

2. The Bureau is primarily responsible for administering and enforcing the MTA for the Department.

3. COMFEX is an organization with its principal place of business is located at 56 Pine Street, Suite 600, Providence, RI 02903.

4. In August of 2013, COMFEX submitted an application for a money transmitter license to the Department.

5. COMFEX disclosed to the Bureau that it had processed foreign currency exchange transactions in Pennsylvania during the last 12 years.

6. COMFEX charges its customers a fee for this service.

7. COMFEX had operated under the mistaken belief it was exempted from licensure because of its futures commission merchant status.

8. COMFEX has been cooperative with the Bureau by fully disclosing its activities and by applying for a license upon ascertaining that a license was necessary.

VIOLATION

9. Section 2 of the MTA provides, in relevant part, that “[n]o person shall engage in the business of transmitting money by means of a transmittal instrument for a fee or other consideration without first having obtained a license from the Department of Banking...” 7 P.S. § 6102.

10. A “person” to which Section 2 of the MTA applies includes an individual or organization. *See* 7 P.S. § 6101.

11. A transmittal instrument is “any check, draft, money order, personal money order or method for the payment of money or transmittal of credit...” 7 P.S. § 6101.

12. COMFEX does not meet any of the exemptions to licensure contained in the MTA. See 7 P.S. §§ 6103, 6104.

13. In violation of Section 2 of the MTA, COMFEX engaged in the business of transmitting money by means of a transmittal instrument for a fee when it exchanged currency for customers located in Pennsylvania without a license during the past twelve (12) years.

AUTHORITY

14. The Department may fine persons that violate the provisions of the MTA an amount of "up to two thousand dollars for each offense." 7 P.S. § 6116.

RELIEF

15. Fine. Within 30 days of the Effective Date of this Order as set forth in Paragraph 22, COMFEX shall pay to the Department a fine in the amount of \$144,000. Payment shall be remitted by certified check or money order and made payable to the "Department of Banking and Securities" and shall be sent to the attention of Compliance Division, Bureau of Compliance and Licensing, located at 17 N. Second Street, Suite 1300, Harrisburg, PA 17101.

16. Corrective Action. COMFEX shall maintain a money transmitter license with the Department as long as it engages in the business of transmitting money by means of a transmittal instrument for a fee or other consideration on behalf of Pennsylvania consumers.

FURTHER PROVISIONS

17. Consent. COMFEX hereby knowingly, willingly, voluntarily and irrevocably consents to the entry of this Order pursuant to the Bureau's order authority under the MTA and agrees that it understands all of the terms and conditions contained herein. COMFEX, by voluntarily entering into this Order, waives any right to a hearing or appeal concerning the terms, conditions and/or penalties set forth in this Order.

18. Publication. The Department will publish this Order pursuant to its authority in Section 302.A.(5) of the Department of Banking and Securities Code. See 71 P.S. §733-302.A.(5).
19. Entire Agreement. This Order contains the whole agreement between the parties. There are no other terms, obligations, covenants, representations, statements, conditions, or otherwise, of any kind whatsoever concerning this Order. The Order may be amended in writing by mutual agreement by the Bureau and COMFEX.
20. Binding Nature. The Department, COMFEX, and all officers, owners, director, employees, heirs and assigns of COMFEX intend to be and are legally bound by the terms of this Order.
21. Counsel. This Order is entered into by the parties upon full opportunity for legal advice from legal counsel.
22. Effectiveness. COMFEX hereby stipulates and agrees that the Order shall become effective on the date that the Bureau executes the Order ("Effective Date").
23. Other Enforcement Action.
- a. The Department reserves all of its rights, duties, and authority to enforce all statutes, rules and regulations under its jurisdiction against COMFEX in the future regarding all matters not resolved by this Order.
 - b. COMFEX acknowledges and agrees that this Order is only binding upon the Department and not any other local, state or federal agency, department or office regarding matters within this Order.
24. Authorization. The parties below are authorized to execute this Order and legally bind their respective parties.

25. Counterparts. This Order may be executed in separate counterparts, by facsimile and by PDF.

26. Titles. The titles used to identify the paragraphs of this document are for the convenience of reference only and do not control the interpretation of this document.

WHEREFORE, in consideration of the foregoing, including the recital paragraphs, the Commonwealth of Pennsylvania, Department of Banking and Securities, Bureau of Compliance and Licensing and Commonwealth Foreign Exchange, Inc. intending to be legally bound do hereby execute this Consent Agreement and Order.

**FOR THE COMMONWEALTH OF
PENNSYLVANIA, DEPARTMENT OF
BANKING AND SECURITIES, BUREAU
OF LICENSING AND COMPLIANCE**

**FOR COMMONWEALTH FOREIGN
EXCHANGE, INC.**

Ryan Walsh, Chief
Compliance Division
Department of Banking and Securities

Date: January 29, 2014

(Officer Signature)

JOHN J. KIRKWOOD, III
(Print Officer Name)

V.P., Asst. Treasurer, Asst. Secretary
(Title)

Date: JANUARY 29, 2014