

5. Respondent violated Section 75-71-412(d)(9) of the Act when it failed to reasonably supervise its agent Chancellor

II.

Respondent, under the terms of this Consent Agreement and solely for the purpose of resolving the foregoing allegations, acknowledges the allegations of Paragraph I. While Respondent does not admit the allegations, Respondent consents to the issuance of this Consent Agreement and further consents to and agrees to the undertakings contained herein with no formal investigation, proceeding, administrative hearing, findings or determination of wrongdoing. Furthermore, the undersigned agent for Respondent acknowledges that he has been lawfully vested with the authority to enter into this Consent Agreement on behalf of Respondent.

III.

THEREFORE, in consideration of a final resolution of the matters set forth herein, the Division and Respondent hereby agree and stipulate as follows:

1. Respondent stipulates to the jurisdiction of the Division as to all matters contained herein under the authority of the Act and acknowledges that the issuance of this Consent Agreement is solely for the purpose of resolving the matters set forth herein.
2. The Division shall impose a penalty upon the Respondent in the amount of Six Thousand Five Hundred Dollars (\$6,500.00). Respondent shall remit payment to the Division, payable to the "Mississippi Secretary of State" upon execution of this Agreement.
3. The Division accepts Respondent's termination of Chancellor in lieu of other restrictions or conditions it might otherwise have imposed had Chancellor's affiliation with Respondent continued.
4. This Consent Agreement is in resolution of the matters contained herein. As a result of this Consent Agreement, the matters contained herein cannot be used as a basis for action by the Division except in determining any penalty as may be

imposed by the Division for any future violations of the Act committed by the Respondent and as set forth below.

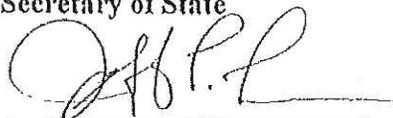
5. Respondent agrees that it will comply with the provisions of the Act and Rules as currently in effect or as may be subsequently amended.

IV.

In the event Respondent fails or neglects to comply with any of the terms, stipulations or undertakings set forth in this Consent Agreement, the Division may, without notice to Respondent, unilaterally rescind this Agreement and institute any legal or administrative proceedings it deems appropriate including, but not limited to, proceedings to address the matters set forth herein.

C. DELBERT HOSEMANN, JR.
Secretary of State

By:



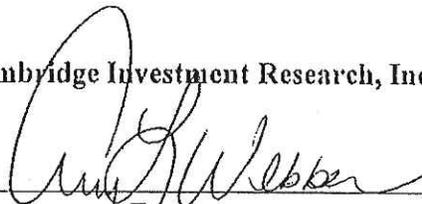
JEFFREY L. LEE
Senior Attorney
Securities and Charities Division

Date:

11-19-12

Cambridge Investment Research, Inc.

By:



Print Name: Amy L. Webber

Title: President and COO

Date: November 19, 2012