities shall be registered under Chapter 517, Florida Statutes.
- (i) Provide to the Office financial statements for five (5) years following the effective date of registration, prepared in accordance with 517.081(3)(g)2, Florida Statutes.
- (j) Agree not to split its common stock or declare a stock dividend for two (2) years after effectiveness of the registration; provided, however, that in connection with a subsequent registered public offering, the company may upon application and consent of the Office, take such action.
- (k) Agree to deliver a copy of the " Florida Guide to Small Business Investments", to every offeree of the securities of the SCOR offering.

**STATE OF FLORIDA
OFFICE OF FINANCIAL REGULATION**

FLORIDA GUIDE TO SMALL BUSINESS INVESTMENTS

State laws have been relaxed to make it easier for small business to raise start-up and growth financing from the public. Many investors view this as an opportunity to "get in on the ground floor of emerging businesses and to "hit it big" as these small businesses grow into large ones. Statistically, most small businesses fail within a few years. Small business investments are among the most risky that investors can make. This guide suggests items to consider for determining whether you should make a small business investment.

Risks and Investment Strategy

A basic principle of investing in a small business is: **NEVER MAKE A SMALL BUSINESS INVESTMENT THAT YOU CANNOT AFFORD TO LOSE ENTIRELY.** Never use funds that may be needed for other purposes, such as college education, retirement, loan payment or medical expenses. Instead, use funds that would otherwise be used for a consumer purchase, such as a vacation or a down payment on a boat or RV.

Above all, never let a commissioned securities salesperson or an officer or director of a company convince you that the investment is not risky. Any such assurance is almost always inaccurate. Small business investments are generally highly illiquid even though the securities may technically be freely transferable. Thus, you will usually be unable to sell your securities if the company takes a turn for the worse.

Also, just because Florida has registered the offering does not mean the particular investment will be successful. The State does not evaluate or endorse the investment. (If anyone suggests otherwise to you, it is unlawful.)

If you plan to invest a large amount of money in a small business, you should consider investing smaller amounts in several small businesses. A few highly successful investments can offset the unsuccessful ones. Even when using this strategy, **DO NOT INVEST FUNDS YOU CANNOT AFFORD TO LOSE ENTIRELY.**

Analyzing the Investment

Although there is no magic formula for making successful investment decisions, certain factors are often considered particularly important by professional venture investors. Some questions to consider are:

1. How long has the company been in business? If it is a start up or has a brief operating history, am I being asked to pay more than the shares are worth?
2. Consider whether management is dealing unfairly with investors by taking salaries or other benefits that are too large in view of the company's stage of development or by retaining an inordinate amount of equity in the company compared with the amount investors receive. For example, is the public putting up 80% of the money but only receiving 10% of the company shares?
3. How much experience does management have in the industry and in a small business? How successful were the managers in previous businesses?

4. Do I know enough about the industry to be able to evaluate the company and make a wise investment?

5. Does the company have a realistic marketing plan and do they have the resources to market the product or service successfully?

There are many other questions to be answered, but you should be able to answer these to your satisfaction before you consider investing.

Making money on your Investment

The two classic methods for making money on an investment in a small business are resale in public securities markets following a public offering and receiving cash or marketable securities in a merger or other acquisition of the company.

If the company is the type that is not likely to go public or be sold out within a reasonable time (i.e., a family owned or closely held corporation), it may not be a good investment for you irrespective of its prospects for success because of the lack of opportunity to cash in on the investment. Management of a successful private company may receive a good return indefinitely through salaries and bonuses but it is unlikely that there will be profits sufficient to pay dividends commensurate with the risk of the investment.

Other Suggestions

The Disclosure Document usually used in public venture offerings is the "Form U-7", which has a question and answer format. The questions are designed to bring out particular factors that may be crucial to the proper assessment of the offering. Read each question and answer carefully. If an answer does not adequately address the issues raised by the question, reflect on the importance of the issue in the context of the particular company. Even the best venture offerings are highly risky. If you have a nagging sense of doubt, there is probably a good reason for it. Good investments are based on sound business criteria and not emotions. If you are not entirely comfortable, the best approach is usually not to invest. There will be many other opportunities. Do not let a securities salesperson pressure you into making a premature decision. It is generally a good idea to see management of a company face-to-face to size them up. Focus on experience and track record rather than a smooth sales presentation. If at all possible, take a sophisticated business person with you to help in your analysis.

Beware of information that is different from that in the Disclosure Document or not contained in the Disclosure Document. If it is significant, it must be in the Disclosure Document or the offering will be illegal.

Conclusion

Greater numbers of public investors are "getting in on the ground floor" by investing in small businesses. When successful, these enterprises enhance the economy and provide jobs. They can also provide new investment opportunities, but that must be balanced against the inherently risky nature of small business investments. In considering a small business investment, you should proceed with caution, and above all, never invest more than you can lose.

(a) The maximum length of time for shares escrowed shall be five (5) years from the date on completion of the offering at which time the Escrow Agreement shall automatically be terminated and the shares released.

b. In the event of a dissolution, liquidation, merger, consolidation, reorganization, sale or exchange of the Issuer's assets or securities (including by way of tender offer), or any other transaction or proceeding with a person who is not a Promoter, which results in the distribution of the Issuer's assets or securities ("Distribution"), while this Agreement remains in effect, the Depositors agree that:

(1) All holders of the Issuer's Equity Securities will initially share on a pro rata, per share basis in the Distribution, in proportion to the amount of cash or other consideration that they paid per share for their Equity Securities, until the shareholders who purchased the Issuer's Equity Securities pursuant to the public offering ("Public Shareholders") have received, or have had irrevocably set aside for them, an amount that is equal to one hundred percent (100%) of the public offering's price per share times the number of shares of Equity Securities that they purchased pursuant to the public offering and which they still hold at the time of the Distribution, adjusted for stock splits, stock dividends, recapitalizations and the like; and

(2) All holders of the Issuer's Equity Securities shall there after participate on an equal, per share basis times the number of shares of Equity Securities they hold at the time of the Distribution, adjusted for stock splits, stock dividends, recapitalizations and the like.

c. The Distribution may proceed on lesser terms and conditions that the terms and conditions stated in paragraph 4.b., above, if a majority of the Equity Securities that are not held by Depositors, officers, directors or Promoters of the Issuer, or their associates or affiliates vote, or consent by consent procedure, to approve the lesser terms and conditions.

d. In the event of a dissolution, liquidation, merger, consolidation, reorganization, sale or exchange of the Issuer's assets or securities (including by way of a tender offer), or any other transaction or proceeding with a person who is a Promoter, which results in a Distribution while this Agreement remains in effect, the Depositor's Promotional Shares shall remain in escrow subject to the terms of this Agreement.

e. In the event securities in the escrow become "Covered Securities," as defined by the National Securities Markets Improvement Act of 1996, all securities held in escrow shall be released.

5. DOCUMENTATION REGARDING THE RELEASE OF PROMOTIONAL SHARES.

a. A written request for release of the Promotional Shares ("request for release"), based upon paragraph 4., above, shall be forwarded to the Escrow Agent.

(1) A request for release based upon paragraph 4., above, shall be accompanied by a certification from the underwriter (if applicable) and the Issuer's Chief Executive Officer or Chief Financial Officer which states that the public offering has terminated and that the conditions of paragraph 4., above, have been met.

6. RESTRICTION ON THE TRANSFER, SALE OR DISPOSAL OF PROMOTIONAL SHARES. While this Agreement is in effect, no Promotional Shares, any interest therein or any right to title thereto, may be sold, transferred, hypothecated or otherwise disposed of ("transfer" or "transferred"), except as noted below, and the Escrow Agent shall not recognize any transfer that violates the terms of this Agreement. The Promotional Shares may not be transferred until the Escrow Agent has received a written statement, signed by the proposed transferee ("transferee"), which states that the transferee has full knowledge of the terms of this Agreement, and the transferee realizes that the Promotional Shares shall remain subject to the terms of the Agreement until they are released pursuant to paragraph 4., above.

a. Promotional Shares may be transferred by will, the laws of descent and distribution, the operation of law, or by order of any court of competent jurisdiction and proper venue.

- b. Promotional Shares of a deceased Depositor may be hypothecated to pay the expenses of the deceased Depositor's estate. The hypothecated Promotional Shares shall remain subject to the terms of this Agreement. Promotional Shares in accordance with the Depositors' written instructions.
7. VOTING POWER. With the exception of paragraphs 4.b. and c., above, the Promotional Shares shall have the same voting rights as similar, non-escrowed Equity Securities. If the Promotional Shares are registered in the Escrow Agent's name, the Escrow Agent shall vote those Promotional Shares in accordance with the Depositors' written instructions.
8. DIVIDENDS, STOCK SPLITS AND RECAPITALIZATIONS. All certificates representing stock dividends and shares resulting from stock splits of escrowed shares, recapitalizations and the like, that are granted to or received by Depositors while their Promotional Shares are held in escrow shall be deposited with and held by the Escrow Agent subject to the Terms of this Agreement. Any cash dividends that are granted to or received by the Depositors while their Promotional Shares are held in escrow, shall be promptly deposited with and held by the Escrow Agent subject to the terms of this Agreement unless such cash dividends are approved by a majority of the independent directors of the Issuer. The Escrow Agent shall invest cash dividends as directed by the Depositors.
9. ADDITIONAL SHARES. With respect to Equity Securities received by the Depositors as the result of the conversion of the Depositor's convertible securities and/or the exercise of Depositors' options, warrants or rights, while their Promotional Shares are held in escrow, shall be promptly deposited with the Escrow Agent as Promotional Shares subject to the terms of this Agreement. These Promotional Shares shall be distributed to the Depositors when their Promotional Shares are released from escrow pursuant to paragraph 4., above.
10. RELIANCE BY ESCROW AGENT. The Escrow Agent shall be protected if it acts in good faith upon any statement, certificate, notice, request, consent, order or other document which it believes to be genuine, conforms with the provisions of the Agreement and is signed by the proper party. The Escrow Agent's sole responsibility shall be to act in accordance with the terms expressly set forth in this Agreement. The Escrow Agent shall be under no obligation to institute or defend any action, suit or proceeding in connection with this Agreement unless it receives reasonable indemnification and advancement fees and costs. The Escrow Agent shall not be liable for any action taken or omitted, in good faith, upon the advice of counsel. In performing its duties hereunder, the Escrow Agent shall not be liable to anyone for any damage, loss, expense or liability other than for that which arises from the Escrow Agent's failure to abide by the terms of this Agreement.
11. ESCROW AGENT'S COMPENSATION. The Escrow Agent shall be entitled to receive reasonable compensation from the Issuer for its services as set forth in Exhibit B, which is attached hereto and made part hereof. If the Escrow Agent is required to render additional services that are not expressly set forth therein, or if it is made a party to or intervenes in any action, suit or proceedings pertaining to this Agreement ("Additional Services"), it shall be entitled to receive reasonable compensation from the Issuer and the Depositors. If Additional Services are provided, the Escrow Agent, after giving written notice to the Depositors and the Issuer, may deduct reasonable compensation from the cash dividends, interest and proceeds being held for distribution pursuant to paragraphs 4.b., c. and d., or 8., above.
12. ESCROW AGENT'S INDEMNIFICATION. The Issuer and the Depositors agree to hold the Escrow Agent harmless from, and indemnify the Escrow Agent for, any cost or liability regarding any administrative proceeding, investigation, litigation, interpretation, implementation or interpleading relating to this Agreement, including the release of Promotional Shares, the Distribution, and the disbursement of dividends, interest or proceeds, unless the cost or liability arises from the Escrow Agent's failure to abide by the terms of this Agreement.
13. INDEPENDENCE OF THE ESCROW AGENT. The Issuer hereby represents that all of its officers, directors and Promoters are listed on Exhibit C, which is attached hereto and made a part hereof. The Escrow Agent hereby represents that it is not affiliated with the Issuer, the Depositors, or the Issuer's officers, directors or Promoters who are named in Exhibit A or Exhibit C.
14. SCOPE. This Agreement shall inure to the benefit of and be binding upon the Depositors, their heirs and assignees, and upon the Issuer, Escrow Agent and their successors.

15. **SUBSTITUTE ESCROW AGENT.** The Escrow Agent may, upon not less than sixty (60) days prior written notice to the Issuer, Depositors, and the Office, resign as the Escrow Agent. The Issuer and the Depositors shall, before the effective date of the Escrow Agent's resignation, enter into a new identical Escrow Agreement with a substitute Escrow Agent. The successor Escrow Agent must be satisfactory to the Office. If the Issuer and the Depositors fail to enter into a new Escrow Agreement and appoint a successor Escrow Agent within sixty (60) days after the Escrow Agent has given notice of its resignation, the Escrow Agent serving under this Agreement shall retain the Promotional Shares in escrow until a new, identical Escrow Agreement has been executed and a successor Escrow Agent has been appointed. The Escrow Agent shall not be liable for retaining the Promotional Shares in escrow for a reasonable time to determine the proper disposition of those shares.
16. **TERMINATION.** Except for the compensation and indemnification provisions of paragraphs 11. And 12., above, which shall survive until they are satisfied, this Agreement shall terminate in its entirety when all of the Promotional Shares have been released, or the Issuer's Equity Securities and/or assets have been distributed pursuant to paragraph 4., above.
17. Pursuant to the requirements of this Agreement, the Signatories have entered into this Agreement, which may be written in multiple counterparts and each of which shall be considered an original. The Signatories have signed the Agreement in the capacities, and on the dates, indicated.

IN WITNESS WHEREOF, the Signatories have executed this Agreement.

(Print or type the Depositors' name)

(Signature)

(Date)

(Print or type the Depositor's name)

(Signature)

(Date)

(Print or type the Depositor's name)

(Signature)

(Date)

ISSUER

By _____
President

(Date)

By _____
Secretary

(Date)

ESCROW AGENT

(Name)

By _____

(Date)

Title: _____

EXHIBIT A

EXHIBIT B

EXHIBIT C

**NOTICE TO ISSUERS OR AFFILIATES DOING
BUSINESS WITH CUBA**

On April 10, 1992, Chapter 92-198, Laws of Florida, an act relating to disclosure of issuers doing business with Cuba became law.

Any prospectus used in connection with the sale of securities as of the above date shall disclose the following:

- (a) The name of such person, affiliate, or government with which the issuer or affiliate does business and the nature of that business;
- (b) A statement that the information is accurate as of the date the securities were effective with the Securities and Exchange Commission or with the department, whichever date is later, and
- (c) A statement that current information may be obtained from:

Department of Financial Services
200 E. Gaines Street
Tallahassee, FL 32399-0375
(850) 410-9805

THIS DOES NOT APPLY TO ISSUERS OR AFFILIATES NOT DOING BUSINESS WITH ANY PERSON OR AFFILIATE LOCATED IN CUBA OR WITH THE GOVERNMENT OF CUBA.

The issuer must provide notice of commencement of business with Cuba or change in business with Cuba subsequent to the effective date of registration with the department on the attached form.

Rule Chapter 69W-600

THE FULL TEXT OF THE PROPOSED RULE IS:

69W-600.001 Application for Registration as a Dealer, Issuer/Dealer, or Investment Adviser.

(1)(a) Applications for initial and renewal registration of dealers, issuer/dealers, and investment advisers shall be filed ~~as on the forms~~ prescribed by the Financial Services Commission in Rule subsection 69W-301.002(7), F.A.C., and shall include all information required by such forms, any other information the Financial Services Commission or Office of Financial Regulation may require, and payment of the statutory fees required by Sections 517.12(10) and 517.131, F.S. ~~Except as otherwise provided in Rule 69W-600.0091 or 69W-600.0093, F.A.C., the Office of Financial Regulation shall deem an application to be received at such time as it and the appropriate fee have been date stamped by the cashier's office of the Department of Financial Services. For dealers that are members of the National Association of Securities Dealers (NASD), such application shall be filed with the Office of Financial Regulation through the Central Registration Depository (CRD) of the NASD in accordance with Rule 69W-600.0091, F.A.C. For investment advisers, such application shall be filed with the Office of Financial Regulation through the Investment Adviser Registration Depository (IARD) of the NASD in accordance with Rule 69W-600.0093, F.A.C.~~

(b) A complete application must include the following exhibits or forms that are appropriate for the type of registration requested:

1. For registration as a dealer or issuer/dealer, a Uniform Application for Broker-Dealer Registration, Form BD, which is incorporated by reference in subsection 69W-301.002(7), F.A.C. ~~For dealers that are members of the NASD, such application shall be filed with the Office of Financial Regulation through the CRD in accordance with Rule 69W-600.0091, F.A.C.~~ For registration as an investment adviser, a Uniform Application for Investment Adviser Registration, Form ADV, which is incorporated by reference in subsection 69W-301.002(7), F.A.C. ~~shall be filed with the Office of Financial Regulation. Such application shall be filed with the Office of Financial Regulation through the Investment Adviser Registration Depository (IARD) of the NASD in accordance with Rule 69W-600.0093, F.A.C.;~~

2. No change.

3. A Uniform Application for Securities Industry Registration or Transfer, Form U-4, which is incorporated by reference in subsection 69W-301.002(7), F.A.C., to register at least one principal as set forth in Rule 69W-600.002, F.A.C. ~~For any dealer that is a member of the NASD, or any investment adviser, the application for registration of any principal shall be filed through the CRD as set forth in Rule 69W-600.002, F.A.C.~~ In conjunction with filing its Form BD or Form ADV with the Office of Financial Regulation, the dealer, issuer/dealer, or

investment adviser shall provide the Office of Financial Regulation written notification of the principal's name, CRD number, and social security number;

4. No change.

5. Proof of effective registration for dealers with the Securities and Exchange Commission (SEC). Where required by Section 517.12(16), F.S., applicants for registration as a dealer shall also provide the Office of Financial Regulation with proof of insurance coverage by the Securities Investor Protection Corporation. Evidence of current membership as a dealer with the ~~FINRA NASD~~ shall satisfy this requirement;

6. No change.

7. Applicants for registration as an issuer/dealer must file Issuer/Dealer Compliance Form (OFR-DA-5-91), which is incorporated by reference in subsection 69W-301.002(7), F.A.C., (~~Revised 1-91~~) to meet requirements under paragraphs 69W-600.004(1)(b), 69W-600.005(2)(d) and Rule 69W-400.002, F.A.C.;

8. through 9 No change.

(2) If the information contained in any application for registration as a dealer or investment adviser or in any amendment thereto, becomes inaccurate for any reason, the dealer or investment adviser shall file an amendment on the Form BD or the Form ADV, respectively, correcting such information within 30 days. For applicants and registrants that are members of the ~~FINRA NASD~~, each such amendment, including those required by Rule 69W-600.007, F.A.C., shall be filed with the Office of Financial Regulation through the CRD system. For investment adviser applicants and registrants who file via the IARD, each such amendment, including those required by Rule 69W-600.007, F.A.C., may be filed with the Office of Financial Regulation through the IARD system in accordance with Rule 69W-600.0093, F.A.C. All other applicants and registrants shall file such amendments, including those required by Rule 69W-600.007, F.A.C., directly with the Office of Financial Regulation electronically through the Regulatory Enforcement and Licensing System.

(3) No change.

Rulemaking Specific Authority 517.03(1), 517.12(6) FS. Law Implemented 517.12(6), (7), 517.1205 FS. History—New 12-5-79, Amended 9-20-82, Formerly 3E-600.01, Amended 7-29-90, 8-1-91, 6-16-92, 1-11-93, 11-14-93, 4-30-96, 6-22-98, 5-10-00, 9-19-00, 7-31-02, Formerly 3E-600.001, Amended 3-16-06, 5-15-07, _____.

69W-600.0015 Canadian Dealer Notification.

All Canadian dealers making initial and renewal notice filing, or terminating a notice filing in this state shall file OFR Form CAN, Canadian Dealer Notification, which is incorporated by reference in subsection 69W-301.002(7), F.A.C., and shall include all information required by

such form, any other information the Office of Financial Regulation may require, and the fee required by Section 517.12(17)(b), F.S., with the Office of Financial Regulation. Such forms and fees shall be filed electronically in accordance with Rule 69W-301.002, F.A.C. Any notice filing made by a Canadian dealer with the Office of Financial Regulation shall be deemed received by the Office of Financial Regulation at such time as OFR Form CAN and the fee have been date stamped by the cashier's office of the Department of Financial Services. When requested by the Office of Financial Regulation, OFR Form CAN and all responses to any other requests for additional information shall be filed directly with the Office of Financial Regulation. OFR Form CAN, Canadian Dealer Notification, is incorporated by reference in subsection 69W-301.002(7), F.A.C.
Rulemaking Specific Authority 517.03 FS. Law Implemented 517.12 FS. History—New 5-15-07, Amended _____.

69W-600.002 Application for Registration as Associated Person.

(1)(a) Applications for initial, reaffiliation, and renewal registrations of a principal or associated person shall be filed on Form U-4, Uniform Application for Securities Industry Registration or Transfer, which is incorporated by reference in subsection 69W-301.002(7), F.A.C., and shall include all information required by such form, any other information the Office of Financial Regulation may require, and payment of the statutory fees required by Section 517.12(10), F.S. Such forms and fees shall be filed electronically in accordance with Rule 69W-301.002, F.A.C. Except as otherwise provided in Rule 69W-600.0091, 69W-600.0092, or 69W-600.0093, F.A.C., the Office of Financial Regulation shall deem an application to be received at such time as it and the appropriate fee have been date stamped by the cashier's office of the Department of Financial Services. For dealers that are members of the National Association of Securities Dealers ("NASD"), such application shall be filed with the Office of Financial Regulation through the Central Registration Depository ("CRD") of the NASD in accordance with Rule 69W-600.0091, F.A.C. For federal covered advisers, such application shall be filed with the Office of Financial Regulation through the Central Registration Depository ("CRD") of the NASD in accordance with Rule 69W-600.0092, F.A.C. For investment adviser applicants and registrants who file via the IARD, such application shall be filed with the Office of Financial Regulation through the CRD of the NASD in accordance with Rule 69W-600.0093, F.A.C.

(b) A complete initial application must include the following exhibits or forms that are appropriate for the type of registration requested:

1. Form U-4. As used on the Form U-4, the term "Office of Employment Address" shall mean the location where the person seeking registration will regularly conduct business on behalf of the dealer or investment adviser. ~~For dealers that are members of the NASD, such~~

~~application shall be filed with the Office of Financial Regulation through the CRD of the NASD.~~ Form U-4, Uniform Application for Securities Industry Registration or Transfer, is incorporated by reference in subsection 69W-301.002(7), F.A.C.

2. through 3. No change.

4. Evidence of examinations/qualifications set forth in Rule subsection 69W-600.005(2), F.A.C.

5. A complete Florida Fingerprint Card (FL921250Z) when required under Section 517.12(7), F.S., and Rule 69W-600.006, F.A.C., provided by the Office of Financial Regulation and taken by an authorized law enforcement agency and accompanied by a non-refundable \$43.25 processing fee. Form FL921250Z, Florida Fingerprint Card, is incorporated by reference in subsection 69W-301.002(7), F.A.C.

