## OMB APPROVAL

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# **FORM MSD**

# APPLICATION FOR REGISTRATION AS A MUNICIPAL SECURITIES DEALER PURSUANT TO RULE 15Ba2-1 UNDER THE SECURITIES EXCHANGE ACT OF 1934 OR AMENDMENT TO SUCH APPLICATION

# **GENERAL INSTRUCTIONS**

### A. Use of Form

This form is to be used by a bank or a separately identifiable department or division of a bank (as defined by the Municipal Securities Rulemaking Board) to apply for registration as a municipal securities dealer with the Securities and Exchange Commission pursuant to section 15B(a) of the Securities Exchange Act of 1934 (the "Act"), or to amend such application. If applicant is a department or division of a bank, the application or amendment shall be deemed to have been made by the bank on behalf of the applicant.

### **B.** Presentation of Information

All information required by Form MSD must be submitted in typewritten or printed manner on the prescribed form or mechanical reproductions thereof. The execution page on each copy of the form must contain an original manual signature of the appropriate duly authorized individual. *Mechanical reproductions of signatures for this purpose are not acceptable*. All other pages containing correct information may be mechanically reproduced by any method producing clear, legible copies of identical type size. Retain one exact copy for your records.

Additional copies of Form MSD are available from the Securities and Exchange Commission, Washington, D.C. 20549.

### C. Signature

Form MSD shall be signed in the name of the applicant by a principal officer of the applicant or, if applicant is a department or division of a bank, by a principal officer of the bank, in each case duly authorized to sign this Form, who is directly engaged in the management, direction or supervision of the applicant's municipal securities dealer activities.

### D. Additional Space

If the space provided for any answer on Form MSD, other than the Schedules to the Form, is insufficient, the answer may be completed on an additional sheet attached to the Form and appropriately identified.

### E. Names

Individuals' names, except for executing signatures, shall be given in full wherever required (last name, first name, middle name). The full middle name is required. Initials are not acceptable unless the individual legally has only an initial. If so, indicate this after the initial.

# F. Acceptance for Filing

A Form MSD which is not prepared and executed in compliance with applicable requirements may be returned as not acceptable for filing. However, acceptance of this Form shall not constitute any finding that it has been filed as required or that the information submitted is true, current, or complete.

### G. General Definitions

- a. Unless the context clearly indicates otherwise or unless otherwise specified in these instructions, all terms used in Form MSD have the same meaning as in the Act and the General Rules and Regulations of the Securities and Exchange Commission. In particular, the terms "self-regulatory organization," "rules of a self-regulatory organization," "municipal securities," "municipal securities dealer," "person associated with a municipal securities dealer," "municipal securities investment portfolio," "appropriate regulatory agency," and "records" shall have the respective meanings set forth in sections 3(a)(26), 3(a)(28), 3(a)(29), 3(a)(30), 3(a)(32), 3(a)(33), 3(a)(34), and 3(a)(37) of the Act.
- b. Jurisdiction The term "jurisdiction" means a state, a territory, the District of Columbia, the Commonwealth of Puerto Rico, or any

Persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

- subdivision or regulatory body thereof.
- c. Person The term "person" includes a corporation, partnership, other organization, trust and estate, as well as natural person.
- d. Municipal securities dealer activities The term "municipal securities dealer activities" has the meaning set forth in Municipal Securities Rulemaking Board rule G-1(b), which defines the terms "separately identifiable department or division of a bank" for purposes of Section 3(a)(30) of the Securities Exchange Act of 1934.

### H. Amendments

The information contained in Form MSD is of a continuing nature and must be updated or amended periodically in the event any of the information previously submitted to the Commission becomes incomplete or inaccurate. Where an item is being amended, only those items which are being amended or which have changed since the previous filing need to be filed, except that a completed page one and a completed execution page, manually signed, must be filed with each amendment. WHEN ANY ITEM ON A PAGE IS AMENDED, IT IS NECESSARY TO ANSWER IN FULL ALL OTHER ITEMS ON THE PAGE BEING AMENDED.

### I. Items Not Applicable

If Form MSD is being filed as an application for registration, all applicable items must be answered in full. If any item is not applicable, indicate by "none" or "N/A" as appropriate.

### J. Schedules to Form

Each Schedule to Form MSD is deemed to be a part of the Form.

