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18       (3) The offer or sale of securities under this section  
19 must be conducted in accordance with the requirements of the  
20 federal exemption for intrastate offerings in s. 3(a)(11) of the  
21 Securities Act of 1933, 15 U.S.C. s. 77c(a)(11), and United  
22 States Securities and Exchange Commission Rule 147, 17 C.F.R. s.  
23 230.147, adopted pursuant to the Securities Act of 1933.

24       (4) An issuer must:

25       (a) Be a for-profit business entity formed under the laws  
26 of this state, be registered with the Secretary of State,  
27 maintain its principal place of business in this state, and  
28 derive its revenues primarily from operations in this state.

29       (b) Conduct transactions for the offering through a dealer  
30 registered with the office or an intermediary registered under  
31 s. 517.12(20).

32       (c) Not be, either before or as a result of the offering,  
33 an investment company as defined in s. 3 of the Investment  
34 Company Act of 1940, 15 U.S.C. s. 80a-3, or subject to the  
35 reporting requirements of s. 13 or s. 15(d) of the Securities  
36 Exchange Act of 1934, 15 U.S.C. s. 78m or s. 78o(d).

37       (d) Not be a company with an undefined business operation,  
38 a company that lacks a business plan, a company that lacks a  
39 stated investment goal for the funds being raised, or a company  
40 that plans to engage in a merger or acquisition with an  
41 unspecified business entity.

42       (e) Not be subject to a disqualification established by  
43 the commission or office or a disqualification described in s.

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44 517.1611 or United States Securities and Exchange Commission  
45 Rule 506(d), 17 C.F.R. 230.506(d), adopted pursuant to the  
46 Securities Act of 1933. Each director, officer, person occupying  
47 a similar status or performing a similar function, or person  
48 holding more than 20 percent of the shares of the issuer, is  
49 subject to this requirement.

50 (f) Execute an escrow agreement with a federally insured  
51 financial institution authorized to do business in this state  
52 for the deposit of investor funds, and ensure that all offering  
53 proceeds are provided to the issuer only when the aggregate  
54 capital raised from all investors is equal to or greater than  
55 the target offering amount.

56 (g) Allow investors to cancel a commitment to invest  
57 within 3 business days before the offering deadline, as stated  
58 in the disclosure statement, and issue refunds to all investors  
59 if the target offering amount is not reached by the offering  
60 deadline.

61 (5) The issuer must file a notice of the offering with the  
62 office, in writing or in electronic form, in a format prescribed  
63 by commission rule, together with a nonrefundable filing fee of  
64 \$200. The filing fee shall be deposited into the Regulatory  
65 Trust Fund of the Department of Financial Services, Office of  
66 Financial Regulation. The commission may adopt rules  
67 establishing procedures for the deposit of fees and the filing  
68 of documents by electronic means if the procedures provide the  
69 office with the information and data required by this section. A

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70 notice is effective upon receipt, by the office, of the  
71 completed form, filing fee, and an irrevocable written consent  
72 to service of civil process, similar to that provided for in s.  
73 517.101. The notice may be terminated by filing with the office  
74 a notice of termination. The notice and offering expire 12  
75 months after filing the notice with the office and are not  
76 eligible for renewal. The notice must:

77 (a) Be filed with the office at least 10 days before the  
78 issuer commences an offering of securities or the offering is  
79 displayed on a website of an intermediary in reliance upon the  
80 exemption provided by this section.

81 (b) Indicate that the issuer is conducting an offering in  
82 reliance upon the exemption provided by this section.

83 (c) Contain the name and contact information of the  
84 issuer.

85 (d) Identify any predecessors, owners, officers,  
86 directors, and control persons or any person occupying a similar  
87 status or performing a similar function of the issuer, including  
88 that person's title, his or her status as a partner, trustee,  
89 sole proprietor or similar role, and his or her ownership  
90 percentage.

91 (e) Identify the federally insured financial institution,  
92 authorized to do business in this state, in which investor funds  
93 will be deposited, in accordance with the escrow agreement.

94 (f) Require an attestation under oath that the issuer, its  
95 predecessors, affiliated issuers, directors, officers, and

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96 control persons, or any other person occupying a similar status  
97 or performing a similar function, are not currently and have not  
98 been within the past 10 years the subject of regulatory or  
99 criminal actions involving fraud or deceit.

100 (g) Include documentation verifying that the issuer is  
101 organized under the laws of this state and authorized to do  
102 business in this state.

103 (h) Include the intermediary's website address where the  
104 issuer's securities will be offered.

105 (i) Include the target offering amount.