(c) If the information contained in any Form U-4 becomes inaccurate for any reason before or after the associated person becomes registered, the associated person through the dealer or investment adviser, as applicable, shall be responsible for correcting the inaccurate information within thirty (30) days. If the information being updated relates to the applicant's or registrant's disciplinary history, in addition to updating the Form U-4, the associated person through the dealer or investment adviser shall also provide the Office of Financial Regulation with notice and copies of each civil, criminal or administrative action initiated against the associated person as provided in Rule 69W-600.010, F.A.C. For associated persons who have filed by using the CRD of the FINRA NASD, such amendments shall be made through the CRD system of the NASD. All other applicants and registrants shall file such amendments electronically with the Office of Financial Regulation through the Regulatory Enforcement and Licensing System. Form U-4, Uniform Application for Securities Industry Registration or Transfer, is incorporated by reference in subsection 69W-301.002(7), F.A.C.

(2) No change.

Rulemaking Specific Authority 215.405, 517.03(1), 517.12(6) FS. Law Implemented 517.12(6), (7), (10), 517.1205, 943.053 FS. History—New 9-20-82, Formerly 3E-301.02, Amended 10-15-86, 10-4-88, 6-24-90, 7-29-90, 10-14-90, 8-1-91, 6-16-92, 6-28-93, 11-14-93, 3-13-94, 4-30-96, 12-29-96, 6-22-98, 5-10-00, 9-19-00, 7-31-02, 12-11-03, Formerly 3E-600.002, Amended 3-16-06, 5-15-07, 12-24-07, 12-25-08,_____.

69W-600.004 Registration of Issuer/Dealers, Principals and Branch Offices.

(1) through (2) No change.

(3)(a) Every branch office of a registered Florida dealer or investment adviser shall be registered with the Office of Financial Regulation prior to engaging in business therefrom. Such registration shall consist of an application filed with the Office of Financial Regulation on the

forms prescribed by the Office of Financial Regulation and payment of the statutory fees required by Section 517.12(10), F.S. Such forms and fees shall be filed electronically in accordance with Rule 69W-301.002, F.A.C. ~~The Office of Financial Regulation shall deem an application to be received at such time as it and the appropriate fee have been date stamped by the cashier's office of the Department of Financial Services.~~ Such office may or may not be designated as an Office of Supervisory Jurisdiction (OSJ) at the discretion of the registrant. A manager for each branch office shall be designated and registered with the Office of Financial Regulation as a principal. For such offices not designated as an OSJ, the branch office manager need not be located at the office(s) for which he is delegated supervisory responsibility; however, in such cases, the registrant must specify in writing to the Office of Financial Regulation, the names of the associated persons designated as resident agent in charge as well as the branch office manager. ~~For any dealer that is a member of the NASD, or any investment adviser, the application for registration of any branch office shall be filed with the Office of Financial Regulation through the CRD.~~

(b) No change.

(c) If the information contained in any branch office registration form becomes inaccurate or incomplete for any reason before or after the branch office becomes registered, including changing the location of the branch office or the supervisory personnel thereof, the dealer or investment adviser shall amend the information by filing a complete and originally executed Form BR, with the Office of Financial Regulation within thirty (30) days of the change and denoting thereon that the information reported is an amendment to a previous filing. For any dealer that is a member of the FINRA ~~NASD~~, or any investment adviser, the Form BR shall be filed with the Office of Financial Regulation through the CRD, as set forth in Rules 69W-301.002, 69W-600.0091 and 69W-600.0093, F.A.C ~~this rule.~~ Issuer/Dealers and Dealers that are not members of FINRA ~~A non-NASD member registrant~~ may amend the branch office registration information by submitting a Form BR directly with the Office of Financial Regulation electronically through the Regulatory Enforcement and Licensing System, in accordance with Rule 69W-301.002, F.A.C. Form BR, Uniform Branch Office Registration Form, is incorporated by reference in subsection 69W-301.002(7), F.A.C. Failure to file any amendment or written notification, as provided herein, shall be considered a violation of Section 517.12(13), F.S.

(d) No change.

Rulemaking Specific Authority 517.03(1), 517.12(6) FS. Law Implemented 517.12(5), (6), (10) FS. History—New 12-5-79, Amended 9-20-82, Formerly 3E-600.04, Amended 10-14-90, 6-16-92, 1-11-93, 11-7-93, 11-14-93, 12-29-96, 10-20-97, 6-10-99, 8-19-99, 5-27-01, 7-31-02, Formerly 3E-600.004, Amended 3-16-06, 5-15-07, _____.

69W-600.005 Examinations/Qualifications.

(1) through (2) No change.

(3) Examination Requirements for Investment Adviser Representative ~~and Principal~~: An individual applying to be registered as an investment adviser or investment adviser representative shall provide the Office of Financial Regulation with proof of passing, within two years of the date of application for registration, one of the following examinations: 1. the Uniform Investment Adviser Law Examination (Series 65) or 2. the General Securities Representative Examination (Series 7) and the Uniform Combined State Law Examination (Series 66).

(4) No change.

(5) The examination requirement for ~~investment adviser principals~~, investment adviser representatives, and associated persons of issuer dealers shall not apply to an individual who currently holds one of the following professional designations: 1. Certified Financial Planner (TM) or CFP® awarded by the Certified Financial Planner Board of Standards, Inc.; 2. Chartered Financial Consultant (ChFC) awarded by the American College, Bryn Mawr, PA; 3. Personal Financial Specialist (PFS) awarded by the American Institute of Certified Public Accountants; 4. Chartered Financial Analyst (CFA) awarded by the Institute of Chartered Financial Analysts; 5. Chartered Investment Counselor (CIC) awarded by the Investment Counsel Association of America, Inc.

Rulemaking Specific Authority 517.03(1) FS. Law Implemented 517.12(8) FS. History—New 12-5-79, Amended 9-20-82, Formerly 3E-600.05, Amended 8-1-91, 1-11-93, 4-18-96, 4-2-00, 10-30-03, Formerly 3E-600.005, Amended_____.

69W-600.006 ~~Associated Persons' Fingerprints~~ Requirements.

(1) Fingerprints filed in accordance with Section 517.12(7), F.S., shall be on fingerprint cards supplied by the Office of Financial Regulation taken by an authorized law enforcement agency, and accompanied by a non-refundable \$43.25 processing fee. Form FL921250Z, Florida Fingerprint Card, is incorporated by reference in subsection 69W-301.002(7), F.A.C.

(2) The fingerprint card requirement to file a fingerprint card and fee with the Office of Financial Regulation is waived for those associated persons pending requesting registration in Florida with a Financial Industry Regulatory Authority (FINRA) member firm and such fingerprint card has with a dealer which is registered with a national securities exchange or national securities association or the Securities and Exchange Commission, provided that fingerprints have been submitted and processed by FINRA on behalf of the member firm with which said associated person is pending registration, for such persons pursuant to the provisions

of SEC rule 17f-2 (17 C.F.R. § 240.17f-2 (2010) 2006), which is hereby incorporated by reference, by said person's current employer.

(3) Notwithstanding any exemptions found in SEC rule 17f-2 (17 C.F.R. § 240.17f-2 (2010)), any direct owner, principal, or indirect owner that is required to be reported on Form BD, Uniform Application for Broker-Dealer Registration, or Form ADV, Uniform Application for Investment Adviser Registration, pursuant to Section 517.12(7), F.S., who is not currently registered in Florida with the firm they are seeking to join or act as a direct owner, principal, or indirect owner shall submit to the Office fingerprint cards supplied by the Office of Financial Regulation taken by an authorized law enforcement agency, and accompanied by a non-refundable \$43.25 processing fee. Such fingerprint card and fee shall be filed directly with the Office until such time as FINRA has the capability to electronically display the fingerprint card results to Florida via the CRD system. Form FL921250Z (Florida Fingerprint Card), Form BD, and Form ADV are incorporated by reference in subsection 69W-301.002(7), F.A.C.

(4) The federal regulations referenced in this rule are hereby incorporated by reference and may be obtained by mail from the Florida Office of Financial Regulation, Division of Securities, 200 E. Gaines Street, Tallahassee, Florida 32399. Copies of the Code of Federal Regulation are also available online through the U.S. Government Printing Office via GPO Access:

<http://www.gpoaccess.gov/cfr/index.html>.

Rulemaking Specific Authority 215.405, 517.03 FS. Law Implemented 517.12(7), 943.053 FS. History—New 12-5-79, Amended 9-20-82, Formerly 3E-600.06, Amended 8-1-91, Formerly 3E-600.006, Amended 5-15-07, 12-24-07, 12-25-08,_____.

69W-600.007 Changes in Name and Successor Registration Requirements.

(1) Where only a change in the name of an applicant or registrant as dealer, investment adviser or associated person occurs, notices of such fact shall be filed as an amendment on the forms prescribed by the Office of Financial Regulation within thirty (30) calendar days of the date of such change. For registrants who are a member of the Financial Industry Regulatory Authority (FINRA) NASD, such amendment shall be filed with the Office of Financial Regulation through the CRD System pursuant to subsection 69W-600.001(2), F.A.C. Any amendments to organizational documents or accompanying letters of explanation shall be promptly submitted directly to the Office of Financial Regulation when specifically requested by the Office of Financial Regulation.

(2) Where there is a change in legal entity of a proprietary, partnership, or corporate registrant, the successor entity shall file with the Office of Financial Regulation an amendment to Form BD, Uniform Application for Broker-Dealer Registration, which is incorporated by reference in subsection 69W-301.002(7), F.A.C. or Form ADV, Uniform Application for

Investment Adviser Registration, which is incorporated by reference in subsection 69W-301.002(7), F.A.C., within thirty (30) calendar days of the date of such change. For registrants who are a member of the FINRA NASD, such amendment shall be filed with the Office of Financial Regulation through the CRD System pursuant to subsection 69W-600.001(2), F.A.C. Any amendments to organizational documents, accompanying letters of explanation, or current financial statements of the successor shall be promptly submitted directly to the Office of Financial Regulation when specifically requested by the Office of Financial Regulation.

(3) Merger Situations: Where there is a merger of dealer or investment adviser registrants involving (a) the assumption by the successor of substantially all assets and liabilities of the merged entities, and (b) the continuation of the activities of the merged entities successor entity, the merging entities shall file notification with the Office of Financial Regulation denoting such changes as are applicable within thirty (30) calendar days prior to the date of such change. The successor entity shall file an amendment to Form BD, which is incorporated by reference in subsection 69W-301.002(7), F.A.C., or Form ADV, which is incorporated by reference in subsection 69W-301.002(7), F.A.C. denoting such changes as are applicable within thirty (30) calendar days of date of such change. For registrants who are a member of the FINRA NASD, each such amendment shall be filed with the Office of Financial Regulation through the CRD System pursuant to subsection 69W-600.001(2), F.A.C. A copy of the plan of merger/merger agreement, amended organizational documents, accompanying letters of explanation, or current financial statements of the successor (merged) entity shall be promptly provided directly to the Office of Financial Regulation when specifically requested by the Office of Financial Regulation.

(4) through (6) No change.

Rulemaking Specific Authority 517.03(1), 517.12(13) FS. Law Implemented 517.12(13) FS. History—New 12-5-79, Amended 9-20-82, Formerly 3E-600.07(4), Amended 10-15-86, 12-8-87, 8-1-91, 6-16-92, 1-11-93, 6-22-98, 8-9-98, 6-10-99, 5-10-00, 7-31-02, Formerly 3E-600.007, Amended 3-16-06,_____.

C.f. See Rule 69W-301.002(7) for forms referenced herein which have been previously adopted by the Office of Financial Regulation.

69W-600.008 Termination of Registration as Dealer, Investment Adviser, Branch Office, Principal or Agent.

(1) Where a registrant withdraws, cancels, or otherwise terminates registration, or is terminated for any reason, notice of such fact shall be filed with the Office of Financial Regulation on the forms prescribed by the Financial Services Commission, in accordance with

Rule 69W-301.002(7), F.A.C., within twenty (20) calendar days of the date of termination. Such forms shall be filed electronically in accordance with Rules 69W-301.002, 69W-600.0091, 69W-600.0092 and 69W-600.0093, F.A.C.

(2) Any dealer which is a member of the Financial Industry Regulatory Authority (FINRA) National Association of Securities Dealers (“NASD”) or any associated person or branch office of a member firm shall file any withdrawals, cancellations, or terminations of registrations with the Office of Financial Regulation through the Central Registration Depository (“CRD”) of the FINRA NASD.

(3) Any investment adviser shall file any withdrawals, cancellations, or terminations of registration with the Office of Financial Regulation through the Investment Adviser Registration Depository (“IARD”) of the FINRA. Any associated person or branch office of an investment adviser shall file any withdrawals, cancellations, or terminations of registration with the Office of Financial Regulation through the Central Registration Depository of the FINRA. Any withdrawals, cancellations, or terminations of registrations for branch offices shall be filed directly with the Office of Financial Regulation as prescribed in paragraph 69W-600.004(3)(c), F.A.C.

(4) through (5) No change.

(6) The forms to be utilized for providing notice to the Office of Financial Regulation under subsections (1), (2) and (3) above, and which are incorporated by reference in subsection 69W-301.002(7), F.A.C., are:

(a) Notice of Withdrawal from Registration as Investment Adviser (Form ADV-W).

(b) Uniform Request for Broker Dealer Withdrawal (Form BDW).

(c) Uniform Branch Office Registration Form (Form BR).

(d) Uniform Termination Notice for Securities Industry Registration (Form U-5).

Rulemaking Specific Authority 517.03(1) FS. Law Implemented 517.12(12)(b), 517.161(5) FS. History—New 12-5-79, Amended 9-20-82, Formerly 3E-600.08, Amended 7-29-90, 8-1-91, 6-16-92, 1-11-93, 6-22-98, 6-10-99, 5-10-00, 5-27-01, Formerly 3E-600.008, Amended 3-16-06,_____.

69W-600.009 Registration Renewals.

(1) No change.

(2) In addition to verifying registration with the Office of Financial Regulation as provided in subsection (1), to renew its registration and that of its branch offices and associated persons, each dealer or investment adviser shall pay all renewal fees as required by Section 517.12(11), F.S.

(a) Renewal fees for FINRA NASD member firms, associated persons of FINRA NASD member firms, and branch offices of FINRA NASD member firms, shall be submitted through the CRD by December 31 of the year the registration expires.

(b) No change.

(c) Renewal fees for non-FINRA non-NASD member firms, associated persons of non-FINRA non-NASD member firms and all branch offices of non-FINRA non-NASD member firms shall be filed electronically on the Office's website at www.flofr.com through the Regulatory Enforcement and Licensing (REAL) System of the OFR and shall be deemed received on the date the Office issues a confirmation of submission and payment to the applicant via the Office's website sent directly to the Office of Financial Regulation. A confirmation of submission is issued by the Office upon successful filing of a renewal and payment of all fees. The Office of Financial Regulation shall deem a fee received as payment at such time as it has been date stamped by the cashier's office of the Department of Financial Services. All renewal fees must be received by the Office of Financial Regulation by December 31 of the year the registration expires.

(3) For FINRA members, federal covered advisers and investment advisers, failure Failure to submit the requisite amount of fees as provided for in subsection (2) of this rule by December 31 of the year of expiration of the registration shall result in such registration not being renewed. If December 31 falls on a Saturday, Sunday or legal holiday pursuant to Section 110.117, F.S., the renewals received on the next business day will be considered timely received. However, an expired registration may be reinstated in accordance with the provisions of Section 517.12(11), F.S., provided that all requisite information and fees are date stamped by the cashier's office of the Department of Financial Services on or before January 31 of the year following the year of expiration. Failure to submit the requisite amount of fees necessary to reinstate registration by January 31 of the year following the year of expiration shall result in such registration not being reinstated. If January 31 falls on a Saturday, Sunday, or legal holiday pursuant to Section 110.117, F.S., the reinstatement received on the next business day will be considered timely received. In the event that the renewal or reinstatement is withdrawn or not granted, any fees filed to renew or reinstate registration shall become the revenue of the state pursuant to Section 517.12(10), F.S., and shall not be returnable.

(4) For issuer/dealers, Canadian dealers, and dealers that are not members of FINRA, failure to submit the requisite amount of fees as provided for in subsection (2) of this rule by December 31 of the year of expiration of the registration shall result in such registration not being renewed. If December 31 falls on a Saturday, Sunday or legal holiday pursuant to Section 110.117, F.S., the renewals received on the next business day will be considered timely received. However, an expired registration may be reinstated in accordance with Section 517.12(11), F.S., provided that

all requisite information and fees are filed electronically on the Office's website at www.flofr.com through the Regulatory Enforcement and Licensing (REAL) System of the OFR on or before January 31 of the year following the year of expiration. Failure to submit the requisite amount of fees necessary to reinstate registration by January 31 of the year following the year of expiration shall result in such registration not being reinstated. If January 31 falls on a Saturday, Sunday, or legal holiday pursuant to Section 110.117, F.S., the reinstatement received on the next business day will be considered timely received. If the renewal or reinstatement is withdrawn or not granted, any fees filed to renew or reinstate registration shall become the revenue of the state pursuant to Section 517.12(10), F.S., and shall not be returnable.

Rulemaking Specific Authority 517.03(1), 517.12(6), (15) FS. Law Implemented 517.12(6), (10), (11), (15) FS. History—New 12-5-79, Amended 9-20-82, 8-29-83, Formerly 3E-600.09, Amended 1-7-88, 6-16-92, 11-14-93, 2-5-01, 5-27-01, Formerly 3E-600.009, Amended 5-15-07,_____.

69W-600.0091 Central Registration Depository System.

(1) All FINRA NASD member dealers requesting initial registration, amendment or termination of registration in this state shall file the appropriate Form BD or BDW, which are incorporated by reference in subsection 69W-301.002(7), F.A.C., and the assessment fee required by Section 517.12(10) or (11), F.S., with the Central Registration Depository System (“CRD”) of the FINRA NASD. However, responses to requests by the Office of Financial Regulation for additional information shall be filed directly with the Office of Financial Regulation. Any application for registration as a dealer filed with the Office of Financial Regulation through the CRD shall be deemed received by the Office of Financial Regulation upon receipt of the Form BD and the application fee. The application fee shall be deemed received by the Office of Financial Regulation on the “payment date” reflected on the CRD “disbursement detail” report.

(2) All FINRA NASD member dealers registered in this state requesting initial registration, amendment, or termination of a branch office of such member dealer shall file the appropriate Form BR and the application fee required by Section 517.12(10) or (11), F.S., with the CRD. However, responses to requests by the Office of Financial Regulation for additional information shall be filed directly with the Office of Financial Regulation. Any application for registration as a branch office filed with the Office of Financial Regulation through the CRD shall be deemed received by the Office of Financial Regulation upon receipt of the Form BR and the application fee. The application fee shall be deemed received by the Office of Financial Regulation on the “payment date” reflected on the CRD “disbursement detail” report.

(3) All FINRA NASD member dealers registered in this state requesting initial registration, amendment, reaffiliation or termination of an associated person of such member dealer shall file Form U-4 or U-5, which are incorporated by reference in subsection 69W-301.002(7), F.A.C., and the assessment fee required by Section 517.12(10) or (11), F.S., with the CRD of the FINRA NASD. However, responses to requests by the Office of Financial Regulation for additional information shall be filed directly with the Office of Financial Regulation. Any application for registration as an associated person of an FINRA NASD member dealer filed with the Office of Financial Regulation through the CRD shall be deemed received by the Office of Financial Regulation on the date designated in the “Status Date” field on the line notated “FL” with a “Registration Status” of “pending” as indicated on the CRD “Registrations with Current Employers” screen.

Rulemaking Specific Authority 517.03, 517.12(15) FS. Law Implemented 517.12(10), (11), (15) FS. History—New 8-29-83, Formerly 3E-600.091, Amended 8-1-91, 6-16-92, 4-30-96, 9-19-00, Formerly 3E-600.0091, Amended 5-15-07,_____.

69W-600.0092 Investment Adviser Registration Depository for Federal Covered Advisers.

(1) All federal covered advisers making, amending, or terminating a notice filing in this state shall file Form ADV, Part 1, or Form ADV-W and the assessment fee required by Section 517.1201(1) or (2), F.S., with the Investment Adviser Registration Depository (IARD) of the FINRA in accordance with subsection 69W-301.002(2), F.A.C NASD. When requested by the Office of Financial Regulation, Form ADV, Part 2, and all responses to requests by the Office of Financial Regulation for additional information shall be filed directly with the Office of Financial Regulation. Any notice filing made by a federal covered adviser with the Office of Financial Regulation through the IARD shall be deemed received by the Office of Financial Regulation upon receipt of the Form ADV and the filing fee. The filing fee shall be deemed received by the Office of Financial Regulation on the “payment date” reflected on the CRD “disbursement detail” report. Forms ADV and ADV-W are incorporated by reference in subsection 69W-301.002(7), F.A.C.

(2) All federal covered advisers who notice file in this state and who request initial registration, amendment, reaffiliation or termination of an associated person of such federal covered adviser shall file the Form U-4 or Form U-5, and the assessment fee required by Section 517.12(10) or (11), F.S. with the CRD of the FINRA in accordance with Rule 69W-301.002(2), F.A.C. NASD. However, responses to requests by the Office of Financial Regulation for additional information shall be filed directly with the Office of Financial Regulation. Forms U-4 and U-5 are incorporated by reference in subsection 69W-301.002(7), F.A.C.

Rulemaking Specific Authority 517.03, 517.12(6), (15), 517.1201 FS. Law Implemented 517.1201 517.1201(1), (2), and (15) FS. History--New 7-31-02, Formerly 3E-600.0092, Amended 3-16-06, 5-15-07,_____.

69W-600.0093 Investment Adviser Registration Depository for Investment Advisers.

(1) All investment advisers requesting initial registration, amendment, or termination of registration in this state shall file the Form ADV, Part 1 and 2, or ADV-W and the assessment fee required by Section 517.12(10) or (11), F.S., with the Investment Adviser Registration Depository (IARD) of the FINRA in accordance with subsection 69W-301.002(2), F.A.C NASD. Form ADV, Part 2, and a All responses to requests by the Office of Financial Regulation for additional information shall be filed directly with the Office of Financial Regulation. Investment advisers shall file ~~Form ADV, Part 2 with the IARD at such time as the IARD develops the capability to process the form.~~ Applications for registration as an investment adviser filed with the Office of Financial Regulation through the IARD shall be deemed received by the Office of Financial Regulation upon receipt of the Form ADV and the filing fee. The filing fee shall be deemed received by the Office of Financial Regulation on the “payment date” reflected on the CRD “disbursement detail” report. Forms ADV and ADV-W are incorporated by reference in subsection 69W-301.002(7), F.A.C.

(2) All investment advisers registered in this state through the IARD requesting initial registration, amendment, or termination of a branch of such investment adviser shall file Form BR and the assessment fee required by Section 517.12(10) or (11), F.S., with the CRD of the FINRA in accordance with subsection 69W-301.002(2), F.A.C NASD. However, all responses to requests by the Office of Financial Regulation for additional information shall be filed directly with the Office of Financial Regulation. Applications for registration as a branch office filed with the Office of Financial Regulation through the CRD shall be deemed received by the Office of Financial Regulation upon receipt of the Form BR and the application fee. The application fee shall be deemed received by the Office of Financial Regulation on the “payment date” reflected on the CRD “disbursement detail” report. Form BR is incorporated by reference in subsection 69W-301.002(7), F.A.C.