# K. Filing of Form

Form MSD must be filed in triplicate with the Securities and Exchange Commission, Washington, D.C. 20549. The execution page of each copy shall contain an original manual signature. In addition, an original signed copy of the Form must be filed with the applicant's appropriate regulatory agency, determined in accordance with section 3(a)(34) of the Act. Applicants which are national banks, or departments or divisions of such banks, must file Form MSD with the Comptroller of the Currency, Credit & Market Risk, 250 E Street, SW, MS 9-14, Washington, D.C. 20219; applicants which are State member banks of the Federal Reserve System, or departments or division of such banks, must file Form MSD with the Board of Governors of the Federal Reserve System, Risk Policy Section, Mail Stop 1810, 20th and C Streets, NW, Washington, D.C. 20551; applicants which are banks insured by the Federal Deposit Insurance Corporation (other than members of the Federal Reserve System), or departments or divisions of such banks, must file Form MSD with the Federal Deposit Insurance Corporation, 550 17th Street, NW, Washington, D.C. 20429; applicants which are federal saving associations, or departments or divisions of such savings associations, must file Form MSD with the Office of Thrift Supervision, Assistant Managing Director, Examinations and Supervision Policy, 1700 G Street, NW, Washington, D.C. 20552.

# L. Instructions to Specific Items

- a. Item 1(a) If the applicant is not registered currently with the Commission and is not succeeding to and continuing the business of another registered municipal securities dealer, the box marked "a new application" should be checked. If a registered municipal securities dealer is amending items on a currently effective Form MSD, the box marked "an amendment" should be checked. If the applicant is succeeding to and continuing the business of another registered municipal securities dealer, the box marked "a successor application" should be checked. If a bank registered as a municipal securities dealer determines it would prefer to register as a separately identifiable department or division, or the converse, it is necessary that (i) the applicant file a Form MSD, indicating in Item 1 that it is a "successor application" and (ii) the currently registered entity file a Form MSDW to withdraw its registration. Pursuant to Securities Exchange Act Rule 15Ba2-4, 17 CFR 240.15Ba2-4, if a municipal securities dealer succeeds to and continues the business of another registered municipal securities dealer, the registration of the predecessor shall be deemed to remain effective as the registration of the successor for a period of 75 days after such succession, provided that a Form MSD is filed by such successor within 30 days after such succession.
- b. Items 2(a) and 2(b) If applicant is a department or division of a bank, these items should be answered only for applicant, rather than for the bank. Information with respect to the bank of which applicant is a part must be given in response to item 2(d).
- c. Item 5 This item calls for information concerning persons directly engaged in the supervision of any of the applicant's municipal securities dealer activities. A separate Schedule A or Form MSD-4 (which may be obtained from the appropriate regulatory authority) must be completed for each person named in response to Item 5.
- d. Item 6 This item calls for information concerning persons not named in item 5 who may nevertheless directly or indirectly control any of applicant's municipal securities dealer activities. Such control may be exercised through stock ownership, agreement or otherwise. Generally a person will be deemed to be in direct or indirect control of applicant's municipal securities dealer activities if such person exercises or has the ability to exercise a controlling influence over the management or policies of applicant with respect to any of applicant's municipal securities dealer activities. Depending on the fact of a particular situation, senior officers or directors of the applicant or of the bank of which applicant is a part, or of a parent bank holding company, may be deemed to be in direct or indirect control of such activities. Schedule A is not required for any person named in response to

- item 6, but information is required to be furnished on Schedule B for each such person.
- e. Item 7 The information required by this item must be furnished with respect to each person directly or indirectly engaged in or controlling any of the applicant's municipal securities dealer activities, including any employee.
- f. Item 9 This item relates to services performed by persons other than applicant with respect to applicant's municipal securities dealer activities. There need not be furnished in response to this item information concerning personnel, payroll and other administrative services which are not directly related to the applicant's municipal securities dealer activities.

# M. Privacy Act Statement

Under Section 15, 15B(a), 17(a) and 23(a) of the Securities Exchange Act of 1934 and the Rules and Regulations thereunder, the Commission is authorized to solicit the information required to be supplied by this form from applicants for registration as a municipal securities dealer (and persons associated with applicants). Disclosure of the information specified on this form is mandatory prior to processing of applications for registration as a municipal securities dealer. The information will be used for the principal purpose of determining whether the Commission should grant or deny registration to the applicant. Information supplied on this form will be included routinely in the public files of the Commission and will be available for inspection by any interested person. A form which is not prepared and executed in compliance with applicable requirements may be returned as not acceptable for filing. Acceptance of this form, however, shall not constitute any finding that it has been filed as required or that the information submitted is true, current or complete. Intentional misstatements or omissions of fact constitute federal criminal violations. [See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)].