106 (6) The issuer must amend the notice form within 30 days  
107 after any information contained in the notice becomes inaccurate  
108 for any reason. The commission may require, by rule, an issuer  
109 who has filed a notice under this section to file amendments  
110 with the office.

111 (7) The issuer must provide to investors and the dealer or  
112 intermediary, along with a copy to the office at the time the  
113 notice is filed, and make available to potential investors  
114 through the dealer or intermediary, a disclosure statement  
115 containing material information about the issuer and the  
116 offering, including:

117 (a) The name, legal status, physical address, and website  
118 address of the issuer.

119 (b) The names of the directors, officers, and any person  
120 occupying a similar status or performing a similar function, and

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121 the name of each person holding more than 20 percent of the  
122 shares of the issuer.

123 (c) A description of the business of the issuer and the  
124 anticipated business plan of the issuer.

125 (d) A description of the stated purpose and intended use  
126 of the proceeds of the offering.

127 (e) The target offering amount, the deadline to reach the  
128 target offering amount, and regular updates regarding the  
129 progress of the issuer in meeting the target offering amount.

130 (f) The price to the public of the securities or the  
131 method for determining the price, provided that before the sale  
132 each investor receives in writing the final price and all  
133 required disclosures, with an opportunity to rescind the  
134 commitment to purchase the securities.

135 (g) A description of the ownership and capital structure  
136 of the issuer, including:

137 1. Terms of the securities being offered and each class of  
138 security of the issuer, including how those terms may be  
139 modified, and a summary of the differences between such  
140 securities, including how the rights of the securities being  
141 offered may be materially limited, diluted, or qualified by  
142 rights of any other class of security of the issuer;

143 2. A description of how the exercise of the rights held by  
144 the principal shareholders of the issuer could negatively impact  
145 the purchasers of the securities being offered;

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146 3. The name and ownership level of each existing  
147 shareholder who owns more than 20 percent of any class of the  
148 securities of the issuer;

149 4. How the securities being offered are being valued, and  
150 examples of methods of how such securities may be valued by the  
151 issuer in the future, including during subsequent corporate  
152 actions; and

153 5. The risks to purchasers of the securities relating to  
154 minority ownership in the issuer, the risks associated with  
155 corporate action, including additional issuances of shares, a  
156 sale of the issuer or of assets of the issuer, or transactions  
157 with related parties.

158 (h) A description of the financial condition of the  
159 issuer.

160 1. For offerings that, in combination with all other  
161 offerings of the issuer within the preceding 12-month period,  
162 have target offering amounts of \$100,000 or less, the  
163 description must include the most recent income tax return filed  
164 by the issuer, if any, and a financial statement that must be  
165 certified by the principal executive officer of the issuer as  
166 true and complete in all material respects.

167 2. For offerings that, in combination with all other  
168 offerings of the issuer within the preceding 12-month period,  
169 have target offering amounts of more than \$100,000, but not more  
170 than \$500,000, the description must include financial statements  
171 prepared in accordance with generally accepted accounting

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172 principles and reviewed by a certified public accountant, as  
173 defined in s. 473.302, who is independent of the issuer, using  
174 professional standards and procedures for such review or  
175 standards and procedures established by the office, by rule, for  
176 such purpose.

177 3. For offerings that, in combination with all other  
178 offerings of the issuer within the preceding 12-month period,  
179 have target offering amounts of more than \$500,000, the  
180 description must include audited financial statements prepared  
181 in accordance with generally accepted accounting principles by a  
182 certified public accountant, as defined in s. 473.302, who is  
183 independent of the issuer, and other requirements as the  
184 commission may establish by rule.

185 (i) The following statement in boldface, conspicuous type  
186 on the front page of the disclosure statement:

187  
188 These securities are offered under and will be sold in reliance  
189 upon an exemption from the registration requirements of federal  
190 and Florida securities laws. Consequently, neither the Federal  
191 Government nor the State of Florida has reviewed the accuracy or  
192 completeness of any offering materials. In making an investment  
193 decision, investors must rely on their own examination of the  
194 issuer and the terms of the offering, including the merits and  
195 risks involved. These securities are subject to restrictions on  
196 transferability and resale and may not be transferred or resold  
197 except as specifically authorized by applicable federal and



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198 state securities laws. Investing in these securities involves a  
199 speculative risk, and investors should be able to bear the loss  
200 of their entire investment.