(3) All investment advisers registered in this state through the IARD requesting initial registration, amendment, reaffiliation or termination of an associated person of such investment adviser may file Form U-4 or Form U-5 and the assessment fee required by Section 517.12(10) or (11), F.S., with the CRD of the FINRA in accordance with subsection 69W-301.002(2), F.A.C NASD. However, all responses to requests by the Office of Financial Regulation for additional

information shall be filed directly with the Office of Financial Regulation. Forms U-4 and U-5 are incorporated by reference in subsection 69W-301.002(7), F.A.C.

~~(4) All investment advisers currently registered with the Office of Financial Regulation shall transition their Florida registrations onto IARD of the NASD, and the Florida registrations of their associated persons onto the CRD of the NASD, by June 30, 2007. All investment advisers who transition onto IARD of the NASD shall file a complete Form ADV through the IARD of the NASD within 30 days after the transition date. All associated persons who transition onto the CRD of the NASD shall file a complete Form U-4 through the CRD of the NASD within 30 days after the transition date. Form U-4 and Form ADV are incorporated by reference in subsection 69W-301.002(7), F.A.C.~~

Rulemaking Specific Authority 517.03, 517.12(6), (15) FS. Law Implemented 517.12(10), (11), (15) FS. History—New 7-31-02, Formerly 3E-600.0093, Amended 3-16-06, 5-15-07, _____.

69W-600.010 Notice of Civil, Criminal or Administrative Action.

(1) through (2) No change.

(3) Any applicant or registrant in this state who is a member of the Financial Industry Regulatory Authority (FINRA) (formerly known as the National Association of Securities Dealers, Inc.) (“NASD”) shall file such notifications with the Office of Financial Regulation through the Central Registration Depository (“CRD”) of the FINRA NASD in accordance with Rule 69W-600.0091, F.A.C. However, responses to requests by the Office of Financial Regulation for additional information shall be filed directly with the Office of Financial Regulation.

(4) Any applicant or registrant in this state who is a federal covered adviser or investment adviser shall file such notifications with the Office of Financial Regulation through the Investment Adviser Registration Depository (IARD) of the FINRA in accordance with Rules 69W-600.0092 and 69W-600.0093, F.A.C. However, responses to requests by the Office of Financial Regulation for additional information shall be filed directly with the Office of Financial Regulation.

Rulemaking Specific Authority 517.03 FS. Law Implemented 517.12(6), (12), 517.161 FS. History—New 12-5-79, Amended 9-20-82, Formerly 3E-600.10, Amended 9-19-00, Formerly 3E-600.010, Amended _____.

69W-600.012 Rules of Conduct.

(1) Confirmation of Transactions: Every dealer registered in this state, including those defined as issuer/dealers under Rule 69W-200.001, F.A.C., shall give or send to the customer a

written confirmation at or before completion of each transaction. Such confirmation shall set forth at least the following:

(a) through (c) No change.

(d) Compliance with SEC Rule 10b-10 (17 CFR § 240.10b-10 (2010)) and the confirmation, preparation and disclosure requirements of SEC Rule 17a-3 (17 CFR § 240.17a-3 (2010)) or MSRB Rules G-8 and G-15, as those rules existed on June 23, 2010 ~~July 1, 2003~~, shall be deemed compliance with this rule.

(2) through (4) No change.

(5) It shall be ~~unlawful and~~ a violation of Section 517.301(1), F.S., for any dealer or associated person to engage in any “device, scheme, or artifice to defraud” which shall include selling or effecting the purchase of any security into, in, or from offices in this state in violation of: ~~sections 9, 10, 11A or 15(e) of the Securities Exchange Act of 1934 or of SEC Rules 9b-1, 10b-1 et seq., 11Aa3-1, 15c1-1 et seq., or 15c2-1 et seq. (17 CFR 240.9b-1; 17 CFR 240.10b-1 et seq.; 17 CFR 240.11Aa3-1; 17 CFR 240.15c1-1 et seq.; or 17 CFR 240.15c2-1 et seq., respectively), as such provisions existed on July 1, 2003; or section 15(g) of the Securities Exchange Act of 1934 or of SEC Rules 15g-1, et seq. (17 CFR 240.15g-1 et seq.) as such provisions existed on July 1, 2003; or Regulation M (17 CFR 242.100-105) as such provisions existed on July 1, 2003.~~

(a) Sections 9, 10, 11A, 15(c) or 15(g) of the Securities Exchange Act of 1934 (15 U.S.C. §§ 78i, 78j, 78k-1, 78o(c) or 78o(g) (2006 & Supp. III));

(b) SEC Rules 9b-1 (17 CFR § 240.9b-1(2010));

(c) SEC Rules 10b-1, 10b-3, 10b-5, 10b5-1, 10b5-2, 10b-9, 10b-10, 10b-16, 10b-17, 10b-18, and 10b-21 (17 CFR §§ 240.10b-1, 240.10b-3, 240.10b-5, 240.10b5-1, 240.10b5-2, 240.10b-9, 240.10b-10, 240.10b-16, 240.10b-17, 240.10b-18, and 240.10b-21 (2010));

(d) SEC Rules 15c1-1 through 15c1-3 and 15c1-5 through 15c1-9 (17 CFR §§ 240.15c1-1 through 240.15c1-3 and 240.15c1-5 through 240.15c1-9 (2010));

(e) SEC Rules 15c2-1, 15c2-4, 15c2-5, 15c2-7, 15c2-8, 15c2-11, and 15c2-12 (17 CFR §§ 240.15c2-1, 240.15c2-4, 240.15c2-5, 240.15c2-7, 240.15c2-8, 240.15c2-11, and 240.15c2-12 (2010));

(f) SEC Rules 15g-1 through 15g-6, 15g-8, and 15g-9 (17 CFR §§ 240.15g-1 through 240.15g-6, 240.15g-8 and 240.15g-9 (2010));

(g) Regulation M (17 CFR 242.100 through 242.105 (2010)); or

(h) SEC Rule 601 (17 C.F.R. § 242.601 (2010)).

(6) All federal statutes, federal regulations, and Municipal Securities Rulemaking Board (MSRB) rules referenced in this rule are incorporated by reference and may be obtained by mail from the Florida Office of Financial Regulation, Division of Securities, 200 E. Gaines Street,

Tallahassee, Florida 32399. Copies of the United States Code are also available online through the U.S. House of Representatives, Office of the Law Revision Counsel:

<http://uscode.house.gov/download/downloadPDF.shtml>. Copies of the Code of Federal

Regulation are available online through the U.S. Government Printing Office via GPO Access:

<http://www.gpoaccess.gov/cfr/index.html>.

Rulemaking Specific Authority 517.03(1) FS. Law Implemented 517.121, 517.301(1) FS.

History—New 12-5-79, Amended 9-20-82, Formerly 3E-600.12, Amended 12-25-89, 10-14-90, 8-1-91, 6-16-92, 1-11-93, 4-11-94, 1-3-99, 8-19-99, 10-30-03, Formerly 3E-600.012,

Amended _____.

69W-600.013 Prohibited Business Practices for Dealers and Their Associated Persons.

(1) The following are deemed demonstrations of unworthiness by a dealer under Section 517.161(1)(h), F.S., without limiting that term to the practices specified herein:

(a) Extending, arranging for, or participating in arranging for credit to a customer in violation of Regulation T, Credit by Brokers and Dealers, (12 C.F.R. §§ 220.1 through 220.12, 220.101, 220.103, 220.105, 220.108, 220.110, 220.111, 220.113, 220.117, 220.118, 220.119, 220.121, 220.122, 220.123, 220.124, 220.127, 220.128, 220.131, and 220.132 (2010) and 12 C.F.R. § 221.125 (2010)), ~~220.1-220.132 (2006), which is incorporated by reference.~~

(b) Executing any transaction in a margin account without obtaining from its customer a written margin agreement prior to settlement date for the initial transaction in the account.

(c) Failing to segregate customers' free securities or securities in safekeeping.

(d) Hypothecating a customer's securities in violation of SEC Rule 8c-1, (17 C.F.R. § 240.8c-1 (2010 2006)), ~~which is incorporated by reference.~~

(e) Failing to execute a customer's order.

(f) Executing orders for the purchase by a customer of securities not registered under Section 517.081 or 517.082, F.S., unless the securities are exempted under Section 517.051, F.S., or the transaction is exempted under Section 517.061, F.S.

(g) Representing itself as a financial or investment planner, consultant, or advisers, when the representation does not fairly describe the nature of the services offered, the qualifications of the person offering the services, and the method of compensation for the services.

(h) With respect to any customer, transaction or business in this state, violating any of the following:

1. Financial Industry Regulatory Authority (FINRA) rules contained in the Rule 2000 Series (Duties and Conflicts), Rule 3000 Series (Supervision and Responsibilities Relating to Associated Persons), Rule 4000 Series (Financial and Operational Rules), Rule 5000 Series

(Securities Offering and Trading Standards and Practices), Rule 6000 Series (Quotation and Transaction Reporting Facilities), or Rule 7000 Series (Clearing, Transaction and Order Data Requirements, and Facility Charges), as such rules existed on June 28, 2010; National Association of Securities Dealers (NASD) Conduct Rules contained in the Rule 2000 Series (Business Conduct) or Rule 3000 Series (Responsibilities Relating to Associated Persons, Employees, and Others' Employees), as such rules existed on June 28, 2010; or NASD Uniform Practice Code rules contained in the Rule 11000 Series, as such rules existed on June 28, 2010. ~~Conduct Rules, Marketplace Rules, or the Uniform Practice Code of the National Association of Securities Dealers (NASD). The foregoing NASD regulations, along with the interpretive materials for those regulations, are published in the NASD manual dated March 2006, which is incorporated by reference.~~

2. For members of the New York Stock Exchange, Rule 405, 412, or 435, or 445 of the New York Stock Exchange, as such rules and interpretative supplementary materials existed on June 23, 2010 ~~May 31, 2006~~. The foregoing New York Stock Exchange rules, including the interpretative supplementary materials, are incorporated by reference.

3. Section 2, 4, 5, or 6 of the Securities Act of 1933, (15 U.S.C.A. §§ 77b, 77c, 77d, 77e, or 77f (2006 & Supp. III Thomson/West 2006 (current through P.L. 109-229)), or SEC Rules 134, 134a, 135a, 144, 144A, 156, 419, 481, or 482, (17 C.F.R. §§ 230.134, 230.134a, 230.135a, 230.144, 230.144A, 230.156, 230.419, 230.481 or 230.482 (2010 2006)). ~~The foregoing sections of the Securities Act of 1933 and rules of the SEC are incorporated by reference.~~

4. Section 15(b)(4)(E) of the Securities Exchange Act of 1934, (15 U.S.C.A. § 78o(b)(4)(E) (2006 & Supp. III Thomson/West 2006 (current through P.L. 109-229))); Regulation SHO, Regulation of Short Sales, (17 C.F.R. §§ 242.200-242.203 (2010 2006)); or NASD Conduct Rule 3210, as it existed on June 28, 2010. ~~The foregoing provisions of the Securities Exchange Act of 1934 and Regulation SHO, Regulation of Short Sales, are incorporated by reference. NASD Conduct Rule 3210, as it existed on July 3, 2006, is incorporated by reference.~~

5. Section 15B of the Securities Exchange Act of 1934, (15 U.S.C.A. § 78o-4 (2006 & Supp. III Thomson/West 2006 (current through P.L. 109-229))), or the following rules of the Municipal Securities Rulemaking Board (MSRB), ~~which have been promulgated under Section 15B:~~ MSRB Definitional Rules D-1 to D-12, ~~inclusive~~, and General Rules G-1 to G-41 ~~G-34, inclusive~~, as those rules existed on June 23, 2010 ~~May 31, 2006~~. ~~Section 15B of the Securities Act of 1934 and the foregoing MSRB rules, including the MSRB interpretative letters and notices construing those rules, are incorporated by reference.~~

6. To the extent that any of the rules described in subparagraphs 1. through 5. of this section or their interpretation by the FINRA, NASD, NYSE, MSRB, or SEC, as appropriate, conflict or

are inconsistent with other provisions of the Florida Securities and Investor Protection Act or rules promulgated pursuant thereto, this paragraph of this rule shall not be deemed controlling.

(i) through (l) No change.

(m) Selling or offering for sale any security in a transaction exempt from registration pursuant to Section 517.061(17)(a)1., F.S., where the issuer of such securities has not filed with the SEC within the specified period of time all reports required by Sections 13 or 15D of the Securities Exchange Act of 1934, (15 A. §§ 78m, 78o-6 (2006 & Supp. III Thomson/West 2006 (current through P.L. 109-229)). ~~The foregoing sections of the Securities Exchange Act of 1934 are incorporated by reference.~~

(n) through (o) No change.

(2) The following are deemed demonstrations of unworthiness by an associated person of a dealer under Section 517.161(1)(h), F.S., without limiting that term to the practices specified herein:

(a) Borrowing money or securities from a customer, except when persons are in compliance with FINRA NASD Conduct Rule 32402370(a)(1), (a)(2)(A)-(C) only, and FINRA NASD Conduct Rule 32402370(b)-(c), as these rules existed on June 28, 2010 ~~which are incorporated by reference in subparagraph (1)(h)1.;~~

(b) Acting as a custodian for money, securities or an executed stock power of a customer;

(c) Effecting transactions in securities, or investments as defined by Section 517.301(2), F.S., not recorded on the regular books or records of the dealer, which the associated person represents, unless the transactions are disclosed to, and authorized in writing by, the dealer prior to execution of the transactions;

(d) Operating an account under a fictitious name, unless disclosed to the dealer, which the associated person represents;

(e) Sharing directly or indirectly in profits or losses in the account of any customer without the written authorization of the customer and the dealer, which the associated person represents;

(f) Dividing or otherwise splitting commissions, profits or other compensation in connection with the purchase or sale of securities in this state with any person not also licensed as an associated person for the same dealer, or for a dealer under direct or in indirect common control;

(g) Failing to furnish to each offeree of a Small Corporate Offering Registration (SCOR) a copy of the "Florida Guide to Small Business Investments", OFR-S-13-97, ~~revised May 1, 2004,~~ which is incorporated by reference in subsection 69W-301.002(7), F.A.C.; and

(h) Engaging in any of the practices specified in paragraph (1)(a), (b), (e), (f), (g), (h), (i), (k), (l), (m), (n) or (o).

(3) The federal statutes, federal regulations, Financial Industry Regulatory Authority (FINRA) rules, National Association of Securities Dealers (NASD) rules, New York Stock

Exchange rules, and Municipal Securities Rulemaking Board (MSRB) rules referenced in this rule are hereby incorporated by reference and All materials incorporated by reference in this rule may be obtained by mail from the Office of Financial Regulation, Bureau of Securities Regulation, 200 E. Gaines Street, Tallahassee, Florida 32399-0374. Copies of the United States Code are also available through the U.S. House of Representatives, Office of the Law Revision Counsel: <http://uscode.house.gov/download/downloadPDF.shtml>. Copies of the Code of Federal Regulation are available online through the U.S. Government Printing Office via GPO Access: <http://www.gpoaccess.gov/cfr/index.html>.

Rulemaking Specific Authority 517.03(1), 517.1217 FS. Law Implemented 517.081, 517.1217, 517.161(1) FS. History—New 12-5-79, Amended 9-20-82, Formerly 3E-600.13, Amended 8-1-91, 6-16-92, 1-11-93, 11-7-93, 5-5-94, 9-9-96, 10-20-97, 1-25-00, 10-30-03, Formerly 3E-600.013, Amended 10-23-06, 1-18-09,_____.

69W-600.0131 Prohibited Business Practices for Investment Advisers and Their Associated Persons.

(1) The following are deemed demonstrations of unworthiness by an investment adviser or an associated person of an investment adviser under Section 517.161(1)(h), F.S., without limiting that term to the practices specified herein:

(a) With respect to any customer, transaction or business in, to or from this state, engaging in any conduct prohibited by, or failing to comply with the requirements of, the following: Sections 204, 204A, 205, 206, 207, 208 of the Investment Advisers Act of 1940, (15 U.S.C.A. §§ 80b-4, 80b-4a, 80b-5, 80b-6, 80b-7, 80b-8 (2006 & Supp. III Thomson/West 2006 (current through P.L. 109-237))), or SEC Rules 204-3, 205-1, 205-2, 205-3, 206(3)-1, 206(3)-2, 206(4)-1, 206(4)-3, and 206(4)-4, (17 C.F.R. §§ 275.204-3, 275.205-1, 275.205-2, 275.205-3, 275.206(3)-1, 275.206(3)-2, 275.206(4)-1, 275.206(4)-3, and 275.206(4)-4 (2010 2006)), ~~promulgated under the Investment Advisers Act of 1940. The foregoing provisions of the Investment Advisers Act of 1940 and rules of the SEC are incorporated by reference.~~

(b) through (q) No change.

(r) Entering into, extending or renewing any investment advisory contract contrary to the provisions of Section 205 of the Investment Advisers Act of 1940, 15 U.S.C.A. § 80b-5 (2006 & Supp. III) (Thomson/West 2006 (current through P.L. 109-237)), ~~which is incorporated by reference in paragraph (a) of this subsection.~~ This provision shall apply to all advisers and investment adviser representatives registered or required to be registered under this Act, notwithstanding whether such adviser or representative would be exempt from federal registration pursuant to Section 203(b) of the Investment Advisers Act of 1940, (15 U.S.C.A. §

~~80b-3(b) (2006 & Supp. III Thomson/West 2006 (current through P.L. 109-237)), which is incorporated by reference;~~

(s) Including, in an advisory contract, any condition, stipulation, or provisions binding any person to waive compliance with any provision of Chapter 517, F.S., or with any provision of, or with any rule, regulation, or order issued under, the Investment Advisers Act of 1940 (15 U.S.C. § 80b-1 through 80b-21 (2006 & Supp. III)), ~~which is incorporated by reference;~~

(t) Taking any action, directly or indirectly, with respect to those securities or funds in which any client has any beneficial interest, where the investment adviser has custody or possession of such securities or funds when the adviser's action is subject to and does not comply with the requirements of Rule 69W-600.0132, F.A.C.

(u) No change.

(2) The federal statutory and regulatory provisions referenced herein shall apply to investment advisers, investment adviser representatives and federal covered advisers, to the extent permitted by the National Securities Markets Improvement Act of 1996 (Pub. L. 104-290).

(3) The federal statutes and federal regulations referenced in this rule are hereby incorporated by reference and All materials incorporated by reference in this rule may be obtained by mail from the Office of Financial Regulation, Bureau of Securities Regulation, 200 E. Gaines Street, Tallahassee, Florida 32399-0374. Copies of the United States Code are also available online through the U.S. House of Representatives, Office of the Law Revision Counsel: <http://uscode.house.gov/download/downloadPDF.shtml>. Copies of the Code of Federal Regulation are available online through the U.S. Government Printing Office via GPO Access: <http://www.gpoaccess.gov/cfr/index.html>. Rulemaking Specific Authority 517.03(1), 517.1215 FS. Law Implemented 517.12(4), 517.1215, 517.161(1), FS. History--New 1-25-00, Amended 10-30-03, Formerly 3E-600.0131, Amended 10-23-06, 1-18-09,_____.

69W-600.0132 Custody Requirements for Investment Advisers.

(1) Definitions. For purposes of this section:

(a) through (b) No change.

(c) "Qualified custodian" means the following independent institutions or entities that are not affiliated with the adviser by any direct or indirect common control and have not had a material business relationship with the adviser in the previous two years:

1. through 2. No change.

3. A registered futures commission merchant registered under Section 4f(a) of the Commodity Exchange Act (7 U.S.C. § 6f (2006 & Supp. III)), holding the client assets in customer accounts, but only with respect to clients' funds and security futures, or other securities

incidental to transactions in contracts for the purchase or sale of a commodity for future delivery and options thereon; and

4. No change.

(2) Safekeeping required. If the investment adviser is registered or required to be registered, it is unlawful and deemed to be a fraudulent, deceptive, or manipulative act, practice or course of business for the investment adviser to have custody of client funds or securities unless:

(a) through (e) No change.

(f) Direct Fee Deduction. An adviser who has custody as defined in sub-subparagraph (1)(a)1.b. of this rule by having fees directly deducted from client accounts must also provide the following safeguards:

1. through 4. No change.

5. Waiver of Audited Financial Statements. An investment adviser having custody solely because it meets the definition of custody as defined in sub-subparagraph (1)(a)1.b. of this rule and who complies with the safekeeping requirements in paragraphs (2)(a)-(f) of this rule may file unaudited financial statements and must comply with the requirements as set forth in paragraph 69W-300.002(4)(c), F.A.C.

(g) through (h) No change.

(3) Exceptions.

(a) Shares of mutual funds. With respect to shares of an “open-end company” as defined in Section 5(a)(1) of the Investment Company Act of 1940, (15 U.S.C. § 80a-5(a)(1) (2006 & Supp. III)), (“mutual fund”), the investment adviser may use the mutual fund’s transfer agent in lieu of a qualified custodian for purposes of complying with subsection (2) of this rule;

(b) through (c) No change.

(d) Registered investment companies. The investment adviser is not required to comply with this rule with respect to the account of an investment company registered under the Investment Company Act of 1940 (15 U.S.C. § 80a-1 through 80a-64 (2006 & Supp. III)) [15 U.S.C. 80a-1 to 80a-64].

(e) through (f) No change.

(4) The federal statutes referenced in this rule are hereby incorporated by reference and All materials incorporated by reference in this rule may be obtained by mail from the Office of Financial Regulation, Bureau of Securities Regulation, 200 E. Gaines Street, Tallahassee, Florida 32399-0374. Copies of the United States Code are also available online through the U.S. House of Representatives, Office of the Law Revision Counsel: <http://uscode.house.gov/download/downloadPDF.shtml>. Rulemaking Specific Authority 517.03(1), 517.1215 FS. Law Implemented 517.1215 FS. History–New 10-23-06, Amended _____.

69W-600.014 Books and Records Requirements.

Except as otherwise provided herein, every dealer, investment adviser, branch office, and associated person conducting business in this state shall prepare and maintain on a current basis, and preserve for the periods of time specified, such records, prescribed herein, as are appropriate for said dealer's, investment adviser's, branch office's, or associated person's course of business, and are sufficient to provide an audit trail of all business transactions by said dealer, investment adviser, associated person, or branch office. Associated persons who conduct business from a registered branch office in this state shall be exempt from the provisions of this rule.

(1) All dealers are required to prepare and maintain appropriate books and records relating to their business as described in either SEC Rules 17a-3 or 17a-4, (17 C.F.R. §§ 240.17a-3, 240.17a-4 (2010 2006)), or MSRB Rules G-7, G-8 and G-9, as such rules existed on June 23, 2010; and records evidencing compliance with NASD Conduct rule 3000, as such rule existed on June 23, 2010. ~~SEC Rules 17a-3 and 17a-4 are incorporated by reference.~~ MSRB Rules G-7, G-8, and G-9 are incorporated by reference in subparagraph 69W-600.013(1)(h)5., F.A.C. NASD Conduct Rule 3000 is incorporated by reference in subparagraph 69W-600.013(1)(h)1., F.A.C.