# APPLICATION FOR REGISTRATION AS A MUNICIPAL SECURITIES DEALER PURSUANT TO RULE 15Ba2-1 UNDER THE SECURITIES EXCHANGE ACT OF 1934 OR AMENDMENT TO SUCH APPLICATION

**OFFICIAL USE** 

**ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS** 

**GENERAL:** Form MSD is to be used by a bank or a separately identifiable department or division of a bank (as defined by the Municipal Securities Rulemaking Board) to apply for registration as a municipal securities dealer with the Securities and Exchange Commission pursuant to section 15B(a) of the Securities Exchange Act of 1934 (the "Act") or to amend such application. If applicant is a department or division of a bank, the application or amendment shall be deemed to have been made by the bank on behalf of the applicant. Read all instructions before preparing the Form. If this Form is filed as an amendment, only a completed page one, a completed and signed execution page, and those items which are being amended or which have changed since the previous filing need to be filed. Please print or type all responses

|                    | sin  | ce th  | e previo   | ous filing need  | to be filed | d. Please  | e print or type          | all responses      |                  |                     |          |  |
|--------------------|--|--------|--|--|-------------|------------|--------------------------|--------------------|------------------|---------------------|----------|--|
|                    |  |        |  |  |             |            |                          | APPLICABLE S       |                  |                     |          |  |
|                    | 1.   | (a)    |  | orm is filed with<br>w application   |             |            | l Exchange Co<br>endment |                    | or application   |                     |          |  |
|                    |  | (b)    | Applicant is a:  Bank Department or Division of a Bank |  |             |            |                          |                    |                  |                     |          |  |
|                    | 2.   | (a)    | Name o   | of applicant:  |             |            |                          |                    |                  |                     |          |  |
| [                  |  |        | Full na  | me of applican   | t:          |            |                          |                    |                  |                     |          |  |
| S.C. 78ff(a)]      |  |        | Name u   | ınder which mu   | inicipal se | curities ( | dealer activitie         | s are conducted,   | if different:    |                     |          |  |
| 1001 and 15 U.S.C. |  |        | If name  | f name of applicant is hereby amended, state name under which registered previously:                         |             |            |                          |                    |                  |                     |          |  |
| See 18 U.S.C. 1    |  |        | If name  | If name under which municipal securities dealer activities are conducted is hereby amended, state name given |             |            |                          |                    |                  |                     |          |  |
| See 1              |  |        | previou  | previously:  |             |            |                          |                    |                  |                     |          |  |
|                    |  | (b)    | Addres   | _  | number o    | of princip | oal office at wl         | nich applicant's r | nunicipal securi | ties dealer activit | ties are |  |
|                    |  |        | Addres   | s of principal o   | ffice: N    | Number and | d Street                 | City               | Sí               | ate                 | Zip Code |  |
|                    |  |        | Mailing  | g address if diff  | erent:      | Number a   | nd Street                | City               | S                | tate                | Zip Code |  |
|                    |  |        | Teleph   | one Number:  |             |            |                          |                    |                  |                     |          |  |
|                    |  |        |  |  | Area Code   |            |                          |                    | Telephone Number |                     |          |  |
|                    |  |        |  |  |             |            |                          |                    |                  |                     |          |  |
|                    |  |        |  |  |             |            |                          |                    |                  |                     |          |  |
|                    | ALL OF THE ITEMS ON THIS PAGE MUST BE ANSWERED AND COMPLETED IN FULL |        |  |  |             |            |                          |                    |                  |                     |          |  |
|                    |  |        |  |  | T           |            |                          | NE FO              |                  | IAL USE O           | NLY      |  |
|                    | GI<br>I  | EO. CO | JDE  | FILING DATE  | BANK        | . אוט      | MAIL CODE                | EFFECTIVE DATE     |                  |                     |          |  |

