

BRETT O'NEIL
Office of the Commissioner of Securities and Insurance
Montana State Auditor
840 Helena Avenue
Helena, MT 59601
406-444-2040

Attorney for the CSI

**BEFORE THE COMMISSIONER OF SECURITIES AND INSURANCE,
MONTANA STATE AUDITOR**

IN THE MATTER OF:)	CASE NO. SEC-2014-307
)	
LAWSON FINANCIAL CORPORATION,)	
)	CONSENT AGREEMENT AND FINAL
)	ORDER
Respondent.)	
)	
)	
)	

This Consent Agreement (Agreement) is entered into by the Office of the Commissioner of Securities and Insurance, Montana State Auditor (CSI), acting pursuant to the authority of the Securities Act of Montana, Mont. Code Ann. § 30-10-101 et seq. (Act), and Lawson Financial Corporation (Respondent).

RECITALS

WHEREAS, Respondent entered a Consent Agreement (Agreement) with the CSI on February 11, 2013;

WHEREAS, as a part of that Agreement, Respondent agreed to pay fees and registration costs as a broker-dealer and as a salesperson, to pay a \$5,000 fine, and to disgorge Montana based commissions;

WHEREAS, Respondent complied with the monetary components of the Agreement;

WHEREAS, the CSI alleged Respondent failed to perfect its registration with the CSI in the wake of that Agreement;

WHEREAS, the CSI and the Respondent agree that the best interests of the public would be best served by entering into this Agreement;

NOW, THEREFORE, in consideration of the following mutual undertakings, the CSI and Respondent enter into the following:

AGREEMENT

1. Without admitting or denying the foregoing CSI allegations, the Respondent stipulates and agrees to the following:

A. Within ten business days from the execution of this Agreement, Respondent shall pay a fine of \$5,000. The fine must be made payable to the State of Montana and sent to the Office of the Commissioner of Securities and Insurance, Montana State Auditor, c/o Brett O'Neil, Attorney, 840 Helena Avenue, Helena, MT 59601.

B. Within ten business days from the execution of this Agreement, Respondent shall pay retroactive broker-dealer and salesperson registration fees for the years 2013 and 2014 in an amount totaling \$600. This amount includes two \$200 annual broker-dealer registration fees. It also includes two \$50 annual salesperson registration fees for each of the two salespersons who engaged in the alleged activities. The fees must be made payable to the State of Montana and sent to the Office of the Commissioner of Securities and Insurance, Montana State Auditor, c/o Brett O'Neil, Attorney, 840 Helena Avenue, Helena, MT 59601.

C. Within three months of the date of this Agreement, Respondent will hire an independent consultant to review its books, records, and regulatory compliance policies and

procedures. The consultant must be approved by the CSI and must specifically review all Montana account transactions.

D. Respondent shall perfect its registration status with Montana.

E. Respondent shall comply with the Securities Act of Montana and all other laws of the state of Montana.

F. Respondent fully and forever releases and discharges the CSI from any and all actions, claims, causes of action, demands, or expenses for damages or injuries, whether asserted or not asserted, known or unknown, foreseen or unforeseen, arising out of the Recitals.

G. Respondent acknowledges that it has read and understands each term of this Agreement and that it enters into this Agreement voluntarily and without reservation.

2. Both parties to this Agreement stipulate and agree as follows:

A. This Agreement resolves the alleged violations set forth in the Recitals.

B. The CSI warrants and represents that so long as Respondent adheres to the terms of this Agreement, the CSI will not bring any further action against Respondent arising from facts known to the CSI as of the date of the Agreement specific to Lawson Financial Corporation, Lawson Financial Corporation client accounts or Respondent's supervision of Lawson Financial Corporation.

C. This Agreement is entered without adjudication of any issue, law or fact. The Agreement is entered solely for the purpose of resolving the CSI's investigation and allegations, and is not intended to be used for any other purpose.

D. This Agreement constitutes the entire agreement between the parties and no other promises or agreements, either express or implied, have been made by the CSI or by any

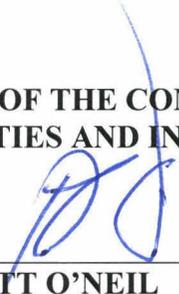
member, officer, agent, or representative of the CSI to induce Respondent to enter into this Agreement.

E. This Agreement may not be modified orally, and any subsequent modifications to this Agreement must be mutually agreed upon in writing to be effective.

F. This Agreement is a public record under Montana law and as such may not be sealed or otherwise withheld from the public.

DATED this 23rd day of March, 2015

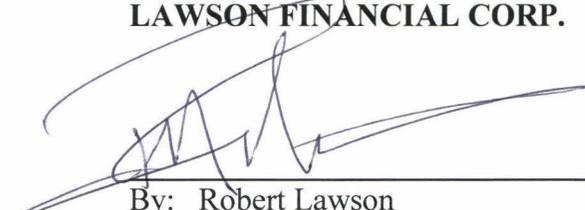
**OFFICE OF THE COMMISSIONER OF
SECURITIES AND INSURANCE**

By: 

BRETT O'NEIL

DATED this 16th day of March, 2015

LAWSON FINANCIAL CORP.



By: Robert Lawson
Its: President

FINAL ORDER

Pursuant to the authority vested by Mont. Code Ann. §§ 2-4-603 and 33-1-101, et seq., and upon review of the foregoing Consent Agreement (Agreement) between the Office of the Commissioner of Securities and Insurance, Montana State Auditor, and Respondent Lawson Financial Corporation, and good cause appearing,

IT IS HEREBY ORDERED that the foregoing Agreement is adopted as set forth fully herein.

DATED this 23rd day of March, 2015.

MONICA J. LINDEEN
Commissioner of Securities and Insurance
Montana State Auditor

By: 

LYNNE EGAN
Deputy Insurance Commissioner