(2) All issuer/dealers are required to maintain at least the following records:

(a) through (b) No change.

(c) A record of all sales of securities made by, or on behalf of, the issuer as described in and in compliance with SEC Rule 17a-3(a)(1), (17 C.F.R. § 17a-3(a)(1) (2010 2006)), ~~which is incorporated by reference in subsection (1)~~;

(d) through (e) No change.

(3) All investment advisers, notwithstanding the fact that the investment adviser is not registered or required to be registered under the Investment Advisers Act of 1940, shall prepare and maintain true, accurate and current records relating to their business as described in SEC Rule 204-2, (17 C.F.R. § 275.204-2 (2010 2006)), ~~which is incorporated by reference~~; and have available for the Office of Financial ~~financial~~-Regulation at least the following records;

(a) through (c) No change.

(d) A file containing a copy of each record required by SEC Rule 204-2(11), (17 C.F.R. § 275.204-2(11) (2010 2006)), ~~which is incorporated by reference in this subsection~~, including any communication by electronic media that the investment adviser circulates or distributes, directly or indirectly, to two or more persons, other than persons connected with the investment adviser.

(e) A copy of each written statement and each amendment or revision given or sent to any client or prospective client of the investment adviser in accordance with the provisions of SEC Rule 204-3, (17 C.F.R. § 275.204-3 (2010 2006)), which is incorporated by reference in paragraph 69W-600.0131(1)(a), F.A.C., and a record of the dates that each written statement, and

each amendment or revision was given or offered to be given to any client or prospective client who subsequently becomes a client.

(f) For each client that was obtained by the adviser by means of a solicitor to whom a cash fee was paid by the adviser, records required by SEC Rule 206(4)-3, (17 C.F.R. § 275.206(4)-3 (2010 2006)), which is incorporated by reference in paragraph 69W-600.0131(1)(a), F.A.C.

(g) All records required by SEC Rule 204-2(16), (17 C.F.R. § 275.204-2(16) (2010 2006)); ~~which is incorporated by reference in this subsection.~~

(h) through (k) No change.

(4) Notwithstanding other record preservation requirements of this rule, the following records or copies shall be required to be maintained in the business location of the investment adviser from which the customer or client is being provided or has been provided with investment advisory services:

(a) Records required to be preserved under paragraphs (a)(3), (a)(7)-(11), (a)(14)-(15), (b) and (c) inclusive, of SEC Rule 204-2 of the Investment Advisers Act of 1940, (17 C.F.R. § 275.204-2 (2010 2006)), which is incorporated by reference in subsection (3); and

(b) Records or copies required under the provision of paragraphs (a)(11) and (a)(16) of SEC Rule 204-2 of the Investment Advisers Act of 1940 (17 C.F.R. § 275.204-2 (2010)), which records or related records identify the name of the investment adviser representative providing investment advice from that business location, or which identify the business location's physical address, mailing address, electronic mailing address, or telephone number. ~~SEC Rule 204-2, 17 C.F.R. § 275.204-2 (2006), is incorporated by reference in subsection (3).~~

(5) through (6) No change.

(7) All books and records described in this rule shall be preserved in accordance with the following:

(a) Those records required under subsection (1) of this rule shall be preserved for such periods of time as specified in either SEC Rule 17a-4, (17 C.F.R. § 240.17a-4 (2010 2006)), ~~which is incorporated by reference in subsection (1),~~ or MSRB Rule G-9, as such rule existed on June 23, 2010, which is incorporated by reference in paragraph 69W-600.013(1)(h), F.A.C.

(b) through (d) No change.

(e) Each investment adviser registered or required to be registered in this state and which has a business location in this state shall maintain at such business location:

1. The records or copies required under the provisions of paragraphs (a)(3), (a)(7)-(10), (a)(14)-(15), (b), and (c) of SEC Rule 204-2, (17 C.F.R. § 275.204-2 (2010 2006)), ~~which is incorporated by reference in subsection (3); and~~

2. The records or copies required under the provisions of paragraphs (3)(a)-(k)(i) above related to customers or clients for whom the investment adviser representative provides or has provided investment advisory services; and

3. The records or copies required under the provisions of paragraphs (a)(11) and (a)(16) of SEC Rule 204-2, (17 C.F.R. § 275.204-2 (2010 2006)), which records or related records identify the name of the investment adviser representative or which identify the business location's physical address, mailing address, electronic mailing address, or telephone number. The records will be maintained for the period described in subsections (d) and (e) of SEC Rule 204-2, (17 C.F.R. § 275.204-2 (2010 2006)). The investment adviser shall be responsible for ensuring compliance with the provision of this subsection. SEC Rule 204-2, (17 C.F.R. § 275-204-2 (2010 2006)), is incorporated by reference in subsection (3).

(8) The federal regulations, federal statutes, and Municipal Securities Rulemaking Board (MSRB) rules referenced in this rule are hereby incorporated by reference and All materials incorporated by reference in this rule may be obtained by mail from the Office of Financial Regulation, Bureau of Securities Regulation, 200 E. Gaines Street, Tallahassee, Florida 32399-0374. Copies of the United States Code are also available online through the U.S. House of Representatives, Office of the Law Revision Counsel:
<http://uscode.house.gov/download/downloadPDF.shtml>. Copies of the Code of Federal Regulation are available online through the U.S. Government Printing Office via GPO Access:
<http://www.gpoaccess.gov/cfr/index.html>.
Rulemaking Specific Authority 517.03(1), 517.121(1), 517.1215 FS. Law Implemented 517.121(1), 517.1215 FS. History—New 12-5-79, Amended 9-20-82, Formerly 3E-600.14, Amended 10-14-90, 8-1-91, 6-16-92, 1-11-93, 9-9-96, 6-22-98, 1-25-00, 10-30-03, Formerly 3E-600.014, Amended 10-23-06, 5-15-07,_____.

69W-600.015 Financial Reporting Requirements – Statement of Financial Condition – Dealers and Investment Advisers.

(1) No change.

(2) Every dealer registered pursuant to Section 517.12, F.S., and rules thereunder shall file annually with the Office of Financial Regulation, within ninety (90) days after the conclusion of said registrant's fiscal year, audited financial statements as prepared by an independent outside auditor, unless exempted under Rule 69W-300.002, F.A.C.

(a) through (b) No change.

(c) In lieu of the provisions of paragraph (b) above, the Office of Financial Regulation will accept those statements prepared and filed by a dealer in accordance with the provisions of SEC

Rule 17a-5 (17 C.F.R. CFR § 240.17a-5 (2010)) and SEC Rule 17a-10 (17 C.F.R. CFR § 240.17a-10 (2010)), as such rules existed on July 1, 2003.

(3) and (4) No change.

(5) The federal regulations referenced in this rule are hereby incorporated by reference and may be obtained by mail from the Florida Office of Financial Regulation, Division of Securities, 200 E. Gaines Street, Tallahassee, Florida 32399. Copies of the Code of Federal Regulation are also available online through the U.S. Government Printing Office via GPO Access: <http://www.gpoaccess.gov/cfr/index.html>.

Rulemaking Specific Authority 517.03(1), 517.12(9), 517.121(2) FS. Law Implemented 517.12(9), 517.121(2) FS. History--New 12-5-79, Amended 9-20-82, Formerly 3E-600.15, Amended 6-16-92, 10-30-03, 4-8-04, Formerly 3E-600.015, Amended _____.

69W-600.016 Net Capital Requirements for Dealers and Investment Advisers.

(1) No change.

(2) All dealer applicants and registrants shall meet and at all times maintain the net capital and ratio requirements as prescribed by SEC Rule 15c3-1 including any appendices thereto (17 C.F.R. § 240.15c3-1, 240.15c3-1a, 240.15c3-1b, 240.15c3-1c and 240.15c3-1d (2010)), computed in accordance with said rule, ~~as such rule existed on January 1, 1993.~~

(a) All reporting requirements as specified in (17 C.F.R. § 240.17a-11 (2010)), ~~as such rule existed on January 1, 1993,~~ when such regulation is referred in SEC Rule 15c3-1 shall be applicable with the exception that such reports and notifications required by said rule shall be forwarded to the Office of Financial Regulation as well as the other regulatory agencies specified, if applicable.

(b) All references to (17 C.F.R. § 240.17a-3 (2010)) and (17 C.F.R. § 240.17a-4 (2010)), ~~as such provisions existed on January 1, 1993,~~ in the foregoing and subsequent provisions of Office of Financial Regulation or SEC Rules as adopted by the Office of Financial Regulation, shall be read as to mean Office of Financial Regulation, Rule 69W-600.014, F.A.C.

(3) Issuer/dealer or investment adviser applicants or registrants shall meet the net capital requirements of this section:

(a) Investment advisers who have custody of client funds or securities or who receive payment of advisory fees six months or more in advance and in excess of \$500 per client shall maintain net capital in the amount of \$25,000 calculated as prescribed by SEC Rule 15c3-1 (17 C.F.R. CFR § 240.15c3-1 (2010)), including any ratio requirements and appendices thereto, ~~as such provisions existed on January 1, 1993.~~

(b) Investment advisers who do not have custody of client funds or securities or who do not receive payment for advisory services six months or more in advance and in excess of \$500 per

client shall maintain net capital: (1) in the amount of \$5,000 calculated as prescribed by SEC Rule 15c3-1 (17 C.F.R. CFR § 240.15c3-1 (2010)), including any ratio requirements and appendices thereto, ~~as such provisions existed on January 1, 1993~~; or (2) of at least \$2,500. For purposes of option (2) of this subsection, net capital shall be defined as assets minus liabilities in accordance with United States Generally Accepted Accounting Principles as adopted by the American Institute of Certified Public Accountants, as such provisions existed on June 1, 1992.

(c) Investment advisers who compute net capital in accordance with SEC Rule 15c3-1, ~~as such rule existed on January 1, 1993~~, may exclude liabilities which are subordinated to the claims of creditors pursuant to a subordination agreement, provided such agreement complies with all terms and conditions specified in Appendix D to SEC Rule 15c3-1 (17 C.F.R. CFR § 240.15c3-1 and 240.15c3-1d (2010)), ~~as such provision existed on January 1, 1993~~, except for the requirement that such agreement be filed with and approved by the Securities and Exchange Commission. Those investment advisers who have subordination agreements in effect prior to the effective date of this subsection shall not be required to comply with the conditions specified in Appendix D to SEC Rule 15c3-1. Should the investment adviser renegotiate or enter into a new subordination agreement, the agreement must comply with the provisions of Appendix D of SEC Rule 15c3-1.

(d) An issuer/dealer shall maintain net capital, defined as assets minus liabilities and computed in accordance with United States Generally Accepted Accounting Principles as adopted by the American Institute of Certified Public Accountants, as such provisions existed on June 1, 1992, of at least \$5,000, unless required elsewhere by these rules to maintain a greater minimum net capital.

(4) through (5) No change.

(6) The federal regulations referenced in this rule are hereby incorporated by reference and may be obtained by mail from the Florida Office of Financial Regulation, Division of Securities, 200 E. Gaines Street, Tallahassee, Florida 32399. Copies of the Code of Federal Regulation are also available online through the U.S. Government Printing Office via GPO Access: <http://www.gpoaccess.gov/cfr/index.html>.

Rulemaking Specific Authority 517.03(1) FS. Law Implemented 517.12(9), (16) FS. History—New 12-5-79, Amended 9-20-82, Formerly 3E-600.16, Amended 10-15-86, 8-1-91, 6-29-93, 11-22-93, Formerly 3E-600.016, Amended _____.

69W-600.017 Customer Protection Rule – Reserve Requirements and Custody of Customer Funds and Securities.

All Dealer applicants and registrants subject to the net capital provisions of subsection 69W-600.016(2), F.A.C., shall be required to prepare and maintain such records and accounts as

specified in, and to comply in all other respects with, the provisions of SEC Rule 15c3-3 (17 C.F.R. CFR § 240.15c3-3 (2010)), which is hereby incorporated by reference and may be obtained by mail from the Florida Office of Financial Regulation, Division of Securities, 200 E. Gaines Street, Tallahassee, Florida 32399 as such provisions existed on February 28, 1992. Copies of the Code of Federal Regulation are also available online through the U.S. Government Printing Office via GPO Access: <http://www.gpoaccess.gov/cfr/index.html>. Rulemaking Specific Authority 517.03(1), 517.12(9), 517.121(2) FS. Law Implemented 517.12(9), 517.121(2) FS. History—New 12-5-79, Formerly 3E-600.17, Amended 6-16-92, Formerly 3E-600.017, Amended _____.

69W-600.020 Continuing Education Requirements.

(1) Failure to comply with any of the applicable continuing education requirements set forth in any one of the following shall be deemed a demonstration of unworthiness by a dealer or associated person under Section 517.161(1)(h), F.S.:

(a)(1) NASD Membership and Registration Rule 1120 of the Financial Industry Regulatory Authority National Association of Securities Dealers, as such provisions existed on June 23, 2010 July 1, 2003;

(b)(2) Rule 345A 345-A of the New York Stock Exchange, as such provisions existed on June 23, 2010 July 1, 2003;

(c)(3) Rule G-3(h) of the Municipal Securities Rulemaking Board, as such provisions existed on June 23, 2010 July 1, 2003;

(d)(4) Rule 341A 341-A of the American Stock Exchange, as such provisions existed on June 23, 2010 July 1, 2003;

(5) Rule 9.3A of the Chicago Board of Options Exchange, as such provisions existed on July 1, 2003;

(e)(6) Article VI, Rule 11 9 of the Chicago Stock Exchange, as such provisions existed on June 23, 2010 July 1, 2003;

(7) Rule 9.27(e) of the Pacific Stock Exchange, as such provisions existed on July 1, 2003; or

(8) Rule 640 of the Philadelphia Stock Exchange, as such provisions existed on July 1, 2003.

(2) The rules of the NASD, New York Stock Exchange, Municipal Securities Rulemaking Board, American Stock Exchange and Chicago Stock Exchange referenced in this rule are hereby incorporated by reference and may be obtained by mail from Florida Office of Financial Regulation, Division of Securities, 200 E. Gaines Street, Tallahassee, Florida 32399. Rulemaking Specific Authority 517.03(1) FS. Law Implemented 517.12(18), 517.161(1) FS. History—New 12-21-95, Amended 8-19-99, 10-30-03, Formerly 3E-600.020, Amended _____.

Rule Chapter 69W-700

THE FULL TEXT OF THE PROPOSED RULE IS:

69W-700.002 Filing of Prospectus.

(1) No change.

(2) Any prospectus which depicts the United States Securities and Exchange Commission's statement pursuant to a registration statement filed under the Securities Act of 1933 or a letter of notification under Regulation A of the Securities Act of 1933 (17 C.F.R. §§ 230.251 through 230.263 (2010)) will be considered to be in substantial compliance with the requirement of subsection (1) above. The federal regulations referenced in this rule are hereby incorporated by reference and may be obtained by mail from the Florida Office of Financial Regulation, Division of Securities, 200 E. Gaines Street, Tallahassee, Florida 32399. Copies of the Code of Federal Regulation are also available online through the U.S. Government Printing Office via GPO Access: <http://www.gpoaccess.gov/cfr/index.html>.

Rulemaking Specific Authority 517.03(1) FS. Law Implemented 517.081(3) FS. History-- (Formerly 3E-20.01) New 9-20-82, Formerly 3E-700.02, Amended 10-26-97, Formerly 3E-700.002, Amended _____.

69W-700.015 Offering Price of Equity Securities.

(1) The offering price of securities that an issuer is seeking to register shall not exceed:

(a) The established market price, for the securities of the same class as that proposed to be offered; or

(b) A proposed price that reflects a price earnings ratio of securities of similar issuers in the same industry; and further provided that the issuer has a consistent record of earnings for the preceding three (3) fiscal years; or

(c) The proposed offering price established by an underwriter under a firm underwriting commitment, if the underwriter is registered under the Securities Exchange Act of 1934 (15 U.S.C. §§ 78a through 78oo (2006 & Supp. III)) and has the financial ability to perform its commitment in light of its net capital position. The federal statutes referenced in this rule are hereby incorporated by reference and may be obtained by mail from the Florida Office of Financial Regulation, Division of Securities, 200 E. Gaines Street, Tallahassee, Florida 32399. Copies of the United States Code are also available online through the U.S. House of Representatives, Office of the Law Revision Counsel: <http://uscode.house.gov/download/downloadPDF.shtml>.

(2) through (3) No change.

(4) As a condition to registration, the Office of Financial Regulation shall require an escrow of all promotional securities issued where the Office of Financial Regulation determines that the

promoters are unfairly benefiting at the expense of the public shareholders. The escrow agreement shall comply with Section 517.181, F.S., on Form OFR-S-14-97, SCOR (Small Corporate Offering Registration) Application to Register Securities, which is incorporated by reference in subsection 69W-301.002(7), F.A.C., and shall include but not be limited to the following:

(a) through (d) No change.

Rulemaking Specific Authority 517.03(1) FS. Law Implemented 517.081(3), (7) FS. History—(Formerly 3E-20.15) New 9-20-82, Formerly 3E-700.15, Amended 11-30-97, Formerly 3E-700.015, Amended _____.

69W-700.028 Small Corporate Offering Registration (“SCOR” Offering).

(1) For the purpose of compliance with the registration provisions of Section 517.081(3)(g)2., the issuer shall file an application on Form OFR-S-12-97, SCOR (Small Corporate Offering Registration) Application to Register Securities, which is incorporated by reference in subsection 69W-301.002(7), F.A.C. The application shall include:

(a) Three (3) copies of Form U-7, Small Corporate Offering Registration Form, which is incorporated by reference in subsection 69W-301.002(7), F.A.C.;

(b) An irrevocable written Uniform Consent to Service of Process, Form U-2 or Form OFR-S-5-91, and Uniform Corporate Resolution, Form U-2A or Form OFR-S-6-91, which are incorporated by reference in subsection 69W-301.002(7), F.A.C., as described in Section 517.101, F.S. It shall be the choice of the applicant to file either the Form U-2 or the Form OFR-S-5-91, either of which are acceptable to the office. It shall also be the choice of the applicant to file either the Form U-2A or Form OFR-S-6-91;

(c) Payment of the statutory fee as required in Section 517.081, F.S.;

(d) Exhibits, where applicable, as prescribed in Part II to Form OFR-S-12-97, SCOR (Small Corporate Offering Registration) Application to Register Securities, which is incorporated by reference in subsection 69W-301.002(7), F.A.C.

(2) through (3) No change.

Rulemaking Specific Authority 517.03(1) FS. Law Implemented 517.081(3), (7) FS. History—New 11-30-97, Formerly 3E-700.028, Amended _____.

Rule Chapter 69W-800

THE FULL TEXT OF THE PROPOSED RULE IS:

69W-800.001 Filing – Notification Registration Including Shelf Filings.

(1) An application for Notification Registration or a shelf filing not in conflict with the provisions of Section 517.082(3), Florida Statutes, shall be filed on OFR FORM-S-3-91, Notification Registration (~~Revised 1-91~~); and Form U-1, Uniform Application to Register Securities (~~Effective 10/97~~), which are hereby incorporated by reference in subsection 69W-301.002(7), F.A.C. The application shall include:

(a) One (1) copy of the initial registration statement as filed with the United States Securities and Exchange Commission unless effective upon filing with the Office of Financial Regulation;

(b) An irrevocable written Uniform Consent to Service of Process, Form U-2 or Form OFR-S-5-91 and Uniform Corporate Resolution, Form U-2A or Form OFR-S-6-91, which are incorporated by reference in subsection 69W-301.002(7), F.A.C., as described in Section 517.101, Florida Statutes. It shall be the choice of the applicant to file either the Form U-2 or the Form OFR-S-5-91, either of which are acceptable to the office. It shall also be the choice of the applicant to file either the Form U-2A or Form OFR-S-6-91;

(c) Payment of the statutory fee as required in Section 517.082, Florida Statutes;

(d) One (1) copy of the final pricing amendment/final prospectus as per the effective registration date with the Securities and Exchange Commission, except for Shelf Registration offerings to be made on a delayed or continuous basis pursuant to SEC Rule 415 (17 C.F.R. § 230.415 (2010)), which is incorporated by reference and may be obtained by mail from the Florida Office of Financial Regulation, Division of Securities, 200 E. Gaines Street, Tallahassee, Florida 32399; and

(e) No change.

(2) through (6) No change.

~~(7) The forms adopted by the Office of Financial Regulation for registration under this section are as follows:~~

~~(a) OFR FORM S 3-91, Notification Registration (Revised 1-91).~~

~~(b) Form U-1, Uniform Application to Register Securities (effective 10/97).~~

~~(c) Form U-2, Uniform Consent to Service of Process and Form U-2A, Uniform Corporate Resolution (effective 10-1-96).~~

~~(d) OFR S 5-91, Uniform Consent to Service of Process (Revised 1-91).~~

~~(e) OFR S 6-91, Corporate Resolution (Revised 1-91).~~

Rulemaking Specific Authority 517.03(1) FS. Law Implemented 517.082 FS. History–New 10-15-86, Amended 12-8-87, 7-31-91, 10-1-96, 10-20-97, Formerly 3E-800.001, Amended _____.

69W-800.003 Effective Registration.

(1) No change.

(2) A registration under Section 517.082, F.S., shall be filed in accordance with subsection 69W-301.002(2), F.A.C. ~~The Office of Financial Regulation shall deem an application to be officially received at such time as it has been date stamped by the cashier's office of the Office of Financial Regulation accompanied by the required fee or upon acceptance by the Securities Registration Depository (SRD) and notice by SRD to this state of such filing.~~

(3) No change.

Rulemaking Specific Authority 517.03(1) FS. Law Implemented 120.53(1)(a), (b), 517.051(11), 517.082 FS. History—New 10-15-86, Amended 11-14-93, 10-1-96, Formerly 3E-800.003, Amended_____.

69W-800.004 Circulation of Preliminary Prospectus.

A preliminary prospectus if designated as such may be used by dealers registered with the Office of Financial Regulation, provided that the Notification Registration (OFR FORM-S-3-91) ~~(Revised 1-91)~~, which is incorporated by reference in subsection 69W-301.002(7), F.A.C., has been filed with the Office of Financial Regulation and each purchaser of securities is provided not later than the time of the sale of securities with the offering circular contained in the definitive registration statement effective under the Securities Act of 1933 as referenced in Section 517.082, Florida Statutes.

Rulemaking Specific Authority 517.03(1) FS. Law Implemented 517.082 FS. History—New 10-15-86, Amended 12-8-87, 7-31-91, 10-1-96, 10-20-97, Formerly 3E-800.004, Amended_____.

Rule Chapter 69W-900

THE FULL TEXT OF THE PROPOSED RULE IS:

69W-900.001 Disclosure of Business Activities in Cuba.