| 2. | (c)               | Name, title, mailing address and telephone number of person to c activities:  | contact with respect to app   | plicant's municipal s  | ecurities deale               |
|----|-------------------|---|---|--|-------------------------------|
|    |                   | Name  |   | Title  |                               |
|    | Code              | 2   | City  | State  | Z                             |
|    |                   | Telephone Number:Area Code  | Telephone   | Number   |                               |
|    | (d)               | If applicant is a department or division of a bank, name, principal number of bank:   | _   |  | t, and telephor               |
|    |                   | Full name of bank:  |   |  |                               |
|    |                   | Address of principal place of business: Number and Street   | City  | State  | Zip Co                        |
|    |                   | Mailing address if different: Number and Street   | City  | State  | Zip Co                        |
|    |                   | Telephone Number:   |   |  |                               |
|    |                   | Area Code   | Telephon  | e Number   |                               |
|    |                   |   |   |  |                               |
|    |                   | Applicant agrees and consents that the notice of any proceeding such notice by mail or confirmed telegram to the person named   | , at the address given, in  | response to item 2(c   | c).                           |
| 3. | List              |   | , at the address given, in<br>th applicant is a part, is f  | response to item 2(a   | application                   |
| 3. | List region or li | such notice by mail or confirmed telegram to the person named to below each jurisdiction in which applicant, or the bank of which istration or license as a municipal securities dealer or in which applicensed:  Indicate whether applicant, or the bank of which applicant is a property of the person named to be applicant. | , at the address given, in  | response to item 2(of illing or has filed an ch applicant is a part, | application is so register    |
|    | List reggion I    | such notice by mail or confirmed telegram to the person named to below each jurisdiction in which applicant, or the bank of which istration or license as a municipal securities dealer or in which applicensed:  | , at the address given, in the applicant is a part, is foliant, or the bank of which part, is a national bankin | response to item 2(of iling or has filed an chapplicant is a part,   | application<br>is so register |

# ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS

# ISEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)]

FORM MSD Page 3

5. Furnish the following information for each person who is directly engaged in the management, direction or supervision of any of the applicant's municipal securities dealer activities:

(Place a double asterisk (\*\*) next to the name of each person who is added to the names furnished in the most recent previous filing.)

| FULL NAME |       | Beginning |                 | RELATIONSHIP | Official<br>Use |      |
|-----------|-------|-----------|-----------------|--------------|-----------------|------|
| _         |       |           | Date<br>Mo. Yr. |              | Title or Status | Only |
| Last      | First | Middle    | Mo.             | Yr.          |                 |      |
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|           |       |           |                 |              |                 | 03   |
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|           |       |           |                 |              |                 | 17   |
|           |       |           |                 |              |                 | 18   |

If applicant is a department or division of a bank, place an asterisk (\*) next to the name of each person listed above who has been designated by the board of directors of the bank as responsible for the day-to-day conduct of the bank's municipal securities dealer activities, including the supervision of all of the bank's employees engaged in the performance of such activities.

Complete a separate Schedule A or Form MSD-4 for each person named in response to item 5. If applicant is a department or division of a bank, attach as an exhibit to this Form a copy of the resolution or resolutions of the board of directors of the bank in which each person identified in item 5 as having been designated by the board as responsible for the day-to-day conduct of the bank's municipal securities dealer activities is so designated. Such resolutions must be certified by an appropriate officer of the bank as having been duly adopted and as true, current, and complete.

If any item on this page is amended, you must answer in full all other items on this page and file with a completed page 1, and signed execution page. No Schedule required by any item on this page need be filed with an amended item unless the Schedule itself is amended.

| ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS | [See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)] |
|--|--|
|--|--|

