

FILED

2014 SEP -8 AM 11:28

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF BANKING AND SECURITIES
DEPARTMENT OF BANKING AND SECURITIES

COMMONWEALTH OF PENNSYLVANIA	:	
DEPARTMENT OF BANKING, BUREAU	:	
OF COMPLIANCE AND LICENSING	:	
	:	
v.	:	
	:	Docket No.: 140038 (BNK-CAO)
WORLD FIRST USA, INC.	:	
	:	

CONSENT AGREEMENT AND ORDER

The Commonwealth of Pennsylvania, acting through the Department of Banking and Securities ("Department"), Bureau of Compliance and Licensing ("Bureau"), has reviewed the business practices of World First USA, Inc. ("World First") and its officers, employees and directors. Based on the results of its review, the Bureau found that World First violated the act known as the Money Transmitter Act, Act of 1965, P.L. 490, No. 249, *as amended*, 7 P.S. § 6101 *et seq.* ("MTA"). The parties to the above-captioned matter, in lieu of litigation and for purposes of settlement, hereby stipulate that the following statements are true and correct, and intending to be legally bound, hereby agree to the terms of this Consent Agreement and Order ("Order").

BACKGROUND

1. The Department is the Pennsylvania administrative agency authorized and empowered to administer and enforce the MTA.
2. The Bureau is primarily responsible for administering and enforcing the MTA for the Department.
3. World First's principal place of business is located at 2800 Crystal Dr., Suite 310, Arlington, VA, 22202.

4. World First provides foreign currency exchange and funds transmission to foreign countries for businesses and individuals.

5. World First submitted an application for a money transmitter license with the Department in June of 2014.

6. World First revealed in its application that it has been doing business in Pennsylvania from September of 2012 through February 2014.

7. World First 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

8. 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.

9. 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.

10. World First does not meet any of the exemptions to licensure contained in the MTA. *See* 7 P.S. §§ 6103, 6104.

11. In violation of Section 2 of the MTA, World First engaged in the business of transmitting money by means of a transmittal instrument for a fee for customers located in Pennsylvania without a license from September of 2012 through February 2014.

12. 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

13. Fine. Within 30 days of the Effective Date of this Order as set forth in Paragraph 20, World First shall pay to the Department a fine in the amount of \$17,000. 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 Licensing Division, Bureau of Compliance and Licensing, 17 N. Second Street, Suite 1300, Harrisburg, PA 17101.

14. Corrective Action. World First 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

15. Consent. World First 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. World First, 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.

16. 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).

17. 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. This Order may be amended in writing by mutual agreement by the Bureau and World First.

18. Binding Nature. The Department, World First, and all officers, owners, directors, employees, heirs and assigns of World First intend to be and are legally bound by the terms of this Order

19. Counsel. This Order is entered into by the parties upon full opportunity for legal advice from legal counsel.

20. Effectiveness. World First hereby stipulates and agrees that the Order shall become effective on the date that the Bureau executes the Order ("Effective Date").

21. 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 World First in the future regarding all matters not resolved by this Order.

b. World First 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.

22. Authorization. The parties below are authorized to execute this Order and legally bind their respective parties.

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

24. 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 World First USA, 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 COMPLIANCE AND LICENSING

FOR WORLD FIRST USA, INC.

Redacted

Redacted

John Talalai, Administrator
Bureau of Compliance and Licensing
Department of Banking and Securities

(Officer Signature)

Date: 9-5-2014

CHRISTOPHER RUSSELL
(Print Officer Name)

CEO
(Title)

Date: 9/5/2014