(1) For purposes of Section 517.075, Florida Statutes, a prospectus shall be defined as:

(a) A final prospectus containing the information required by Section 10(a) of the Securities Act of 1933 (15 U.S.C. § 77j(a) (2006 & Supp. III)), for securities registered pursuant to Section 517.082, Florida Statutes; or

(b) A final prospectus in the form prescribed by Rule 69W-700.003, F.A.C., for securities registered pursuant to Section 517.081, Florida Statutes.

(c) The term prospectus shall not include amendments or supplements to a prospectus that is part of a registration statement filed with the Securities and Exchange Commission under Rule 415 of the Securities Act of 1933 (17 C.F.R. CFR § 230.415 (2010)).

(d) The federal regulations and federal statutes referenced in this subsection are hereby incorporated by reference and may be obtained by mail from the Florida Office of Financial Regulation, Division of Securities, 200 E. Gaines Street, Tallahassee, Florida 32399. Copies of the United States Code are also available online through the U.S. House of Representatives, Office of the Law Revision Counsel: <http://uscode.house.gov/download/downloadPDF.shtml>. Copies of the Code of Federal Regulation are also available online through the U.S. Government Printing Office via GPO Access: <http://www.gpoaccess.gov/cfr/index.html>.

(2) The disclosure and notice requirements of Section 517.075, Florida Statutes, apply only to issuers filing initial or renewal applications for securities registration pursuant to Section 517.081 or 517.082, Florida Statutes, on or subsequent to April 10, 1992, who:

(a) Conduct business or have affiliates who conduct business in or with Cuba;

(b) Commence doing business in or with Cuba after the issuer's securities become effective with the Office of Financial Regulation; or

(c) Are required by Florida Law to report a material change in information previously reported regarding business conducted in or with Cuba.

(3) The Office of Financial Regulation's CUBA FORM (~~4/92~~), which is hereby incorporated by reference in subsection 69W-301.002(7), F.A.C., and available from the Office of Financial Regulation, shall be used to notify the Office of Financial Regulation of any business or change in business as required by subsection (3) of Section 517.075, Florida Statutes.

(a) When required by Section 517.075, Florida Statutes, such form shall be filed with the Office of Financial Regulation.

(b) The obligation to provide updated information required by subsection 517.075(3), Florida Statutes, shall terminate when the distribution of the securities has been completed.

Rulemaking Specific Authority 517.075 FS. Law Implemented 517.075 FS. History—New 8-17-92, Formerly 3E-900.001, Amended_____.

Rule Chapter 69W-1000

THE FULL TEXT OF THE PROPOSED RULE IS:

69W-1000.001 Disciplinary Guidelines.

(1) Pursuant to Section 517.1611, F.S., disciplinary guidelines applicable to each ground for which disciplinary action may be imposed by the Office against an individual or a firm under Chapter 517, F.S., are hereby adopted. The disciplinary guidelines are contained in "Office of Financial Regulation, Division of Securities, Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons", which is hereby incorporated by reference. A copy of the disciplinary guidelines may be obtained by mail from the Florida Office of Financial Regulation, Division of Securities, 200 E. Gaines Street, Tallahassee, Florida 32399, or may be obtained electronically through the following website: <http://www.flofr.com/Securities/index.htm>.

(2) Each violation of any provision of Chapter 517, F.S., or the rules adopted under the rulemaking authority of Chapter 517, F.S., constitutes a ground for disciplinary action by the Office. The level of sanction imposed for each violation of a ground for disciplinary action is reflected in the disciplinary guidelines. In determining an appropriate sanction for each violation of a ground for disciplinary action, the Office shall consider the circumstances set forth in subsection (5).

(3) In accordance with the disciplinary guidelines contained in this rule:

(a) The Office may impose a cease and desist order in conjunction with and in addition to any of the designated sanctions set forth in this rule when appropriate under the circumstances; and

(b) The Office has determined that repeated disciplinary action for violations of the same or similar ground for disciplinary action should be punished more severely than a first disciplinary action for violation of a ground for disciplinary action. In most instances of repeated violations of a ground for disciplinary action, the disciplinary guidelines allow for increasingly severe sanctions.

(4) The list of grounds for disciplinary action is intended to be comprehensive, but the omission of a violation from the list does not preclude the Office from taking any action authorized by Chapter 517, F.S.

(5) In accordance with Section 517.1611(1)(a), F.S., the Office will consider the following mitigating and aggravating circumstances in determining the appropriate level of sanction within the range of sanctions prescribed in this rule for each violation of a ground for disciplinary action:

(a) The individual's or firm's disciplinary history;

(b) Whether the individual or firm self-reported the conduct to regulatory authorities prior to examination or discovery by regulatory authorities;

(c) Whether the firm implemented corrective measures, prior to examination or discovery by regulatory authorities, to revise procedures to avoid recurrence of misconduct;

(d) Whether the individual or firm, prior to the entry of a Final Order, voluntarily made restitution or otherwise remedied the misconduct;

(e) Whether, at the time of the violation, the firm had controls and procedures that were implemented and reasonably designed to prevent or detect such a violation;

(f) Whether, at the time of the violation, the firm developed and implemented adequate training and educational initiatives;

(g) Whether the individual or firm demonstrated reasonable reliance on competent legal advice;

(h) Whether the individual or firm engaged in numerous acts to facilitate the violation or whether multiple clients were impacted by the acts or both;

(i) Whether the individual or firm engaged in the misconduct over an extended period of time;

(j) Whether the individual or firm attempted to conceal his or her misconduct or to lull into inactivity, mislead, deceive or intimidate a customer, regulatory authorities or, in the case of an individual respondent, the firm with which he or she is or was associated;

(k) With respect to other parties, including the investing public, the firm with which an individual respondent is associated or other market participants:

1. Whether the individual's or firm's misconduct resulted directly or indirectly in injury to such other parties, and

2. The nature and extent of the injury;

(l) Whether the individual or firm provided substantial assistance to the Office in its examination or investigation of the underlying misconduct, or whether the respondent attempted to impede or delay Office's examination or investigation, to conceal or withhold information from the Office, or to provide incomplete, inaccurate or misleading testimony or documentary information to the Office;

(m) Whether the individual's or firm's misconduct was the result of an intentional act, recklessness or negligence;

(n) Whether the firm with which an individual is or was associated disciplined the individual for the misconduct at issue prior to discovery by regulatory authorities and the extent of the discipline imposed by the firm;

(o) Whether the individual or firm engaged in the misconduct at issue, notwithstanding prior direct notice from the Office, another regulatory authority or the firm's staff, that the conduct may or will violate the provisions of Chapter 517, F.S.;

(p) Whether the individual or firm can demonstrate that the misconduct at issue was not reflective of their historical compliance record;

(q) Whether the individual's or firm's misconduct resulted in actual or potential financial or other gain or the value of such gain,

(r) The number, size and character of the transactions at issue;

(s) The age, financial status, and level of investment sophistication of the investor;

(t) Whether the violation is attributable to a principal, manager, supervisor or person exercising a similar function;

(u) The financial resources of the firm, nature of the firm's business, the number of individuals registered with the firm, the level of trading activity of the firm, other entities the firm controls, is controlled by, or is under common control with;

(v) Whether the violation of the ground for disciplinary action is the result of an individual acting alone or the result of two or more persons acting in furtherance of an agreement, scheme or plan; and

(w) Other relevant, case-specific circumstances.

(6) In accordance with Section 517.1611(1)(b), F.S., the Office will consider the circumstances in subsection (5) when determining whether a deviation from the range of sanctions prescribed in the disciplinary guidelines is warranted.

(7)(a) The fines imposed for violation of a ground for disciplinary action are up to \$2,000 for a level "A" fine, \$2,001 to \$5,000 for a level "B" fine, \$5,001 to \$7,500 for a level "C" fine and \$7,501 to \$10,000 for a level "D" fine. The mitigating and aggravating circumstances provided in subsection (5) may be applied to the fines imposed for violation of a ground for disciplinary action resulting in a range of fines of up to \$2,000 for a level "A" fine, \$2,001 to \$5,000 for a level "B" fine, \$5,001 to \$7,500 for a level "C" fine and \$7,501 to \$10,000 for a level "D" fine.

(b) A Notice of Noncompliance shall be a statement issued by the Office as described in Section 120.695, F.S. For the purpose of this rule, a Notice of Noncompliance is not considered an occurrence of a violation.

(c) A previous "occurrence" is the same or similar misconduct which was the subject of a Final Order entered by the Office prior to the acts or omissions which are the subject of the current action by the Office.

(8) The ranges for suspensions imposed by this rule are up to 5 days for an "A" level suspension; 6 to 30 days for a "B" level suspension; and, over 30 days for a "C" level suspension. A business day is defined as a day the major stock exchanges are open. Suspensions of 30 or fewer days are measured in business days while a suspension of 31 or more days is measured in calendar days. The mitigating and aggravating circumstances provided in subsection (5) may be applied to the suspensions imposed for violation of a ground for disciplinary action

resulting in a range of suspension of up to 5 days for an “A” level suspension; 6 to 30 days for a “B” level suspension; and over 30 days for a “C” level suspension.

(9) In addition to the provisions of this rule, the Office may, when appropriate, seek civil remedies including the entry of an injunction, the appointment of a receiver by a court of competent jurisdiction, or any other remedy authorized by law.

Rulemaking Authority 517.1611(1) FS. Law Implemented 517.1611(1) FS. History–

New _____.

Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000.001, F.A.C., Effective: XX/XX/2010

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
1	Dealer Securities Registration	517.07	Registration of securities	Notice of Non-Compliance, Fine B to Fine C, Restriction, Suspension A to Suspension C	Fine B to Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar
2	Dealer/Agent Registration	517.12	Registration of dealers, associated persons, and branch offices	Notice of Non-Compliance, Fine A to Fine C, Restriction, Suspension A to Suspension C	Fine A to Fine C, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar
3	Dealer Books and Records	517.121(1),(2)	Books and records requirements; examinations.	Notice of Non-Compliance, Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar
4	Dealer Books and Records	517.121(3)	Books and records requirements; examinations.	Summary Suspension	Summary Suspension	Summary Suspension
5	Dealer/Agent Registration	517.161	Revocation, denial, or suspension of registration of dealer, investment adviser, associated person, or branch office.	Denial without prejudice to reapply, Denial, Restriction, Suspension, Summary Suspension Revocation, Bar	Denial without prejudice to reapply, Denial, Restriction, Suspension, Summary Suspension Revocation, Bar	Denial without prejudice to reapply, Denial, Restriction, Suspension, Summary Suspension Revocation, Bar
6	Dealer/Agent Anti-Fraud	517.275	Commodities; prohibited practices.	Restriction, Fine A to Fine D, Suspension A to Suspension C, Revocation, Bar	Restriction, Fine A to Fine D, Suspension A to Suspension C, Revocation, Bar	Restriction, Fine A to Fine D, Suspension A to Suspension C, Revocation, Bar
7	Dealer/Agent Anti-Fraud	517.301	Fraudulent transactions; falsification or concealment of facts.	Fine D, Revocation, Bar	Fine D, Revocation, Bar	Fine D, Revocation, Bar
8	Dealer/Agent Anti-Fraud	517.311	False representations; deceptive words; enforcement.	Fine D, Revocation, Bar	Fine D, Revocation, Bar	Fine D, Revocation, Bar
9	Dealer/Agent Anti-Fraud	517.312	Securities, investments, boiler rooms; prohibited practices; remedies.	Fine D, Revocation, Bar	Fine D, Revocation, Bar	Fine D, Revocation, Bar
10	Dealer Books and Records	69W-700.021	Independent Transfer Agent and/or Registrar.	Notice of Non-Compliance, Fine A to Fine C	Fine B to Fine C	Fine D
11	Dealer Books and Records	69W-700.024	Submission of Final Documents.	Notice of Non-Compliance, Fine A to Fine C	Fine B to Fine C	Fine D
12	Dealer/Agent Sales Practices	69W-100.006	Projected Financial Statements or Presentations	Notice of Non-Compliance, Fine A to Fine B, Restriction	Fine A to Fine B, Restriction	Fine A to Fine C, Restriction

Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000.001, F.A.C., Effective: XX/XX/2010

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
13	Dealer/Agent Anti-Fraud	69W-900	Disclosure of Business Activities in Cuba.	Notice of Non-Compliance, Fine B to Fine C	Fine B to Fine D	Fine D, Suspension B to Suspension C, Revocation
14	Dealer/Agent Sales Practices	69W-100.007	Advertising and Sales Literature	Notice of Non-Compliance, Fine A	Fine A to Fine B, Restriction, Suspension A	Fine A to Fine C, Restriction, Suspension B
15	Dealer/Agent Sales Practices	69W-600.013(1)(a)	Extension of Credit	Notice of Non-Compliance, Fine B to Fine C	Fine B to Fine D, Suspension A to Suspension B, Revocation	Fine C to Fine D, Suspension B to Suspension C, Revocation, Bar
16	Dealer/Agent Sales Practices	69W-600.013(2)(h) - [(1)(b)]	Margin Agreement	Notice of Non-Compliance, Fine B to Fine C	Fine B to Fine D, Suspension A to Suspension B, Restriction	Fine C to Fine D, Suspension B to Suspension C, Revocation, Bar
17	Dealer/Agent Sales Practices	69W-600.013(1)(b)	Margin Agreement	Notice of Non-Compliance, Fine B to Fine C	Fine B to Fine D, Suspension A to Suspension B, Restriction	Fine C to Fine D, Suspension B to Suspension C, Revocation, Bar
18	Dealer/Agent Sales Practices	69W-600.013(1)(c)	Segregation of Securities	Notice of Non-Compliance, Fine B to Fine C	Fine B to Fine D, Suspension A to Suspension B	Fine C to Fine D, Suspension B to Suspension C, Revocation
19	Dealer/Agent Sales Practices	69W-600.013(1)(d)	Hypothecating of Securities	Notice of Non-Compliance, Fine B to Fine D	Fine C to Fine D, Suspension B to Suspension C, Restriction	Fine D, Suspension C, Revocation
20	Dealer/Agent Sales Practices	69W-600.013(1)(e)	Failing to Execute an Order	Notice of Non-Compliance, Fine B to Fine D, Restriction	Fine B to Fine D, Suspension A to Suspension C, Restriction	Fine D, Suspension A to Suspension C, Revocation, Bar
21	Dealer/Agent Sales Practices	69W-600.013(1)(f)	Unregistered Securities	Notice of Non-Compliance, Fine B to Fine C, Restriction, Suspension A to Suspension C	Fine B to Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar
22	Dealer/Agent Sales Practices	69W-600.013(1)(g)	Representation of Qualifications	Notice of Non-Compliance, Fine C to Fine D, Suspension A to Suspension B, Restriction	Fine C to Fine D, Suspension B to Suspension C, Restriction, Revocation	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar
23	Dealer/Agent Sales Practices	69W-600.013(1)(h) and (2)(h) NASD Rule 2110	High standards of commercial honor and just and equitable principles of trade.	Fine C to Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine D, Restriction, Suspension C, Revocation, Bar	Fine D, Revocation, Bar
24	Dealer/Agent Sales Practices	69W-600.013(1)(h) and (2)(h) FINRA Rule 5230	Payments Involving Publications that Influence the Market Price of a Security	Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar	Fine D, Revocation, Bar

Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000.001, F.A.C., Effective: XX/XX/2010

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
25	Dealer/Agent Sales Practices	69W-600.013(1)(h), and (2)(h) FINRA Rule 5240	Anti-Intimidation /Coordination	Fine D, Restriction, Suspension B to Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar	Fine D, Revocation, Bar
26	Dealer/Agent Sales Practices	69W-600.013(1)(h), and (2)(h) FINRA Rule 2010	Standards of Commercial Honor and Principles of Trade	Fine C to Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine D, Restriction, Suspension C, Revocation, Bar	Fine D, Revocation, Bar
27	Dealer/Agent Sales Practices	69W-600.013(1)(h) and (2)(h) FINRA Rule 2020	Use of Manipulative, Deceptive or Other Fraudulent Devices	Fine D, Suspension C, Revocation, Bar	Fine D, Revocation, Bar	Fine D, Revocation, Bar
28	Dealer/Agent Sales Practices	69W-600.013(1)(h) and (2)(h) FINRA Rule 2114(a)	Recommendations to Customers in OTC Equity Securities	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine D, Restriction, Suspension C, Revocation	Fine D, Revocation, Bar
29	Dealer/Agent Sales Practices	69W-600.013(1)(h) and (2)(h) FINRA Rule 2114(c)	Recommendations to Customers in OTC Equity Securities	Notice of Non-Compliance, Fine C to Fine D, Restriction	Fine C to Fine D, Restriction, Suspension A	Fine D, Suspension C,
30	Dealer/Agent Sales Practices	69W-600.013(1)(h) and (2)(h) FINRA Rule 2114(d)	Recommendations to Customers in OTC Equity Securities	Fine B to Fine C, Restriction, Suspension A	Fine C to Fine D, Restriction, Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar
31	Dealer/Agent Sales Practices	69W-600.013(1)(h) and (2)(h) FINRA Rule 2124	Net Transactions with Customers	Fine C to Fine D, Restriction	Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar
32	Dealer/Agent Sales Practices	69W-600.013(1)(h) and (2)(h) FINRA Rule 2140	Interfering With the Transfer of Customer Accounts in the Context of Employment Disputes	Notice of Non-Compliance, Fine B to Fine C	Fine C to Fine D	Fine D, Suspension A to Suspension B
33	Dealer/Agent Sales Practices	69W-600.013(1)(h) and (2)(h) FINRA Rule 2150(a)	Improper Use of Customers' Securities or Funds; Prohibition Against Guarantees and Sharing in Accounts	Fine D, Restriction, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
34	Dealer/Agent Sales Practices	69W-600.013(1)(h) and (2)(h) FINRA Rule 2150(b)	Improper Use of Customers' Securities or Funds; Prohibition Against Guarantees and Sharing in Accounts	Fine C to Fine D, Restriction, Suspension B to Suspension C, Revocation	Fine D, Restriction, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
35	Dealer/Agent Sales Practices	69W-600.013(1)(h) and (2)(h) FINRA Rule 2150(c)	Improper Use of Customers' Securities or Funds; Prohibition Against Guarantees and Sharing in Accounts	Fine C, Restriction, Suspension B to Suspension C	Fine D, Restriction, Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar
36	Dealer/Agent Sales Practices	69W-600.013(1)(h) and (2)(h) FINRA Rule 2220(b)(c)	Options Communication	Fine B to Fine C, Restriction	Fine C to Fine D, Restriction, Suspension B to Suspension C	Fine D, Suspension C

Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000.001, F.A.C., Effective: XX/XX/2010

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
37	Dealer/Agent Sales Practices	69W-600.013(1)(h)I and (2)(h) FINRA Rule 2262	Disclosure of Control Relationship with Issuer	Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
38	Dealer/Agent Sales Practices	69W-600.013(1)(h)I and (2)(h) FINRA Rule 2264	Margin Disclosure Statement	Fine B to Fine C, Restriction	Fine D, Restriction, Suspension A to Suspension B	Fine D, Suspension C, Revocation, Bar
39	Dealer/Agent Sales Practices	69W-600.013(1)(h)I and (2)(h) FINRA Rule 2265	Extended Hours Trading Risk Disclosure	Notice of Non-Compliance, Fine B to Fine C	Fine B to Fine D, Restriction	Fine C to Fine D, Suspension B to Suspension C
40	Dealer/Agent Sales Practices	69W-600.013(1)(h)I and (2)(h) FINRA Rule 2266	SIPC Information	Notice of Non-Compliance, Fine A	Fine A	Fine B
41	Dealer/Agent Sales Practices	69W-600.013(1)(h)I and (2)(h) FINRA Rule 2267	Investor Education and Protection	Notice of Non-Compliance, Fine A	Fine A	Fine B
42	Dealer/Agent Sales Practices	69W-600.013(1)(h)I and (2)(h) FINRA Rule 2269	Disclosure of Participation or Interest in Primary or Secondary Distribution	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
43	Dealer/Agent Sales Practices	69W-600.013(1)(h)I and (2)(h) FINRA Rule 2310(b)	Direct Participation Programs	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine D, Restriction, Suspension C, Revocation	Fine D, Revocation, Bar
44	Dealer/Agent Sales Practices	69W-600.013(1)(h)I and (2)(h) FINRA Rule 2310(c)	Direct Participation Programs	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine D, Restriction, Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar
45	Dealer/Agent Sales Practices	69W-600.013(1)(h)I and (2)(h) FINRA Rule 2320	Variable Contracts of an Insurance Company	Notice of Non-Compliance, Fine C to Fine D, Restriction, Suspension A to Suspension C	Fine D, Restriction, Suspension B to Suspension C, Revocation	Fine D, Suspension C, Revocation
46	Dealer/Agent Sales Practices	69W-600.013(1)(h)I and (2)(h) FINRA Rule 2342	"Breakpoint" Sales	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine D, Restriction, Suspension C, Revocation	Fine D, Revocation, Bar
47	Dealer/Agent Sales Practices	69W-600.013(1)(h)I and (2)(h) FINRA Rule 2352	Account Approval - Trading in Index Warrants, Currency Index Warrants and Currency Warrants	Notice of Non-Compliance, Fine B to Fine C	Fine B to Fine D, Restriction, Suspension A	Fine C to Fine D, Suspension A to Suspension C
48	Dealer/Agent Sales Practices	69W-600.013(1)(h)I and (2)(h) FINRA Rule 2353	Suitability - Trading in Index Warrants, Currency Index Warrants and Currency Warrants	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine D, Restriction, Suspension C, Revocation	Fine D, Revocation, Bar

Fine A = Up to \$2,000; Fine B = \$2,001 to \$5,000; Fine C = \$5,001 to \$7,500; Fine D = \$7,501 to \$10,000 / Suspension A = 5 days; Suspension B = 6 to 30 days; Suspension C = over 30 days

**Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000.001, F.A.C., Effective: XX/XX/2010**

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
49	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) FINRA Rule 2354	Discretionary Accounts - Trading in Index Warrants, Currency Index Warrants and Currency Warrants	Notice of Non-Compliance, Fine B to Fine C, Restriction	Fine B to D, Restriction, Suspension B	Fine D, Suspension C, Revocation
50	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) FINRA Rule 2355	Supervision of Accounts - Trading in Index Warrants, Currency Index Warrants and Currency Warrants	Notice of Non-Compliance, Fine B to Fine D, Restriction	Fine B to Fine D, Restriction	Fine C to Fine D, Suspension A, Restriction
51	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) FINRA Rule 2357	Communications with the Public and Customers Concerning Index Warrants, Currency Index Warrants and Currency Warrants	Notice of Non-Compliance, Fine B to Fine C, Restriction	Fine C to Fine D, Restriction, Suspension B to Suspension C	Fine D, Suspension C
52	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) FINRA Rule 2358	Maintenance of Records - Trading in Index Warrants, Currency Index Warrants and Currency Warrants	Notice of Non-Compliance, Fine A to Fine B	Fine A to Fine C, Restriction	Fine C to Fine D, Suspension A to Suspension C
53	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) FINRA Rule 2359	Position and Exercise Limits; Liquidations - Trading in Index Warrants, Currency Index Warrants and Currency Warrants	Fine C to Fine D, Restriction	Fine D, Restriction, Suspension B to Suspension C	Fine D, Suspension C, Revocation, Bar
54	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) FINRA Rule 2360	Options	Notice of Non-Compliance, Fine B to Fine D, Restriction, Suspension A to Suspension B	Fine B to D, Restriction, Suspension B	Fine D, Suspension C, Revocation
55	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) FINRA Rule 2370(b)	Security Futures	Notice of Non-Compliance, Fine B to Fine C, Restriction	Fine B to D, Restriction, Suspension A to Suspension B	Fine D, Suspension B to Suspension C, Revocation
56	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) FINRA Rule 3310	Anti-Money Laundering Compliance Program	Notice of Non-Compliance, Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
57	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2210(b)	Communications with the Public	Notice of Non-Compliance, Fine A to Fine C, Restriction	Fine A to Fine C, Restriction	Fine C to Fine D, Suspension A to Suspension B
58	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2210(c)	Communications with the Public	Notice of Non-Compliance, Fine A to Fine C, Restriction	Fine A to Fine C, Restriction	Fine C to Fine D, Suspension A to Suspension B