| 6. | Does any person not named in item 5 directly or indirectly control any of the applicant's municipal securities dealer activities?  | on (if<br>tly or<br>n of a<br>ny-to-          | ES  | NO |
|----|--|---|-----|----|
| 7. | <ul> <li>(a) State whether the applicant, any person named in response to item 5 or 6, or any person directly eng in the management, direction, supervision or performance of any of the applicant's municipal securities d activities, or who directly or indirectly controls any of such activities or who is directly or indirectly controls applicant in connection with any of such activities, including any employee:</li> <li>(i) Has been found by the Securities and Exchange Commission or an appropriate regulatory agency o jurisdiction willfully to have made or caused to be made any statement which was, at the time and i light of the circumstances under which it was made, false and misleading with respect to any material or to have omitted to state any material fact, which was required to be stated, in any application regulatory or report required to be filed under the Federal sequrities laws or under the sequrities level.</li> </ul>  | or any in the l fact, on for                  |     |    |
|    | registration or report required to be filed under the Federal securities laws or under the securities laws or under the securities any jurisdiction, or in any proceeding before the Securities and Exchange Commission or an appropregulatory agency or any jurisdiction relating to securities or the conduct of business or registration broker, dealer, municipal securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person the conduction of the securities dealer or investment adviser or associated person dealer or investment adviser or asecurities dealer or investment adviser or associated person deale | priate<br>n as a<br>ereof Y                   | ES  | NO |
|    | any security, the taking of a false oath, the making of a false report, bribery, perjury, burglar conspiracy to commit any such offense; (2) arising out of the conduct of the business of a broker, de municipal securities dealer, investment adviser, bank, insurance company, or fiduciary; (3) involvin larceny, theft, robbery, extortion, forgery, counterfeiting, fraudulent concealment, embezzlement, fraud conversion, or misappropriation of funds or securities; or (4) involving the violation of Sections 152, 1342 or 1343 or Chapters 25 or 47 of Title 18, United States Code (concealment of assets, false oath, claims, or bribery, in any bankruptcy proceeding; mail fraud, fraud by wire, including teleph telegraph, radio or television; counterfeiting, forgery, fraud, false statements); or has pleaded contendere to any such felony or misdemeanor   | ry, or ealer, ng the lulent 1341, s and hone, | ES  | NO |
|    | (iii) Is enjoined permanently, or within the past 10 years has been enjoined temporarily, by order, judg or decree of any court of competent jurisdiction from acting as an investment adviser, underwriter, br dealer, or municipal securities dealer or as an associated person or employee of any of the foregoir as an affiliated person or employee of any investment company, bank, or insurance company, or engaging in or continuing any conduct or practice in connection with any such activity, or in conne with the purchase or sale of any security, or arising out of any securities or investment advactivities.  | roker,<br>ng, or<br>from<br>ection            | ES  | NO |
|    | (iv) Has been found by the Securities and Exchange Commission or an appropriate regulatory agency of jurisdiction or any court to have violated or to have aided, abetted, counselled, commanded, induced procured the violation by any other person of the Federal laws, or the laws of any jurisdiction, relating securities or relating to the conduct of business as a broker, dealer, municipal securities dealer, invest adviser, or investment company, any rule or regulation under any of such laws, or any rule of the Munit Securities Rulemaking Board, or to have failed reasonably to supervise another person who communicated a violation, or to have been unable to comply with any of the foregoing  | ed, or<br>ing to<br>tment<br>icipal           | YES | NO |
|    | (v) Has been the subject of an order of the Securities and Exchange Commission entered pursuar paragraph (6) of Section 15(b) or paragraph (4) of Section 15B(c) of the Securities Exchange Act of or an order of a court or jurisdiction, or an order of an appropriate regulatory agency entered pursua paragraph (5) of Section 15B(c) of the Securities Exchange Act of 1934, barring or suspending the of such person to be associated with a broker or dealer or municipal secundealer   | 1934<br>ant to<br>right<br>rities Y           | ES  | NO |
|    |  |   |     |    |