**Office of Financial Regulation
Division of Securities
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Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
59	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2210(d), (e)	Communications with the Public	Notice of Non-Compliance, Fine B to Fine C, Suspension A to Suspension B, Restriction	Fine B to Fine D, Restriction, Suspension B to Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar
60	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2212(a),(b)	Telemarketing	Notice of Non-Compliance, Fine A to Fine B, Restriction	Fine B to Fine D, Restriction	Fine D
61	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2212(d)	Telemarketing	Notice of Non-Compliance, Fine C, Restriction	Fine D, Restriction	Fine D, Suspension A
62	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2220(d)	Options Communication	Notice of Non-Compliance, Fine B to Fine C, Suspension A to Suspension B, Restriction	Fine B to Fine D, Restriction, Suspension B to Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar
63	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2240	Disclosure of Control Relationship with Issuer	Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
64	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2250	Disclosure of Participation or Interest in Primary or Secondary Distribution	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
65	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2260	Forwarding of Proxy and Other Materials	Notice of Non-Compliance, Fine A to Fine B	Fine B to Fine C	Fine C to Fine D
66	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2270	Disclosure of Financial Condition to Customers	Fine B to Fine C	Fine B to Fine D	Fine D, Suspension A
67	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2310	Recommendations to Customers (Suitability)	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine D, Restriction, Suspension C, Revocation	Fine D, Revocation, Bar
68	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2320	Best Execution and Interpositioning	Notice of Non-Compliance, Fine A to Fine B, Restriction, Suspension A to B, Revocation	Fine A to Fine C, Restriction, Suspension A to B, Revocation	Fine B to Fine D, Restriction, Suspension B to C, Revocation, Bar
69	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2340	Customer Account Statements	Notice of Non-Compliance, Fine A to Fine B	Fine A to Fine C, Suspension A	Fine C to Fine D, Suspension B to Suspension C
70	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2341	Margin Disclosure Statement	Notice of Non-Compliance, Fine A to Fine B	Fine A to Fine C, Suspension A	Fine C to Fine D, Suspension B
71	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2350(c)	Broker/Dealer Conduct on the Premises of Financial Institutions	Notice of Non-Compliance, Fine B to Fine C, Restriction	Fine B to Fine D, Restriction, Suspension A	Fine D, Suspension C, Revocation, Bar

Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
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72	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2360	Approval Procedures for Day-Trading Accounts	Notice of Non-Compliance, Fine B to Fine C, Restriction	Fine C to Fine D, Suspension A to B	Fine C to Fine D, Suspension B to C
73	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) FINRA Rule 3240	Borrowing From or Lending to Customers	Notice of Non-Compliance, Fine B to Fine C, Restriction, Suspension A to Suspension C	Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
74	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2410	Net Prices to Persons Not in Investment Banking or Securities Business	Fine D, Restriction	Fine D, Restriction, Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar
75	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2420	Dealing with Non-Members	Fine D, Restriction, Suspension A to Suspension B	Fine D, Restriction, Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar
76	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2430	Charges for Services Performed	Notice of Non-Compliance, Fine B to Fine C, Restriction, Suspension A	Fine B to Fine D, Restriction, Suspension B	Fine C to Fine D, Suspension C, Revocation, Bar
77	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2440	Fair Prices and Commissions	Fine B to Fine D, Restriction, Suspension A to C, Revocation, Bar	Fine D, Restriction, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
78	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2441	Net Transactions with Customers	Fine D, Restriction	Fine D, Restriction, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
79	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2450	Installment or Partial Sales	Fine B to Fine D, Restriction, Suspension A	Fine C to Fine D, Restriction, Suspension A to Suspension B	Fine D, Suspension B to Suspension C, Revocation, Bar
80	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2460	Payments for Market Making	Fine C to D, Suspension B to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
81	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) FINRA Rule 5250	Payments for Market Making	Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar	Fine D, Revocation, Bar
82	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2510(a)	Discretionary Accounts	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine D, Restriction, Suspension C, Revocation	Fine D, Revocation, Bar
83	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2510(b),(c)	Discretionary Accounts	Notice of Non-Compliance, Fine A to Fine C, Restriction	Fine B to Fine C, Restriction, Suspension A to Suspension B	Fine C to Fine D, Suspension B to Suspension C, Revocation, Bar
84	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2711	Research Analysis and Research Reports	Notice of Non-Compliance, Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine D, Restriction, Suspension C, Revocation, Bar

Fine A = Up to \$2,000; Fine B = \$2,001 to \$5,000; Fine C = \$5,001 to \$7,500; Fine D = \$7,501 to \$10,000 / Suspension A = 5 days; Suspension B = 6 to 30 days; Suspension C = over 30 days

Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
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85	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) FINRA Rule 5280	Trading Ahead of Research Reports	Fine D, Restriction, Suspension B to Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar	Fine D, Revocation, Bar
86	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2720	Public Offerings of Securities With Conflicts of Interest	Notice of Non-Compliance, Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine C to Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine D, Restriction, Suspension C, Revocation, Bar
87	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2730	Securities Taken in Trade	Fine B to Fine D, Restriction	Fine C to Fine D, Restriction, Suspension B	Fine D, Suspension C, Revocation, Bar
88	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2740	Selling Concessions, Discounts and Other Allowances	Fine C to Fine D, Restriction	Fine D, Restriction, Suspension A to Suspension B	Fine D, Suspension C, Revocation, Bar
89	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2750	Transactions with Related Persons	Fine C to Fine D, Restriction, Suspension A	Fine D, Suspension B to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
90	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2760	Offerings 'At the Market'	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
91	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2770	Disclosure of Price in Selling Agreements	Fine C to Fine D, Restriction, Suspension A	Fine D, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
92	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2780	Solicitation of Purchases on an Exchange to Facilitate a Distribution of Securities	Fine D, Restriction, Suspension A to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
93	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2821	Members' Responsibilities Regarding Deferred Variable Annuities	Notice of Non-Compliance, Fine C to Fine D, Restriction, Suspension A to Suspension C	Fine D, Restriction, Suspension B to Suspension C, Revocation	Fine D, Suspension C, Revocation
94	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2830	Investment Company Securities	Fine C to Fine D, Restriction, Suspension A	Fine D, Restriction, Suspension A to Suspension C	Fine D, Suspension C, Revocation, Bar
95	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2910	Disclosure of Financial Condition to Other Members	Fine C to Fine D, Restriction, Suspension A	Fine D, Restriction, Suspension A to Suspension C	Fine D, Suspension C, Revocation, Bar
96	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 3010	Supervision	Notice of Non-Compliance Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine D, Restriction, Suspension A to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar

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97	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 3011	Anti-Money Laundering Compliance Program	Notice of Non-Compliance, Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation, Bar	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
98	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 3012	Supervisory Control System	Notice of Non-Compliance, Fine D, Restriction	Fine D, Restriction, Suspension A to Suspension B	Fine D, Suspension C, Restriction, Revocation, Bar
99	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h), FINRA Rule 3130	Annual Certification of Compliance and Supervisory Processes	Notice of Non-Compliance, Fine C to Fine D, Restriction	Fine C to Fine D, Restriction, Suspension A to Suspension B	Fine D, Suspension B to Suspension C, Restriction
100	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h), NASD Rule 3020	Fidelity Bonds	Fine C to Fine D, Restriction	Fine D, Restriction, Suspension A to Suspension C	Fine D, Suspension C, Revocation, Bar
101	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 3030	Outside Business Activity	Notice of Non-Compliance, Fine A to Fine C, Restriction, Suspension A to Suspension C	Fine C to Fine D, Restriction, Suspension B to Suspension C, Revocation	Fine C to Fine D, Suspension B to Suspension C, Revocation, Bar
102	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 3040	Private Securities Transactions	Fine B to Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
103	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 3070	Reporting Requirements	Fine C to Fine D, Restriction, Suspension A	Fine D, Suspension A to Suspension C	Fine D, Suspension C, Revocation, Bar
104	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 3210	Short Sale Delivery Requirements	Notice of Non-Compliance, Fine B to Fine C, Restriction, Suspension A	Fine C to Fine D, Restriction, Suspension A to Suspension C	Fine D, Suspension B to Suspension C, Revocation, Bar
105	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 3220	Adjustment of Open Orders	Fine B to Fine C	Fine C to Fine D, Suspension A	Fine D, Suspension C
106	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 3230	Clearing Agreements	Fine C to Fine D	Fine D	Fine D, Suspension A to Suspension B
107	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rules 3110-3170	Books and Records	Notice of Non-Compliance, Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar
108	Dealer/Agent Sales Practices	69W-600.013(1)(h)2 NASD Rules 2111	Trading Ahead of Customer Market Orders	Fine B to Fine D, Restriction, Suspension A to Suspension C, Revocation, Bar	Fine D, Suspension A to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar

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109	Dealer/Agent Sales Practices	69W-600.013(1)(h)2 New York Stock Exchange Rules 435	Registration and Qualifications	Notice of Non-Compliance, Fine B to Fine D, Restriction	Fine B to Fine D, Restriction, Suspension A	Fine D, Restriction, Suspension B to Suspension C
110	Dealer/Agent Sales Practices	69W-600.013(1)(h)2 New York Stock Exchange Rules 405	Know Your Customer	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine D, Restriction, Suspension C, Revocation	Fine D, Revocation, Bar
111	Dealer/Agent Sales Practices	69W-600.013(1)(h)2 New York Stock Exchange Rules 412	Account Transfers Between Firms	Notice of Non-Compliance, Fine B to Fine D	Fine B to Fine D, Suspension A	Fine D, Suspension B to Suspension C
112	Dealer/Agent Sales Practices	69W-600.013(1)(h)2 New York Stock Exchange Rules 435	Rumors	Fine C to Fine D, Suspension B to Suspension C, Revocation	Fine D, Restriction, Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar
113	Dealer/Agent Sales Practices	69W-600.013(1)(h)3 17 CFR 230.419	Blank Check Offerings	Fine C to Fine D, Restriction, Suspension A to Suspension C	Fine D, Suspension B to Suspension C, Revocation, Bar	Fine D, Suspension B to Suspension C, Revocation, Bar
114	Dealer/Agent Sales Practices	69W-600.013(1)(h)3, 17 CFR 230.134, 17 CFR 230.134a	Communications Deemed Not to be a Prospectus	Notice of Non-Compliance, Fine A to Fine C, Restriction, Suspension A to Suspension C	Fine A to Fine C, Restriction, Suspension B to Suspension C, Bar	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar
115	Dealer/Agent Sales Practices	69W-600.013(1)(h)3, 17 CFR 230.156	Investment Company Sales Literature	Notice of Non-Compliance, Fine A to Fine C, Restriction	Fine A to Fine C, Restriction	Fine C to Fine D, Suspension A to Suspension B
116	Dealer/Agent Sales Practices	69W-600.013(1)(h)1 and (2)(h) NASD Rule 2520	Margin Requirements	Notice of Non-Compliance, Fine B to Fine C	Fine B to Fine D, Suspension A to Suspension B, Revocation	Fine C to Fine D, Suspension B to Suspension C, Revocation, Bar
117	Dealer/Agent Sales Practices	69W-600.013(1)(h)3 Section 5 of the Securities Act of 1933	Prohibitions/Use of Mails	Notice of Non-Compliance, Fine B to Fine C, Restriction, Suspension A to Suspension C	Fine B to Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar
118	Dealer/Agent Sales Practices	69W-600.013(1)(h)3 Section 6 of the Securities Act of 1933	Registration of securities	Notice of Non-Compliance, Fine B to Fine C, Restriction, Suspension A to Suspension C	Fine B to Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar
119	Dealer/Agent Sales Practices	69W-600.013(1)(h)3, 17 CFR 230.481	Information Required in a Prospectus	Notice of Non-Compliance, Fine B to Fine C, Restriction, Suspension A to Suspension C	Fine B to Fine C, Restriction, Suspension B to Suspension C	Fine B to Fine D, Restriction, Suspension C, Revocation
120	Dealer/Agent Sales Practices	69W-600.013(1)(h)3, 17 CFR 230.482	Advertising by an Investment Company	Notice of Non-Compliance, Fine A to Fine C, Restriction	Fine A to Fine C, Restriction	Fine C to Fine D, Suspension A to Suspension B
121	Dealer/Agent Sales Practices	69W-600.013(1)(h)3, 17 CFR 230.144, 17 CFR 230.144A	Persons Not Engaged in Distributions of an Underwriter	Notice of Non-Compliance, Fine A to Fine C, Restriction, Suspension A to Suspension C	Fine A to Fine C, Restriction, Suspension B to Suspension C, Bar	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar

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122	Dealer/Agent Sales Practices	69W-600.013(1)(h)4 17 CFR 242.200-242.203, NASD Conduct Rule 3210	Short Sale Delivery Requirements	Notice of Non-Compliance, Fine B to Fine C, Restriction, Suspension A	Fine C to Fine D, Restriction, Suspension A to Suspension C	Fine D, Suspension B to Suspension C, Revocation, Bar
123	Dealer/Agent Sales Practices	69W-600.013(1)(h)5 MSRB General Rule G-10	Delivery of Investor Brochure	Notice of Non-Compliance, Fine A	Fine A	Fine B, Suspension A
124	Dealer/Agent Sales Practices	69W-600.013(1)(h)5 MSRB General Rule G-15	Confirmation, Clearance, Settlement and Other Uniform Practice Requirements with Respect to Transactions with Customers	Notice of Non-Compliance, Fine A	Fine A	Fine B, Suspension A
125	Dealer/Agent Sales Practices	69W-600.013(1)(h)5 MSRB General Rule G-29	Availability of Board rules	Notice of Non-Compliance, Fine A	Fine A	Fine B, Suspension A
126	Dealer/Agent Sales Practices	69W-600.013(1)(h)5 MSRB General Rule G-34	CUSIP numbers, new issue, and market information requirements	Notice of Non-Compliance, Fine A	Fine A	Fine B, Suspension A
127	Dealer/Agent Sales Practices	69W-600.013(1)(h)5 MSRB General Rule G-39	Telemarketing	Notice of Non-Compliance, Fine A to Fine B, Restriction	Fine B to Fine D, Restriction	Fine D
128	Dealer/Agent Sales Practices	69W-600.013(1)(h)5 MSRB General Rule G-41	Anti-money laundering compliance program	Notice of Non-Compliance, Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation, Bar	Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
129	Dealer/Agent Sales Practices	69W-600.013(1)(h)5 MSRB General Rules G7-9	Books and Records	Notice of Non-Compliance	Fine A	Fine B, Suspension A
130	Dealer/Agent Sales Practices	69W-600.013(1)(h)5 Section 15B of the Securities Exchange Act of 1934, MSRB Definitional Rules D1-12, MSRB General Rules G1-6, G11-14, G17-28, G30-33, G37, G38	Prohibited Business Practices for Dealers and Their Associated Persons	Notice of Non-Compliance, Fine B to Fine D, Restriction	Fine B to Fine D, Suspension A	Fine B to Fine D, Suspension B to Suspension C
131	Dealer/Agent Sales Practices	69W-600.013(1)(i)	Prospectuses	Notice of Non-Compliance, Fine B to Fine C	Fine B to Fine D, Suspension A to Suspension B	Fine C to Fine D, Restriction, Suspension C
132	Dealer/Agent Sales Practices	69W-600.013(1)(j)	Using Unregistered Clearing Dealer	Notice of Non-Compliance, Fine C to Fine D, Restriction	Fine C to Fine D, Suspension A to Suspension B	Fine D, Restriction, Suspension C
133	Dealer/Agent Sales Practices	69W-600.013(1)(k)	Recommending Use of an Unregistered Investment Adviser	Notice of Non-Compliance, Fine B to Fine D, Restriction	Fine C to Fine D, Suspension A to Suspension B, Restriction	Fine D, Restriction, Suspension C

Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000.001, F.A.C., Effective: XX/XX/2010

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
134	Dealer/Agent Sales Practices	69W-600.013(1)(l)	Receiving Compensation from an Adviser	Notice of Non-Compliance, Fine B to Fine D, Restriction	Fine C to Fine D, Suspension A to Suspension B, Restriction	Fine D, Restriction, Suspension C, Revocation
135	Dealer/Agent Sales Practices	69W-600.013(1)(m)	Sale of Non-Exempt Securities	Notice of Non-Compliance, Fine A to Fine C, Restriction, Suspension A to Suspension C	Fine A to Fine C, Restriction, Suspension B to Suspension C, Bar	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar
136	Dealer/Agent Sales Practices	69W-600.013(1)(m) Section 15D of the Securities Exchange Act of 1934	Securities Analyst and Research Reports	Notice of Non-Compliance, Fine C to Fine D, Restriction, Suspension A to Suspension C, Revocation	Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine D, Restriction, Suspension C, Revocation, Bar
137	Dealer/Agent Sales Practices	69W-600.013(1)(m) Section 13 of the Securities Exchange Act of 1934	Periodic and Other Reports	Notice of Non-Compliance, Fine C to Fine D	Fine D	Fine D
138	Dealer/Agent Sales Practices	69W-600.013(1)(n)	Providing False Client Data	Notice of Non-Compliance, Fine C to Fine D, Suspension B to Suspension C, Restriction, Revocation, Bar	Fine C to Fine D, Suspension B to Suspension C, Restriction, Revocation, Bar	Fine D, Revocation, Bar
139	Dealer/Agent Sales Practices	69W-600.013(1)(o)	Senior - Specific Certifications and Professional Designations	Notice of Non-Compliance, Fine C to Fine D, Suspension A to Suspension B, Restriction	Fine C to Fine D, Suspension B to Suspension C, Restriction, Revocation, Bar	Fine D, Revocation, Bar
140	Dealer/Agent Sales Practices	69W-600.013(2)(a)	Borrowing From or Lending to Customers	Notice of Non-Compliance, Fine B to Fine C, Restriction, Suspension A to Suspension C	Fine D, Restriction, Suspension B to Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar
141	Dealer/Agent Sales Practices	69W-600.013(2)(b)	Acting as Custodian for Money or Executed Stock Power	Fine C to Fine D, Suspension A to Suspension C, Revocation	Fine C to Fine D, Revocation, Bar	Fine C to Fine D, Revocation, Bar
142	Dealer/Agent Sales Practices	69W-600.013(2)(c)	Effecting Transactions Not Recorded on the Books of the Dealer	Fine C to Fine D, Suspension A to Suspension C, Revocation	Fine C to Fine D, Revocation, Bar	Fine C to Fine D, Revocation, Bar
143	Dealer/Agent Sales Practices	69W-600.013(2)(d)	Operating an Account Under a Fictitious Name	Fine C to Fine D, Suspension A to Suspension C, Revocation	Fine C to Fine D, Revocation, Bar	Fine C to Fine D, Revocation, Bar
144	Dealer/Agent Sales Practices	69W-600.013(2)(e)	Sharing in the Profits or Losses in an Account	Fine C to Fine D, Suspension A to Suspension C, Revocation	Fine C to Fine D, Revocation, Bar	Fine C to Fine D, Revocation, Bar
145	Dealer/Agent Sales Practices	69W-600.013(2)(f)	Splitting Commissions	Fine C to Fine D, Suspension A to Suspension C, Revocation	Fine C to Fine D, Revocation, Bar	Fine C to Fine D, Revocation, Bar

Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000.001, F.A.C., Effective: XX/XX/2010

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
146	Dealer/Agent Sales Practices	69W-600.013(2)(h) - [(1)(n)]	Providing False Client Data	Notice of Non-Compliance, Fine C to Fine D, Suspension B to Suspension C, Restriction, Revocation, Bar	Fine C to Fine D, Suspension B to Suspension C, Restriction, Revocation, Bar	Fine D, Revocation, Bar
147	Dealer/Agent Sales Practices	69W-600.013(2)(h) - [(1)(o)]	Senior - Specific Certifications and Professional Designations	Notice of Non-Compliance, Fine C to Fine D, Suspension A to Suspension B, Restriction	Fine C to Fine D, Suspension B to Suspension C, Restriction, Revocation, Bar	Fine D, Revocation, Bar
148	Dealer/Agent Registration	69W-400.002	Registration of Issuer Under Section 517.051(9), F.S. as Dealer.	Notice of Non-Compliance, Fine A, Suspension A to Suspension C, Revocation	Fine B, Suspension A to Suspension C, Revocation	Fine B, Suspension B to Suspension C, Revocation
149	Dealer/Agent Registration	69W-600.001	Registration of associated persons specific as to securities dealer, investment adviser, or federal covered adviser identified at time of registration approval	Notice of Non-Compliance, Fine A to Fine D, Restriction, Suspension B to C	Fine B to Fine D, Restriction, Suspension B to C, Revocation	Fine C to Fine D, Restriction, Suspension B to C, Revocation
150	Dealer/Agent Registration	69W-600.002	Application for Registration as an Associated Person	Notice of Non-Compliance, Fine A to Fine D, Restriction, Suspension B to C	Fine B to Fine D, Restriction, Suspension B to C, Revocation	Fine C to Fine D, Restriction, Suspension B to C, Revocation
151	Dealer Books and Records	69W-600.012(1) 17 CFR 240.10b-10, 17 CFR 240.17a-3, MSRB Rules G-8, MSRB Rule G-15	Confirmation of Transactions	Notice of Non-Compliance, Fine A to Fine B	Fine A to Fine B, Restriction, Suspension A to Suspension B	Fine A to Fine C, Restriction, Suspension A to Suspension C, Revocation
152	Dealer/Agent Anti-Fraud	69W-600.012(2)	Customer Contracts - Prohibitions	Notice of Non-Compliance, Fine A to Fine C	Fine A to Fine C, Restriction, Suspension A to Suspension B	Fine A to Fine C, Restriction, Suspension A to Suspension C, Revocation
153	Dealer/Agent Anti-Fraud	69W-600.012(3)	Withdrawal of Net Worth	Fine A to Fine C, Suspension A to Suspension B	Fine B to Fine C, Suspension A to Suspension C	Fine B to Fine C, Suspension A to Suspension C, Revocation
154	Dealer Books and Records	69W-600.012(4)	Copies of Contracts to be Provided to Customers	Notice of Non-Compliance, Fine A to Fine C, Suspension A to Suspension B	Fine B to Fine C, Suspension A to Suspension C	Fine B to Fine C, Suspension A to Suspension C, Revocation
155	Dealer/Agent Sales Practices	69W-600.0133(1)	Use of Senior-Specific Certifications and Professional Designations by Associated Persons and Investment Advisers.	Notice of Non-Compliance, Fine C to Fine D, Suspension A to Suspension B, Restriction	Fine C to Fine D, Suspension B to Suspension C, Restriction, Revocation, Bar	Fine D, Revocation, Bar

Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000.001, F.A.C., Effective: XX/XX/2010

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
156	Dealer Securities Registration	69W-700.015(4)	Offering Price of Equity Securities.	Notice of Non-Compliance, Fine C to Fine D	Fine C to Fine D, Suspension	Fine D, Suspension C, Revocation, Bar
157	Dealer Securities Registration	69W-700.019	Submission of Sales Reports.	Notice of Non-Compliance, Fine A to Fine B	Fine B to Fine C	Fine D
158	Dealer Securities Registration	69W-700.020	Termination Date of Registration, Prospectuses not to be Used After Certain Date.	Notice of Non-Compliance, Fine A to Fine B	Fine B to Fine C	Fine D
159	Dealer Securities Registration	69W-700.027	Loans and Other Affiliated Transactions.	Fine C to Fine D, Suspension B to Suspension C, Revocation	Fine D, Restriction, Suspension C, Revocation, Bar	Fine D, Suspension C, Revocation, Bar
160	Dealer Securities Registration	69W-700.009	Escrow of Proceeds from Sale of Securities.	Fine C to Fine D	Fine C to Fine D, Suspension	Fine D, Suspension C, Revocation, Bar
161	Dealer Securities Registration	69W-700.012(5)	Oil and Gas Participation Plans.	Notice of Non-Compliance, Fine C to Fine D, Suspension B to Suspension C, Restriction, Revocation, Bar	Fine D, Restriction, Suspension B to Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar
162	Dealer Securities Registration	69W-700.028	Small Corporate Offering Registration ("SCOR" Offering).	Notice of Non-Compliance, Fine A to Fine B	Fine B to Fine C	Fine D
163	Dealer/Agent Registration	69W-600.004(3)	Registration of Issuer/Dealers, Principals and Branch Offices.	Notice of Non-Compliance, Fine A	Notice of Non-Compliance, Fine A	Fine B, Restriction
164	Dealer/Agent Registration	69W-600.008	Termination of Registration as a Dealer, Branch Office, Principal or Agent	Notice of Non-Compliance, Fine A to Fine B	Notice of Non-Compliance, Fine A to Fine C	Fine B to Fine D
165	Dealer Financial Reporting	69W-600.016(1)(2), (3), (5) 17 CFR 240.15c3-1, 17 CFR 240.15c3-1b, 17 CFR 240.15c3-1c, 17 CFR 240.15c3-1d, 17 CFR 240.17a-11, 17 CFR 240.17a-3, 17 CFR 240.17a-4	Net Capital Requirements for Dealers	Fine C to Fine D, Restriction, Suspension A	Fine D, Restriction, Suspension B to Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar

**Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000.001, F.A.C., Effective: XX/XX/2010**

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
166	Dealer/Agent Registration	69W-600.020 NASD Membership and Registration Rule 1120, NYSE Rule 345A, MSRB General Rule G-3(h), ASE Rule 341 A, Article VI, Rule 9 of the CSE	Continuing Education Requirements.	Fine A to Fine B, Suspension A to Suspension C	Fine B to Fine C, Suspension B to Suspension C	Fine C to Fine D, Suspension B to Suspension C
167	Dealer/Agent Registration	69W-600.010	Notice of Civil, Criminal or Administrative Action	Notice of Non-Compliance, Fine A to Fine D, Restriction, Suspension B to C	Fine B to Fine D, Restriction, Suspension B to C, Revocation	Fine C to Fine D, Restriction, Suspension B to C, Revocation
168	Dealer Financial Reporting	69W-600.015(1),(2) 17 CFR 240.17a-5, 17 CFR 240.17a-10	Financial Reporting Requirements - Statement of Financial Condition - Dealers	Notice of Non-Compliance, Fine A, Suspension A to Suspension C, Revocation	Fine B, Suspension A to Suspension C, Revocation	Fine B, Suspension B to Suspension C, Revocation
169	Dealer Financial Reporting	69W-600.017 17 CFR 240.15c3-3	Customer Protection Rule - Reserve Requirements and Custody of Customer Funds and Securities.	Fine C to Fine D, Restriction, Suspension A	Fine D, Restriction, Suspension B to Suspension C, Revocation	Fine D, Suspension C, Revocation, Bar
170	Dealer Books and Records	69W-600.014(1) CFR 240.17a-3, CFR 240.17a-4, MSRB General Rules G-7 -G-9, NASD Conduct Rule 3000	Books and Records Requirements.	Notice of Non-Compliance, Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar
171	Dealer Books and Records	69W-600.014(2) 17 CFR 240.17a-3	Books and Records Requirements.	Notice of Non-Compliance, Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar
172	Dealer Books and Records	69W-600.014(5) 17 CFR 240.17a-4, MSRB General Rule G-9	Books and Records Requirements.	Notice of Non-Compliance, Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar
173	Dealer Books and Records	69W-600.014(7) 17 CFR 240.17a-4, MSRB General Rule G-9	Books and Records Requirements.	Notice of Non-Compliance, Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar

Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000.001, F.A.C., Effective: XX/XX/2010

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
174	Dealer/Agent Registration	69W-600.008	Termination of Registration as a Dealer, Branch Office, Principal or Agent	Notice of Non-Compliance, Fine A to Fine B	Fine A to Fine C	Fine B to Fine D
175	Dealer/Agent Anti-Fraud	69W-600.012(S), 17 CFR 240.9b-1, 17 CFR 240.10b-1 et seq, 17 CFR 242.601, 17 CFR 240.15c-1 et seq, 17 CFR 240.15c2-1 et seq, 17 CFR 240.15g-1 et seq, 17 CFR 242.100-105	Anti-Fraud	Fine D, Revocation, Bar	Fine D, Revocation, Bar	Fine D, Revocation, Bar
176	Dealer/Agent Sales Practices	69W-600.013(2)(g)	Failure to Provide Florida Guide to Small Business Investments (SCOR)	Notice of Non-Compliance, Fine A to Fine B	Fine A to Fine B	Fine A to Fine B
177	Dealer/Agent Sales Practices	69W-600.013(2)(h) - [(1)(a)]	Extension of Credit	Notice of Non-Compliance, Fine B to Fine C	Fine B to Fine D, Suspension A to Suspension B, Revocation	Fine C to Fine D, Suspension B to Suspension C, Revocation, Bar
178	Dealer/Agent Sales Practices	69W-600.013(2)(h) - [(1)(e)]	Failing to Execute an Order	Notice of Non-Compliance, Fine B to Fine D, Restriction	Fine B to Fine D, Suspension A to Suspension C, Restriction	Fine D, Suspension A to Suspension C, Revocation, Bar
179	Dealer/Agent Sales Practices	69W-600.013(2)(h) - [(1)(f)]	Unregistered Securities	Notice of Non-Compliance, Fine A to Fine C, Restriction, Suspension A to Suspension C	Fine A to Fine C, Restriction, Suspension B to Suspension C, Bar	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar
180	Dealer/Agent Sales Practices	69W-600.013(2)(h) - [(1)(g)]	Representation of Qualifications	Notice of Non-Compliance, Fine C to Fine D, Restriction	Fine C to Fine D, Suspension B to Suspension C, Restriction, Revocation	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar
181	Dealer/Agent Sales Practices	69W-600.013(2)(h) - [(1)(i)]	Using Unregistered Clearing Dealer	Notice of Non-Compliance, Fine C to Fine D, Restriction, Suspension A to Suspension C	Fine C to Fine D, Suspension A to Suspension C	Fine D, Restriction, Suspension C, Revocation
182	Dealer/Agent Sales Practices	69W-600.013(2)(h) - [(1)(k)]	Recommending Use of an Unregistered Investment Adviser	Notice of Non-Compliance, Fine B to Fine D, Restriction	Fine C to Fine D, Suspension A to Suspension B, Restriction	Fine D, Restriction, Suspension C
183	Dealer/Agent Sales Practices	69W-600.013(2)(h) - [(1)(l)]	Receiving Compensation from an Adviser	Notice of Non-Compliance, Fine B to Fine D, Restriction	Fine C to Fine D, Suspension A to Suspension B, Restriction	Fine D, Restriction, Suspension C
184	Dealer/Agent Sales Practices	69W-600.013(2)(h) - [(1)(m)]	Sale of Non-Exempt Securities	Notice of Non-Compliance, Fine A to Fine C, Restriction, Suspension A to Suspension C	Fine A to Fine C, Restriction, Suspension B to Suspension C, Bar	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar

**Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000.001, F.A.C., Effective: XX/XX/2010**

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
185	Adviser/Agent Registration	517.12	Registration of investment advisers, associated persons, and branch offices	Notice of Non-Compliance, Fine A to Fine C, Restriction, Suspension A to Suspension C	Fine A to Fine C, Restriction, Suspension B to Suspension C, Bar	Fine B to Fine D, Restriction, Suspension C, Revocation, Bar
186	Adviser Books and Records	517.121(1),(2)	Books and records requirements; examinations.	Notice of Non-Compliance, Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine C, Suspension B to Suspension C, Revocation, Bar	Fine B to Fine D, Suspension B to Suspension C, Revocation, Bar
187	Adviser Books and Records	517.121(3)	Books and records requirements; examinations.	Summary Suspension	Summary Suspension	Summary Suspension
188	Adviser/Agent Registration	517.161	Revocation, denial, or suspension of registration of dealer, investment adviser, associated person, or branch office.	Denial without prejudice to reapply, Denial, Restriction, Suspension, Summary Suspension Revocation, Bar	Denial without prejudice to reapply, Denial, Restriction, Suspension, Summary Suspension Revocation, Bar	Denial without prejudice to reapply, Denial, Restriction, Suspension, Summary Suspension Revocation, Bar
189	Adviser/Agent Anti-Fraud	517.275	Commodities; prohibited practices.	Restriction, Fine A to Fine D, Suspension A to Suspension C, Revocation, Bar	Restriction, Fine A to Fine D, Suspension A to Suspension C, Revocation, Bar	Restriction, Fine A to Fine D, Suspension A to Suspension C, Revocation, Bar
190	Adviser/Agent Anti-Fraud	517.301	Fraudulent transactions; falsification or concealment of facts.	Fine D, Revocation, Bar	Fine D, Revocation, Bar	Fine D, Revocation, Bar
191	Adviser/Agent Anti-Fraud	517.311	False representations; deceptive words; enforcement.	Fine D, Revocation, Bar	Fine D, Revocation, Bar	Fine D, Revocation, Bar
192	Adviser/Agent Anti-Fraud	517.312	Securities, investments, boiler rooms; prohibited practices; remedies.	Fine D, Revocation, Bar	Fine D, Revocation, Bar	Fine D, Revocation, Bar
193	Adviser/Agent Registration	69W-600.0093	Investment Adviser Registration Depository for Investment Advisers	Notice of Non-Compliance	Fine A	Fine B
194	Adviser/Agent Registration	69W-600.001	Application for Registration as an Investment Adviser	Notice of Non-Compliance, Fine A to Fine D, Restriction, Suspension B to C	Fine B to Fine D, Restriction, Suspension B to C, Revocation	Fine C to Fine D, Restriction, Suspension B to C, Revocation

Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000-001, F.A.C., Effective: XX/XX/2010

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
195	Adviser/Agent Registration	69W-600.002	Application for Registration as an Associated Person	Notice of Non-Compliance, Fine A to Fine D, Restriction, Suspension B to C	Fine B to Fine D, Restriction, Suspension B to C, Revocation	Fine C to Fine D, Restriction, Suspension B to C, Revocation
196	Adviser/Agent Registration	69W-600.010	Notice of Civil, Criminal or Administrative Action	Notice of Non-Compliance, Fine A to Fine D, Restriction, Suspension B to C	Fine B to Fine D, Restriction, Suspension B to C, Revocation	Fine C to Fine D, Restriction, Suspension B to C, Revocation
197	Adviser Sales Practices	69W-600.0131(1),(c),(e),(h),(m),(q),(r),(s)	Prohibited Business Practices for Investment Advisers and Their Associated Persons.	Notice of Non-Compliance, Restriction, Fine B to Fine D,	Fine B to Fine D, Suspension A to Suspension B	Fine C, Suspension B or Suspension C
198	Adviser Sales Practices	69W-600.0131(1)(a), 17 CFR 275.205-1, 17 CFR 275.205-2, 17 CFR 275.205-3	Contracts	Notice of Non-Compliance, Fine A to Fine B	Fine A to Fine C, Suspension A	Fine C to Fine D, Suspension B to Suspension C, Revocation, Bar
199	Adviser Sales Practices	69W-600.0131(1)(a), 17 CFR 275.206(3)-1, 17 CFR 275.206(3)-2, 17 CFR 275.206(4)-1, 17 CFR 275.206(4)-3, and 17 CFR 275.206(4)-4	Prohibited Transactions	Notice of Non-Compliance, Fine B to Fine D, Suspension A to Suspension C, Revocation, Bar	Fine A to Fine D, Suspension A to Suspension C, Revocation, Bar	Fine B to Fine D, Suspension B to Suspension C, Revocation, Bar
200	Adviser Sales Practices	69W-600.0131(1), (b)(d),(f),(g),(i)-(l),(n)-(p),(t)-(u)	Prohibited Business Practices for Investment Advisers and Their Associated Persons.	Fine B to Fine D, Restriction, Suspension A to Suspension C, Revocation, Bar	Fine D, Restriction, Suspension B to Suspension C, Revocation, Bar	Fine C, Revocation, Bar
201	Adviser Financial Reporting	69W-300.002(4) 17 CFR 240.15c3-1	Financial Statements and Reports	Notice of Non-Compliance, Fine A, Suspension A to Suspension C, Revocation	Fine B, Suspension A to Suspension C, Revocation	Fine B, Suspension B to Suspension C, Revocation
202	Adviser Financial Reporting	69W-600.016(1)(3)(5), 17 CFR 240.15c3-1	Net Capital Requirements for Investment Advisers	Notice of Non-Compliance, Fine B to Fine C, Restriction, Suspension A to Suspension C	Fine B to Fine D, Restriction, Suspension A to Suspension C	Fine D, Suspension C, Revocation, Bar
203	Adviser Books and Records	69W-600.012(3)	Rules of Conduct	Restriction, Fine A to Fine C, Suspension A to Suspension B	Restriction, Fine B to Fine C, Suspension A to Suspension C	Fine B to Fine C, Suspension A to Suspension C, Revocation
204	Adviser Books and Records	69W-600.012(4) 17 CFR 275.204-2	Books and Records to Be Maintained by Investment Advisers	Notice of Non-Compliance, Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine C, Suspension B to Suspension C, Revocation, Bar	Fine B to Fine D, Suspension B to Suspension C, Revocation, Bar

**Office of Financial Regulation
Division of Securities
Disciplinary Guidelines for Dealers, Investment Advisers and Associated Persons
Incorporated by Reference in Rule 69W-1000.001, F.A.C., Effective: XX/XX/2010**

Violation #	Violation Category	Statute or Code	Short Description	1st Occurrence	2nd Occurrence	3rd and Subsequent Occurrence(s)
205	Adviser Books and Records	69W-600.0132(2)	Custody Requirements for Investment Advisers	Notice of Non-Compliance, Fine C to Fine D, Suspension A to Suspension C	Fine C to Fine D, Restriction, Suspension B to Suspension C	Fine D, Suspension C, Revocation, Bar
206	Adviser Books and Records	69W-600.0131(1)(a), 17 CFR 275.204-3	Books and Records	Notice of Non-Compliance, Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine C, Suspension B to Suspension C, Revocation, Bar	Fine B to Fine D, Suspension B to Suspension C, Revocation, Bar
207	Adviser Books and Records	69W-600.014(3), 17 CFR 275.204-2, 17 CFR 275.204-2(1), 17 CFR 275.204-3, 17 CFR 206(4)-3, 17 CFR 204-2(16)	Books and Records Requirements.	Notice of Non-Compliance, Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	, Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar
208	Adviser Books and Records	69W-600.014(7)(c) - (e), 17 CFR 275.204-2	Books and Records Requirements.	Notice of Non-Compliance, Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar	Fine A to Fine B, Suspension B to Suspension C, Revocation, Bar
209	Adviser Books and Records	69W-600.015(1),(3)	Financial Reporting Requirements - Statement of Financial Condition - Investment Advisers	Notice of Non-Compliance, Fine A, Suspension A to Suspension C, Revocation	Fine B, Suspension A to Suspension C, Revocation	Fine B, Suspension B to Suspension C, Revocation
210	Adviser/Agent Sales Practices	69W-600.0133(1)	Use of Senior-Specific Certifications and Professional Designations by Associated Persons and Investment Advisers.	Notice of Non-Compliance, Fine C to Fine D, Suspension A to Suspension B, Restriction	Fine C to Fine D, Suspension B to Suspension C, Restriction, Revocation, Bar	Fine D, Revocation, Bar

ATTACHMENT 3

**FINANCIAL SERVICES COMMISSION
OFFICE OF FINANCIAL REGULATION**

AGENDA ITEM #3

ACTION REQUESTED

The Office requests approval to file a Notice of Proposed Rule for Rules 69V-85.006, 69V-160.036, 69V-560.1012 and 69V-560.1013, relating to the electronic filing of forms and fees.

STATEMENT OF JUSTIFICATION

Sections 516.03, 520.994 and 560.105, F.S., authorize the Commission to require the electronic submission of any form, document, or fee, if such rules reasonably accommodate technological or financial hardships. Rules 69V-85.006, 69V-160.036, and 69V-560.1013 currently require electronic filing of documents and fees through the Office's Regulatory Enforcement and Licensing System, and set forth procedures for obtaining a hardship exemption from these requirements. The proposed rule amendments simplify the process of requesting a hardship exemption. In addition, the rule amendments set forth the types of technological or financial hardships that will enable a person to qualify for an exemption.

SUMMARY OF THE RULES

The proposed rule amendments simplify the process of requesting a hardship exemption from electronic filing requirements and set forth the types of technological or financial hardships that will enable a person to qualify for an exemption. Rule 69V-85.006 applies to persons required to be licensed under Chapter 520, F.S., relating to retail installment sales. Rule 69V-160.036 applies to persons required to be licensed under Chapter 516, Florida Statutes, relating to consumer finance. And, Rules 69V-560.1012 and .1013 apply to persons required to be licensed under Chapter 560, F.S., relating to money services businesses.

BACKGROUND

The rules currently in effect allow the Office to grant an exemption from electronic filing requirements if the person demonstrates a technological or financial hardship. To request an exemption under Rule 69V-560.1013, the person must file a petition with the Office's legal office in accordance with Rule 28-106.301, F.A.C., which is a uniform rule adopted under the Florida Administrative Procedures Act for initiating a proceeding. Rules 69V-85.006 and 69V-160.036 previously set forth that same procedure, but were subsequently amended to simplify the process and make them more small business friendly.

Last year, the Office sought to conform Rule 69V-560.1013 to mirror the changes that were made to Rules 69V-85.006 and 69V-160.036. In reviewing the proposed changes for Rule 69V-560.1013, staff of the Joint Administrative Procedures Committee (JAPC) noted that the proposed amendments were deficient in that the rule did set forth the types of financial or technological hardships that would enable a person to obtain an exemption. JAPC also noted that these same deficiencies were present in existing Rules 69V-85.006 and 69V-160.036.

The Office proposed changes to Rule 69V-560.1013 to address JAPC's concerns. While the proposed changes addressed JAPC's concerns, the new language raised concerns from the staff of the Florida Small Business Regulatory Advisory Council (Council). To address the various interests, the Office withdrew the rule. Subsequently, the Office worked with JAPC and the Council to develop amendments to address each party's concerns. The rules contained in this agenda item reflect the consensus that has been reached on these issues.

FEDERAL STANDARDS

There are no applicable federal standards.

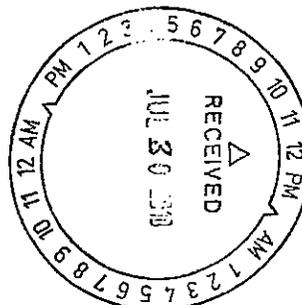
SUMMARY OF STATEMENT OF ESTIMATED REGULATORY COST

Statements of Estimated Regulatory Costs have been prepared. There are no transactional costs associated with the implementation of the proposed rule amendments. There will be no impact to small counties, cities or other state agencies. Rules 69V-85.006, 69V-160.036, and 69V-560.1013 currently require applicants and licensees to file required forms and fees through the Office's Regulatory Enforcement and Licensing (REAL) system. The current rule also provides that an applicant or licensee may apply for an exemption from electronic filing requirements. The proposed rule amendments simplify the process of requesting an exemption by allowing a person seeking an exemption to submit a form to the Office's regulatory staff. The form sets forth the types of financial and technological hardships that will enable a person to qualify for an exemption.



Small Business
REGULATORY ADVISORY COUNCIL

July 26, 2010



Ms. Andrea Moreland, Executive Senior Attorney
Florida Office of Financial Regulation
200 E. Gaines Street
Tallahassee, FL 32399-0370

Re: Proposed Rules 69V-160, 69V-85, 69V-40, and 69V-560

Dear Ms. Moreland:

The Small Business Regulatory Advisory Council (Council) met on July 23, 2010, and the above-referenced rules were on the Council's agenda. The Council voted to make no objection to the rules and forms incorporated as currently drafted. The Council further requested that I contact your agency and commend you for your willingness to modify the rules in order to make them more small business friendly. The Council recognizes that these rule changes were initiated at the Council's request, and that you have been working with the Joint Administrative Procedures Committee (JAPC) as well to ensure that these rules meet their requirements. We are hopeful that JAPC will also find the new proposed language and forms acceptable. Please contact me when the rules are noticed so that I can review the final language.

Thanks again for working so carefully with the language of this rule to provide protection for Florida's small businesses.

Sincerely,

A handwritten signature in black ink, appearing to read "Vicky L. Baker".