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|   | 7.   | (a)  | (vi)                          | Has been denied membership or registration with, or participation in, or has been suspended, revoked or   | r           |         |  |  |
|---|--|--|-------------------------------|---|-------------|---------|--|--|
|   |  |  | ` ′                           | expelled from membership, participation in or registration with any self-regulatory organization, or has been suspended or barred from being associated with any member of a self-regulatory organization.  | S           | NO      |  |  |
| MISSIAI EMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS [See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)] |  |  | (vii)                         | Has been denied registration ( <i>license</i> ) with, or suspended, revoked or expelled from registration ( <i>license</i> with the Securities and Exchange Commission or any jurisdiction as a broker, dealer, investment adviser securities salesman, or municipal securities dealer, or has been barred from being associated with a person engaged in such business   | ,           | NO      |  |  |
|   |  |  | (viii)                        | Has been found to have been a cause of (1) the denial, suspension, or revocation of any person's membership or participation in, or registration with the Securities and Exchange Commission, any jurisdiction, or any self-regulatory organization, (2) any bar or suspension of any person from being associated with a broker, dealer, municipal securities dealer, or member of a self-regulatory organization or (3) any expulsion of any person from a self-regulatory organization   | 7           | NO      |  |  |
| NSIIIUIE FEDERAL<br>(a)]  |  |  | (ix)                          | Has willfully made or caused to be made any statement which was, at the time and in the light of the circumstances under which it was made, false and misleading with respect to any material fact, or has omitted to state any material fact, which was required to be stated, in any application for membership or participation in, or to become associated with a member of, a self-regulatory organization, in any repor required to be filed with a self-regulatory organization, or in any proceeding before a self-regulatory organization.           | s<br>r<br>t | NO      |  |  |
| F FACT CONST<br>U.S.C. 78ff(a)]   |  |  | (x)                           | Has been, within the past 10 years, the subject of any cease and desist, desist and refrain, prohibition, or similar order which was issued by the United States or any jurisdiction arising out of the conduct of the business of a broker, dealer, municipal securities dealer or investment adviser  |             | NO      |  |  |
| R OMISSIONS O<br>S.C. 1001 and 15   | of the voting securities, or has at any time directly or indirectly through agreeme or had the power to exercise a controlling influence over the management or poli or municipal securities dealer which has been adjudicated bankrupt or a broken. |  |                               | Has been associated at any time as an officer, director, general partner, or owner of 10 percentum or more of the voting securities, or has at any time directly or indirectly through agreement or otherwise exercises or had the power to exercise a controlling influence over the management or policies of, a broker or dealer or municipal securities dealer which has been adjudicated bankrupt or a broker or dealer for which a trustee has been appointed pursuant to the Securities Investor Protection Act of 1970                                | l<br>r      | NO      |  |  |
| :MEN I S U<br>[See 18 U.  |  |  | (xii)                         | Has been the subject of any order, judgment, decree or other sanction of a foreign court, foreign exchange or foreign government or regulatory agency arising out of any securities or investment advisory activities   |             | NO      |  |  |
|   |  | (b)  | in the activ by approces answ | whether applicant, or any person named in response to item 5 or 6, or any other person directly engaged management, direction, supervision or performance or any of the applicant's municipal securities dealer ities, or who directly or indirectly controls any of such activities or who is directly or indirectly controlled plicant in connection with any of such activities, including any employee, is presently the subject of any seedings in which an adverse decision would result in any of the foregoing questions in part (a) being ered "yes" | r<br>l YES  | NO      |  |  |
| <u> </u>  |  |  |                               | answer to any paragraph of item 7 is "yes," explain on Schedule A.  |             |         |  |  |
| ALLENTION: INTENTIONAL  | 8.   | mui<br>regi  | nicipa<br>stratio             | sdiction with which applicant, or the bank of which applicant is a part, is licensed or registered as a securities dealer or to which application has been made should be listed in item 3. If any license or no listed therein is of a restricted nature or has been suspended or if any license or registration not listed was terminated, or withdrawn or voluntarily terminated, explain fully on Schedule C.   | r           |         |  |  |
| 1   | 9.   | Does applicant, or the bank of which applicant is a part, have any arrangement with any other person to perform any services for applicant or for the bank relating to applicant's municipal securities dealer activities? |                               |   |             |         |  |  |
|   |  |  |                               | explain on Schedule C hereto, identifying each such other person, the nature of applicant's relation, if any ersons, the nature of such services, and the arrangements pursuant to which such services are performed  |             |         |  |  |
|   |  | witl   | n a co                        | m on this page is amended, you must answer in full all other items on this page and file ampleted page 1, and signed execution page. No Schedule required by any item on this page is amended item unless the Schedule itself is amended.   | need b      | e filed |  |  |