Vicky L. Baker
Program Coordinator

cc: Scott Boyd, JAPC

Council Members

Chair:
Frank Attkisson

Vice Chair:
Keyna Cory

Dan Baldwin

Humberto Cortina

Fredrick Dudley

Douglas Guetzloe

Toby Overdorf

Randy Sansom

Christine Vasconcelo

Advisors:

Bamey Blshop
Associated Industries of
Florida

Jerry Cartwright
Florida Small Business -
Development Center
Network

MaryAnn Fiala
AeA Florida Council

Bill Herrie
National Federation of
Independent Business,
Florida

Todd Kocourek
Florida Financial Network

Rick McAllister
Florida Retail Federation

Tom Stahl
Florida United
Business Association

Nancy Stephens
Manufacturers
Association of Florida

Adam Babington
Florida Chamber
of Commerce

Notice of Proposed Rule

DEPARTMENT OF FINANCIAL SERVICES

Finance

Rule No.: RULE TITLE

69V-85.006: Electronic Filing of Forms and Fees

PURPOSE AND EFFECT: Section 520.994, F.S., authorizes the Commission to require the electronic submission of any form, document, or fee, if such rules reasonably accommodate technological or financial hardships. Rule 69V-85.006 currently requires electronic filing of documents and fees through the Office's Regulatory Enforcement and Licensing System, and sets forth procedures for obtaining a hardship exemption from these requirements. The proposed rule amendments simplify the process of requesting a hardship exemption. In addition, the rule amendments set forth the types of technological or financial hardships that will enable a person to qualify for an exemption.

SUMMARY: The proposed rule amendments simplify the process of requesting an exemption from the requirement that forms and fees be filed electronically through the Office of Financial Regulation's Regulatory Enforcement and Licensing (REAL) System. The amendments also set forth the types of technological or financial hardships that will enable a person to qualify for an exemption. This rule pertains to persons and businesses required to be licensed under Chapter 520, Florida Statutes.

SUMMARY OF STATEMENT OF ESTIMATED REGULATORY COSTS: A Statement of Estimated Regulatory Costs has been prepared. There are no transactional costs associated with the implementation of the proposed rule amendments. There will be no impact to small counties, cities or other state agencies. The rule currently requires applicants and licensees to file required forms and fees through the Office's Regulatory Enforcement and Licensing (REAL) system. The current rule also provides that an applicant or licensee may apply for an exemption from electronic filing requirements. The proposed rule amendments simplify the process of requesting an exemption by allowing a person seeking an exemption to submit a form to the Office's regulatory staff. The form sets forth the types of financial and technological hardships that will enable a person to qualify for an exemption.

Any person who wishes to provide information regarding a statement of estimated regulatory costs, or provide a proposal for a lower cost regulatory alternative must do so in writing within 21 days of this notice.

SPECIFIC AUTHORITY: 520.994(5) FS.

LAW IMPLEMENTED: 520.03, 520.32, 520.63, 520.999 FS.

IF REQUESTED WITHIN 21 DAYS OF THE DATE OF THIS NOTICE, A HEARING WILL BE SCHEDULED AND ANNOUNCED IN FAW.

THE PERSON TO BE CONTACTED REGARDING THE PROPOSED RULE IS: Gregory C. Oaks, Chief, Bureau of Regulatory Review, Finance, Division of Finance, Office of Financial Regulation, 200 East Gaines Street, Tallahassee, FL 32399-0376, phone (850)410-9805, Facsimile (850)410-9914, E-mail: Greg.Oaks@flofr.com

THE FULL TEXT OF THE PROPOSED RULE IS:

69V-85.006 Electronic Filing of Forms and Fees.

(1) For purposes of this rule, "REAL System" means the Office of Financial Regulation's Regulatory Enforcement and Licensing System, which is accessible through the Office of Financial Regulation's website at www.flofr.com.

(2) All forms adopted under Rules 69V-85.002 and 69V-85.003, F.A.C., must be filed with the Office of Financial Regulation through the REAL system.

(3) All fees required to be filed with the Office of Financial Regulation under Rule 69V-85.003, F.A.C., must be filed through the REAL System.

(4) Any person may request an exemption from the electronic filing requirements of this rule by submitting Form OFR-520-04, Request for Exemption from Electronic Filing Requirements, ~~a written request~~ to: Office of Financial Regulation, Division of Finance, Bureau of Regulatory Review, 200 E. Gaines Street, Tallahassee, Florida 32399-0351. ~~The request must set forth the person's technological or financial hardship that makes it difficult for the person to file forms and pay fees electronically. The request must be legible and include the applicant's or licensee's name, contact person, address and telephone number.~~ The Office of Financial Regulation will provide any person granted an exemption under this subsection with instructions on how to file forms and fees in paper format. Form OFR-520-04 is hereby incorporated by reference and available on the Office's website at www.flofr.com and by mail from the Office of Financial Regulation, 200 East Gaines Street, Tallahassee, Florida 32399-0376.

Rulemaking Authority 520.994(5) FS. Law Implemented 520.03, 520.32, 520.52, 520.63, 520.999 FS. History--New 9-20-09, Amended _____.

NAME OF PERSON ORIGINATING PROPOSED RULE: Gregory C. Oaks, Chief, Bureau of Regulatory Review, Finance, Division of Finance, Office of Financial Regulation, 200 East Gaines Street, Tallahassee, FL 32399-0376, phone (850)410-9805, Facsimile (850)410-9914, E-mail: Greg.Oaks@flofr.com

NAME OF AGENCY HEAD WHO APPROVED THE PROPOSED RULE: Financial Services Commission

DATE PROPOSED RULE APPROVED BY AGENCY HEAD: October 12, 2010

DATE NOTICE OF PROPOSED RULE DEVELOPMENT PUBLISHED IN FAW: August 20, 2010



J. THOMAS CARDWELL
COMMISSIONER

MAILING ADDRESS: 200 East Gaines Street, Tallahassee, FL 32399-0376
Visit us on the web: WWW.FLOFR.COM • Toll Free: (800) 848-3792

Request for Exemption from Electronic Filing Requirements

A. Instructions

Any person may request an exemption from the electronic filing requirements of Rule 69V-85.006, Florida Administrative Code, by completing this form and submitting it to: Office of Financial Regulation, Division of Finance, Bureau of Regulatory Review, 200 E. Gaines Street, Tallahassee, Florida 32399-0376.

To qualify for an exemption, the requestor must identify the person's technological or financial hardship that makes it difficult for the person to file forms and pay fees electronically.

B. Review Process

The Office will provide written notice to a requestor informing him or her whether or not an exemption has been granted.

The Office will grant an exemption from the electronic filing requirements if the requestor qualifies for any of the hardships identified in question 5 under section D of this form.

An exemption granted from Rule 69V-560.1013, F.A.C., will be valid for 365 calendar days from the date of the written notice.

C. Renewal of Exemption

If a licensee wishes to extend an exemption for an additional 365 days, a new request must be submitted in writing before the expiration of the current exemption. Each

FORM OFR-520-04, EFFECTIVE MM-DD-YYYY, INCORPORATED BY REFERENCE IN RULE 69V-85.006, F.A.C.

FINANCIAL SERVICES COMMISSION

CHARLIE CRIST
GOVERNOR

BILL MCCOLLUM
ATTORNEY
GENERAL

ALEX SINK
CHIEF FINANCIAL
OFFICER

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

subsequent request to continue an exemption will be evaluated based on the criteria specified in this form.

D. Request for Exemption

1. Requestor's Name (Must match name of applicant or licensee):

2. Contact Person:

3. Mailing Address:

4. Daytime Telephone Number: (_____) _____ - _____

5. Technological/ Financial Hardship: (Check all that apply)

a) ____ I am submitting this form because I do not possess basic computer skills necessary to navigate the internet and complete an online application form.

b) ____ I am submitting this form because I do not own a computer and I am financially unable to afford the cost of purchasing a computer.

c) ____ I am submitting this form because I do not possess a credit card or checking account as a means of making an online payment over the internet.

Signature

Date

Notice of Proposed Rule

DEPARTMENT OF FINANCIAL SERVICES

Finance

Rule No.: RULE TITLE

69V-160.036: Electronic Filing of Forms and Fees

PURPOSE AND EFFECT: Section 516.03, F.S., authorizes the Commission to require the electronic submission of any form, document, or fee, if such rules reasonably accommodate technological or financial hardships. Rule 69V-160.036 currently requires electronic filing of documents and fees through the Office's Regulatory Enforcement and Licensing System, and sets forth procedures for obtaining a hardship exemption from these requirements. The proposed rule amendments simplify the process of requesting a hardship exemption. In addition, the rule amendments set forth the types of technological or financial hardships that will enable a person to qualify for an exemption.

SUMMARY: The proposed rule amendments simplify the process of requesting an exemption from the requirement that forms and fees be filed electronically through the Office of Financial Regulation's Regulatory Enforcement and Licensing (REAL) System. The amendments also set forth the types of technological or financial hardships that will enable a person to qualify for an exemption. This rule pertains to persons and businesses required to be licensed under Chapter 516, Florida Statutes.

SUMMARY OF STATEMENT OF ESTIMATED REGULATORY COSTS: A Statement of Estimated Regulatory Costs has been prepared. There are no transactional costs associated with the implementation of the proposed rule amendments. There will be no impact to small counties, cities or other state agencies. The rule currently requires applicants and licensees to file required forms and fees through the Office's Regulatory Enforcement and Licensing (REAL) system. The current rule also provides that an applicant or licensee may apply for an exemption from electronic filing requirements. The proposed rule amendments simplify the process of requesting an exemption by allowing a person seeking an exemption to submit a form to the Office's regulatory staff. The form sets forth the types of financial and technological hardships that will enable a person to qualify for an exemption.

Any person who wishes to provide information regarding a statement of estimated regulatory costs, or provide a proposal for a lower cost regulatory alternative must do so in writing within 21 days of this notice.

SPECIFIC AUTHORITY: 516.03 FS

LAW IMPLEMENTED: 516.03 FS

IF REQUESTED WITHIN 21 DAYS OF THE DATE OF THIS NOTICE, A HEARING WILL BE SCHEDULED AND ANNOUNCED IN FAW.

THE PERSON TO BE CONTACTED REGARDING THE PROPOSED RULE IS: Gregory C. Oaks, Chief, Bureau of Regulatory Review, Finance, Division of Finance, Office of Financial Regulation, 200 East Gaines Street, Tallahassee, FL 32399-0376, phone (850)410-9805, Facsimile (850)410-9914, E-mail: Greg.Oaks@flofr.com

THE FULL TEXT OF THE PROPOSED RULE IS:

69V-160.036 Electronic Filing of Forms and Fees.

(1) For purposes of this rule, "REAL System" means the Office of Financial Regulation's Regulatory Enforcement and Licensing System, which is accessible through the Office of Financial Regulation's website at www.flofr.com.

(2) All forms adopted under Rule 69V-160.030, F.A.C., must be filed with the Office of Financial Regulation through the REAL system.

(3) All fees required to be filed with the Office of Financial Regulation under Rules 69V-160.030 and 69V-160.031, F.A.C., must be filed through the REAL System.

(4) Any person may request an exemption from the electronic filing requirements of this rule by submitting Form OFR-516-02, Request for Exemption from Electronic Filing Requirements, ~~a written request~~ to: Office of Financial Regulation, Division of Finance, Bureau of Regulatory Review, 200 E. Gaines Street, Tallahassee, Florida 32399-0351. ~~The request must set forth the person's technological or financial hardship that makes it difficult for the person to file forms and pay fees electronically. The request must be legible and include the applicant's or licensee's name, contact person, address and telephone number.~~ The Office of Financial Regulation will provide any person granted an exemption under this subsection with instructions on how to file forms and fees in paper format. Form OFR-516-02 is hereby incorporated by reference and available on the Office's website at www.flofr.com and by mail from the Office of Financial Regulation, 200 East Gaines Street, Tallahassee, Florida 32399-0376.
Rulemaking Authority 516.03 FS. Law Implemented 516.03 FS. History--New 9-20-09, Amended _____.

NAME OF PERSON ORIGINATING PROPOSED RULE: Gregory C. Oaks, Chief, Bureau of Regulatory Review, Finance, Division of Finance, Office of Financial Regulation, 200 East Gaines Street, Tallahassee, FL 32399-0376, phone (850)410-9805, Facsimile (850)410-9914, E-mail: Greg.Oaks@flofr.com

NAME OF AGENCY HEAD WHO APPROVED THE PROPOSED RULE: Financial Services Commission

DATE PROPOSED RULE APPROVED BY AGENCY HEAD: October 12, 2010

DATE NOTICE OF PROPOSED RULE DEVELOPMENT PUBLISHED IN FAW: August 20, 2010



J. THOMAS CARDWELL
COMMISSIONER

MAILING ADDRESS: 200 East Gaines Street, Tallahassee, FL 32399-0376
Visit us on the web: WWW.FLOFR.COM • Toll Free: (800) 848-3792

Request for Exemption from Electronic Filing Requirements

A. Instructions

Any person may request an exemption from the electronic filing requirements of Rule 69V-160.036, Florida Administrative Code, by completing this form and submitting it to: Office of Financial Regulation, Division of Finance, Bureau of Regulatory Review, 200 E. Gaines Street, Tallahassee, Florida 32399-0376.

To qualify for an exemption, the requestor must identify the person's technological or financial hardship that makes it difficult for the person to file forms and pay fees electronically.

B. Review Process

The Office will provide written notice to a requestor informing him or her whether or not an exemption has been granted.

The Office will grant an exemption from the electronic filing requirements if the requestor qualifies for any of the hardships identified in question 5 under section D of this form.

An exemption granted from Rule 69V-160.036, F.A.C., will be valid for 365 calendar days from the date of the written notice.

C. Renewal of Exemption

If a licensee wishes to extend an exemption for an additional 365 days, a new request must be submitted in writing before the expiration of the current exemption. Each

FORM OFR-516-02, EFFECTIVE MM-DD-YYYY, INCORPORATED BY REFERENCE IN RULE 69V-160.036, F.A.C.

FINANCIAL SERVICES COMMISSION

CHARLIE CRIST
GOVERNOR

BILL MCCOLLUM
ATTORNEY
GENERAL

ALEX SINK
CHIEF FINANCIAL
OFFICER

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

subsequent request to continue an exemption will be evaluated based on the criteria specified in this form.

D. Request for Exemption

1. Requestor's Name (Must match name of applicant or licensee):

2. Contact Person:

3. Mailing Address:

4. Daytime Telephone Number: (_____) _____ - _____

5. Technological/ Financial Hardship: (Check all that apply)

a) ____ I am submitting this form because I do not possess basic computer skills necessary to navigate the internet and complete an online application form.

b) ____ I am submitting this form because I do not own a computer and I am financially unable to afford the cost of purchasing a computer.

c) ____ I am submitting this form because I do not possess a credit card or checking account as a means of making an online payment over the internet.

Signature

Date

Notice of Proposed Rule

DEPARTMENT OF FINANCIAL SERVICES

Finance

Rule No.: RULE TITLE

69V-560.1012: Adoption of Forms

69V-560.1013: Electronic Filing of Forms and Fees

PURPOSE AND EFFECT: Section 560.105, F.S., authorizes the Commission to require the electronic submission of any form, document, or fee, if such rules reasonably accommodate technological or financial hardships. Rule 69V-560.1013 currently requires electronic filing of documents and fees through the Office's Regulatory Enforcement and Licensing System, and sets forth procedures for obtaining a hardship exemption from these requirements. The proposed rule amendments simplify the process of requesting a hardship exemption. In addition, the rule amendments set forth the types of technological or financial hardships that will enable a person to qualify for an exemption.

SUMMARY: The proposed rule amendments simplify the process of requesting an exemption from the requirement that forms and fees be filed electronically through the Office of Financial Regulation's Regulatory Enforcement and Licensing (REAL) System. The amendments also set forth the types of technological or financial hardships that will enable a person to qualify for an exemption. This rule pertains to persons and businesses required to be licensed under Chapter 560, Florida Statutes.

SUMMARY OF STATEMENT OF ESTIMATED REGULATORY COSTS: A Statement of Estimated Regulatory Costs has been prepared. There are no transactional costs associated with the implementation of the proposed rule amendments. There will be no impact to small counties, cities or other state agencies. Rule 69V-560.1013 currently requires applicants and licensees to file required forms and fees through the Office's Regulatory Enforcement and Licensing (REAL) system. The current rule also provides that an applicant or licensee may apply for an exemption from electronic filing requirements. The proposed rule amendments simplify the process of requesting an exemption by allowing a person seeking an exemption to submit a form to the Office's regulatory staff. The form sets forth the types of financial and technological hardships that will enable a person to qualify for an exemption.

Any person who wishes to provide information regarding a statement of estimated regulatory costs, or provide a proposal for a lower cost regulatory alternative must do so in writing within 21 days of this notice.

SPECIFIC AUTHORITY: 560.105 FS

LAW IMPLEMENTED: 560.105 FS

IF REQUESTED WITHIN 21 DAYS OF THE DATE OF THIS NOTICE, A HEARING WILL BE SCHEDULED AND ANNOUNCED IN FAW.

THE PERSON TO BE CONTACTED REGARDING THE PROPOSED RULE IS: Gregory C. Oaks, Chief, Bureau of Regulatory Review, Finance, Division of Finance, Office of Financial Regulation, 200 East Gaines Street, Tallahassee, FL 32399-0376, phone (850)410-9805, Facsimile (850)410-9914, E-mail: Greg.Oaks@flofr.com

THE FULL TEXT OF THE PROPOSED RULE IS:

69V-560.1012 Adoption of Forms.

(1) The following forms are incorporated by reference and readopted by this rule for the purposes of Rules 69V-560.102-.913, F.A.C.:

(a) Application for Licensure as a Money Services Business, Form OFR-560-01, effective 10-18-09.

(b) Location Notification Form, Form OFR-560-02, effective 1-13-09.

- (c) Declaration of Intent to Engage in Deferred Presentment Transactions, Form OFR-560-03, effective 1-13-09.
- (d) Money Services Business Quarterly Report Form, Form OFR-560-04, effective 1-13-09.
- (e) Pledge Agreement, Form OFR-560-05, effective 1-13-09.
- (f) Money Services Business Surety Bond Form, Form OFR-560-06, effective 1-13-09.
- (g) Security Device Calculation Form, Form OFR-560-07, effective 10-18-09.
- (h) Request for Exemption from Electronic Filing Requirements, Form OFR-560-08, effective _____.
- ~~(i)(h)~~ Florida Fingerprint Card (FL922720Z), effective 1-13-09.
- ~~(j)(i)~~ Currency Transaction Report, FinCEN Form 104, effective 1-13-09.
- ~~(k)(j)~~ Suspicious Activity Report by Money Services Business, FinCEN Form 109, effective 1-13-09.
- ~~(l)(k)~~ Report of International Transportation of Currency or Monetary Instruments, FinCEN Form 105, effective 1-13-09.

(2) All forms adopted by this rule are available on the Office's website at www.flofr.com and by mail from the Office of Financial Regulation, 200 East Gaines Street, Tallahassee, Florida 32399-0376. Rulemaking Authority 560.105, 560.118, 560.141, 560.2085, 560.209, 560.403 FS. Law Implemented 560.118, 560.140, 560.141, 560.205, 560.2085, 560.209, 560.403, 943.053 FS. History—New 1-13-09, Amended 10-18-09, _____.

69V-560.1013 Electronic Filing of Forms and Fees.

- (1) For purposes of this rule, "REAL System" means the Office of Financial Regulation's Regulatory Enforcement and Licensing System, which is accessible through the Office's website at www.flofr.com.
- (2) All forms adopted under paragraphs 69V-560.1012(1)(a) through (1)(g), F.A.C., must be filed electronically with the Office through the REAL system.
- (3) All fees required to be filed with the Office under Chapter 69V-560, F.A.C., must be paid electronically through the REAL System.
- (4) Any person may request an exemption from the petition-for-a-waiver-of-the-requirement-of electronic filing requirements of this rule by submitting Form OFR-560-08, Request for Exemption from Electronic Filing Requirements, to: Office of Financial Regulation, Division of Finance, Bureau of Regulatory Review, 200 E. Gaines Street, Tallahassee, Florida 32399-0351. The Office of Financial Regulation will provide any person granted an exemption under this subsection with instructions on how to file forms and fees in paper format. Form OFR-560-08 is incorporated by reference in Rule 69V-560.1012, F.A.C. ~~of any form or fee under Chapter 69V-560, F.A.C., by filing a petition under Rule 28-106.301, F.A.C. The petition must demonstrate a technological or financial hardship that entitles the person to file the form or fees in a paper format. The Office will provide any person granted a waiver under this subsection a hardcopy version of the applicable form.~~
Rulemaking Specific Authority 560.105 FS. Law Implemented 560.105 FS. History—New 1-13-09, Amended _____.

NAME OF PERSON ORIGINATING PROPOSED RULE: Gregory C. Oaks, Chief, Bureau of Regulatory Review, Finance, Division of Finance, Office of Financial Regulation, 200 East Gaines Street, Tallahassee, FL 32399-0376, phone (850)410-9805, Facsimile (850)410-9914, E-mail: Greg.Oaks@flofr.com
 NAME OF AGENCY HEAD WHO APPROVED THE PROPOSED RULE: Financial Services Commission
 DATE PROPOSED RULE APPROVED BY AGENCY HEAD: October 12, 2010
 DATE NOTICE OF PROPOSED RULE DEVELOPMENT PUBLISHED IN FAW: August 20, 2010



J. THOMAS CARDWELL
COMMISSIONER

MAILING ADDRESS: 200 East Gaines Street, Tallahassee, FL 32399-0376
Visit us on the web: WWW.FLOFR.COM • Toll Free: (800) 848-3792

Request for Exemption from Electronic Filing Requirements

A. Instructions

Any person may request an exemption from the electronic filing requirements of Rule 69V-560.1013, Florida Administrative Code, by completing this form and submitting it to: Office of Financial Regulation, Division of Finance, Bureau of Regulatory Review, 200 E. Gaines Street, Tallahassee, Florida 32399-0376.

To qualify for an exemption, the requestor must identify the person's technological or financial hardship that makes it difficult for the person to file forms and pay fees electronically.

B. Review Process

The Office will provide written notice to a requestor informing him or her whether or not an exemption has been granted.

The Office will grant an exemption from the electronic filing requirements if the requestor qualifies for any of the hardships identified in question 5 under section D of this form.

An exemption granted from Rule 69V-560.1013, F.A.C., will be valid for 365 calendar days from the date of the written notice.

C. Renewal of Exemption

If a licensee wishes to extend an exemption for an additional 365 days, a new request must be submitted in writing before the expiration of the current exemption. Each

FORM OFR-560-08, EFFECTIVE MM-DD-YYYY, INCORPORATED BY REFERENCE IN RULE 69V-560.1012, F.A.C.

FINANCIAL SERVICES COMMISSION

CHARLIE CRIST
GOVERNOR

BILL MCCOLLUM
ATTORNEY
GENERAL

ALEX SINK
CHIEF FINANCIAL
OFFICER

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

subsequent request to continue an exemption will be evaluated based on the criteria specified in this form.

D. Request for Exemption

1. Requestor's Name (Must match name of applicant or licensee):

2. Contact Person:

3. Mailing Address:

4. Daytime Telephone Number: (_____) _____ - _____

5. Technological/ Financial Hardship: (Check all that apply)

a) ____ I am submitting this form because I do not possess basic computer skills necessary to navigate the internet and complete an online application form.

b) ____ I am submitting this form because I do not own a computer and I am financially unable to afford the cost of purchasing a computer.

c) ____ I am submitting this form because I do not possess a credit card or checking account as a means of making an online payment over the internet.

Signature

Date

END OF DOCUMENT