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| <b>CRIMINAL VIOLATIONS</b> |
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|  | 10. | (a)  | If applicant is a bank, does applicant maintain a municipal securities investment portfolio?   |                  | YES | NO |
|--|-----|------|--|------------------|-----|----|
|  |     | (b)  | If applicant is a bank, does applicant buy and sell municipal securities in a fiduciary capacity or as age customers?  | nt for           | YES | NO |
| SNO  |     | (c)  | If applicant is a bank, does any person named in item 5 above or any person controlled by application connection with applicant's municipal securities dealer activities, including any employee, engage is activities of the bank with respect to municipal securities other than municipal securities dealer activities.   | n any            | YES | NO |
| AL VIOLAT  |     |      | If the answer to (c) is "yes" explain fully on Schedule C, setting forth the name of each such person, if person is named in item 5, or the function performed by each such person if not so named, and the natueach such person's activities other than municipal securities dealer activities.   |                  |     |    |
| AL CRIMIN  | 11. | Hov  | v many employees does applicant have engaged in its municipal securities dealer activities?  SUPERVISORY AND MANAGE O  | ERIAL:<br>OTHER: |     |    |
| ER   | 12. | If a | oplicant is a department or division of a bank:  |                  |     |    |
| MISSIAIEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS [See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)] |     | (a)  | Identify on Schedule C each geographic, organizational and operational unit of the bank of which applies a part in which applicant's municipal securities dealer activities are conducted, specifying the nam location of each such unit and the nature of the municipal securities dealer activities conducted in each unit. Indicate on Schedule C whether any business activities other than municipal securities dealer acti are conducted in any such unit, and describe the nature of such other activities. | e and such       |     |    |
| U.S.C.   |     | (b)  | Does any unit of the bank of which applicant is a part, other than those identified in response to item a perform any municipal securities dealer activities?  |                  | YES | NO |
| MISSIONS OF FACT<br>1001 and 15 U.S.C.   |     |      | If the answer to (b) is "yes," explain on Schedule C hereto, identifying each such unit and the nature activities performed by such unit.  | of the           |     |    |
| OMISS<br>C. 1001   |     | (c)  | Are all records relating to applicant's municipal securities dealer activities maintained separate and apart all other records of the applicant or of the bank of which applicant is a part?   | from             | YES | NO |
| MEN I S OR OF<br>See 18 U.S.C.   |     | (d)  | Are all records relating to applicant's municipal securities dealer activities separately extractable applicant's facilities or from the facilities of the bank of which applicant is a part?  |                  | YES | NO |
| MISSIAIEME<br>[See   |     |      | Describe on Schedule C the manner in which all records relating to applicant's municipal securities of activities are maintained, including their location, how such records are collected and retrieved, the peritime required to collect or retrieve any such record, the category of employees having authority to collecterieve such records, and the name of each person who supervises the maintenance of such records.  | iod of           |     |    |
|  |     | (e)  | Are separate financial records maintained with respect to applicant's municipal securities dealer activities   | ities?           | YES | NO |
|  |     |      | If the answer to (e) is "yes," explain on Schedule C the nature of such separate financial records.  |                  | Ш   |    |
|  |     | (f)  | Does the bank of which applicant is a part maintain a municipal securities investment portfolio?   |                  | YES | NO |
|  |     | (g)  | Does the bank of which applicant is a part buy and sell municipal securities in a fiduciary capacity or as for customers?  | _                | YES | NO |
| ALLEN LION: INTENTIONAL  |     | (h)  | Does any person named in item 5 above or any person controlled by applicant in connection with applic municipal securities dealer activities, including any employee, engage in any activities of the bank with reto municipal securities other than municipal securities dealer activities?   |                  | YES | NO |
|  |     |      | If the answer to (h) is "yes," explain fully on Schedule C, setting forth the name of each such person if person is named in item 5 or the function performed by each such person if not so named, and the nature of such person's activities other than municipal securities dealer activities. If any of such other activities respect to municipal securities are performed by applicant, so specify on Schedule C.   | feach            |     |    |
|  |     | with | ny item on this page is amended, you must answer in full all other items on this page a completed page 1, and signed execution page. No Schedule required by any item d be filed with an amended item unless the Schedule itself is amended.   |                  |     | ge |

# ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS [See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)]

# FORM MSD Execution Page

|                                       | EXECUTION:  |  |  |
|---------------------------------------|---|--|--|
|                                       |   | <u> </u>   |  |
|                                       | COUNTY OF   | }ss  | :  |
|                                       | The undersigned, being this Form on behalf of, and applicant is a department or bank named in item 2(d). The contained herein, including of which are made a part her and on the basis of diligent represents that to the exten | first duly sworn, deposes and says that with the authority of, the applicant nated division of a bank, on behalf of, and whe undersigned represents that the information area, to the best of the undersigned inquiry, current, true, and complete. It any information previously submitted the undersigned's knowledge and be | med in item 2(a) and, if with the authority of, the formation and statements nation filed herewith, all 's knowledge and belief The undersigned further d is not amended, such |
|                                       | Dated the   | day of   | , 20   |
|                                       |   | (Name of Applicant)  |  |
|                                       |   | (Name of Esperant)   |  |
|                                       | (N  | Manual signature of duly authorized officer)   |  |
|                                       |   | (Title)  |  |
| Subscribed and s<br>to before me this |   |  |  |
|                                       | day of  | , 20   |  |
|                                       | (Notary Pub   | lic)   |  |
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|                                       |   |  | My commission expires:   |
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**OFFICIAL USE** 

of Disposition of Proceeding

# ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS

of Item 7

# Schedule A of FORM MSD (Answers in response to items 5 and 7 of FORM MSD)

|   |      | (  | Alisweis      | in response   | to item     | is 5 and 1       | OI FORIVI IVISD)                         |               |                   |        |                 |  |
|---|------|--|---------------|---|-------------|------------------|--|---------------|-------------------|--------|-----------------|--|
| NOTE: (a) Complete a separate Schedule A for each person named in item 5 and each person subject to any acti item 7.  (b) State all names in the order of last name, first name, full middle name. If any person legally has only an after the initial.  L. Full name of applicant exactly as stated in item 2(a) of Form MSD:  |      |  |               |   |             |                  |  |               |                   |        |                 |  |
|   | I.   | . Full name of applicant exactly as stated in item 2(a) of Form MSD: |               |   |             |                  |  |               |                   |        |                 |  |
|   | II.  | Full nam   |               |   |             |                  |  |               |                   |        |                 |  |
|   | III. | (a) Resi   | dence address | s of person for whor                                | n this Scho | edule is being c | ompleted:                                |               |                   |        |                 |  |
|   |      |  | Number        | R AND STREET  |             | Стү              |  | <b>S</b> TATE |                   |        | Z <sub>IP</sub> |  |
| .C. 78ff(a)]  | IV.  |  | er names used | sh below a list of all<br>l, state "None."<br>FIRST | names ind   |                  | n known by or has used, inc              | eluding ma    | iden nam          |        | licable.        |  |
| If no other names used, state "None."  LAST FIRST MIDDLE LAST FIRST  V. EDUCATION. Furnish below a description of the education of the person named in item II of this Schedule (incl location of last high school attended, name and location of any college or university attended, degree or degrees recorn years in which received).  VI. BUSINESS BACKGROUND: Furnish below a complete, consecutive statement of all business experience and for the past ten years. List the last position first. If none, state "None."  Name of Firm and Address Wind of Pusiness Exact Nature of Connection Paginning Dates. |      |  |               |   |             |                  |  |               |                   |        |                 |  |
| 18 U.S.   | VI.  |  |               |   |             |                  | tive statement of all busing             | ness exper    | ience and         | lemplo | yment           |  |
| See   |      | for the pa   | -             | List the last positi                                |             |                  |  | ъ.            | . 5               | ·      |                 |  |
|   |      |  | Name of I     | Firm and Address                                    | K1          | nd of Business   | Exact Nature of Connection or Employment | Mo.           | ning Date<br>Yrs. | Mo.    | ng Date<br>Yrs. |  |
|   |      |  |               |   |             |                  | A 3                                      |               |                   |        |                 |  |
|   | VII  |  |               |   |             |                  | es" with respect to the p                | erson for v   | whom thi          | s Sche | dule is         |  |
| being completed, furnish the following details:  Applicable Title or Description Name and Location of Court, Paragraph of Action Agency, Jurisdiction or Nature and Date  |      |  |               |   |             |                  |  |               |                   | Date   |                 |  |

If any item on this page is amended, you must answer in full all other items on this page and file with a completed page 1, and signed execution page. No Schedule required by an item on this page need be filed with an amended item unless the Schedule itself is amended.

Self-Regulatory Organization

OFFICIAL USE

# Schedule B of FORM MSD (Answers in response to item 6 of FORM MSD)

| I. | Information with respec | t to persons described in it | em 6 of Form MSD: |                  |
|----|-------------------------|------------------------------|-------------------|------------------|
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# Schedule C of FORM MSD

| II. Item of Form |        |          |  |
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| II. Item of Form | ANSWER | <u>.</u> |  |
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