201 (8) The issuer shall provide to the office a copy of the  
202 escrow agreement with a financial institution authorized to  
203 conduct business in this state. All investor funds must be  
204 deposited in the escrow account. The escrow agreement must  
205 require that all offering proceeds be released to the issuer  
206 only when the aggregate capital raised from all investors is  
207 equal to or greater than the minimum target offering amount  
208 specified in the disclosure statement as necessary to implement  
209 the business plan, and that all investors will receive a full  
210 return of their investment commitment if that target offering  
211 amount is not raised by the date stated in the disclosure  
212 statement.

213 (9) The sum of all cash and other consideration received  
214 for sales of a security under this section may not exceed \$1  
215 million, less the aggregate amount received for all sales of  
216 securities by the issuer within the 12 months preceding the  
217 first offer or sale made in reliance upon this exemption. Offers  
218 or sales to a person owning 20 percent or more of the  
219 outstanding shares of any class or classes of securities or to  
220 an officer, director, partner, or trustee, or a person occupying  
221 a similar status, do not count toward this limitation.

222 (10) Unless the investor is an accredited investor as  
223 defined by Rule 501 of Regulation D, adopted pursuant to the

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224 Securities Act of 1933, the aggregate amount sold by an issuer  
225 to an investor in transactions exempt from registration  
226 requirements under this subsection in a 12-month period may not  
227 exceed:

228 (a) The greater of \$2,000 or 5 percent of the annual  
229 income or net worth of such investor, if the annual income or  
230 the net worth of the investor is less than \$100,000.

231 (b) Ten percent of the annual income or net worth of such  
232 investor, not to exceed a maximum aggregate amount sold of  
233 \$100,000, if either the annual income or net worth of the  
234 investor is equal to or exceeds \$100,000.

235 (11) The issuer shall file with the office and provide to  
236 investors free of charge an annual report of the results of  
237 operations and financial statements of the issuer within 45 days  
238 of its fiscal year end, until no securities under this offering  
239 are outstanding. The annual reports must meet the following  
240 requirements:

241 (a) Include an analysis by management of the issuer of the  
242 business operations and the financial condition of the issuer,  
243 and disclose the compensation received by each director,  
244 executive officer, and person having an ownership interest of 20  
245 percent or more of the issuer, including cash compensation  
246 earned since the previous report and on an annual basis, and any  
247 bonuses, stock options, other rights to receive securities of  
248 the issuer, or any affiliate of the issuer, or other  
249 compensation received.

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250 (b) Disclose any material change to information contained  
251 in the disclosure statements which was not disclosed in a  
252 previous report.

253 (12) (a) A notice-filing under this section shall be  
254 summarily suspended by the office if the payment for the filing  
255 is dishonored by the financial institution upon which the funds  
256 are drawn. For purposes of s. 120.60(6), failure to pay the  
257 required notice filing fee constitutes an immediate and serious  
258 danger to the public health, safety, and welfare. The office  
259 shall enter a final order revoking a notice-filing in which the  
260 payment for the filing is dishonored by the financial  
261 institution upon which the funds are drawn.

262 (b) A notice-filing under this section shall be summarily  
263 suspended by the office if the issuer made a material false  
264 statement in the issuer's notice-filing. The summary suspension  
265 shall remain in effect until a final order is entered by the  
266 office. For purposes of s. 120.60(6), a material false statement  
267 made in the issuer's notice-filing constitutes an immediate and  
268 serious danger to the public health, safety, and welfare. If an  
269 issuer made a material false statement in the issuer's notice-  
270 filing, the office shall enter a final order revoking the  
271 notice-filing, issue a fine as prescribed by s. 517.221(3), and  
272 issue permanent bars under s. 517.221(4) to the issuer and all  
273 owners, officers, directors, and control persons, or any person  
274 occupying a similar status or performing a similar function of

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275 the issuer, including titles; status as a partner, trustee, sole  
276 proprietor, or similar roles; and ownership percentage.

277 (13) An intermediary must:

278 (a) Take measures, as established by commission rule, to  
279 reduce the risk of fraud with respect to transactions, including  
280 verifying that the issuer is in compliance with the requirements  
281 of this section and, if necessary, denying an issuer access to  
282 its platform if the intermediary believes it is unable to  
283 adequately assess the risk of fraud of the issuer or its  
284 potential offering.

285 (b) Provide basic information on its website regarding the  
286 high risk of investment in and limitation on the resale of  
287 exempt securities and the potential for loss of an entire  
288 investment. The basic information must include:

289 1. A description of the escrow agreement that the issuer  
290 has executed and the conditions for release of such funds to the  
291 issuer in accordance with the agreement and subsection (4).

292 2. A description of whether financial information provided  
293 by the issuer has been audited by an independent certified  
294 public accountant, as defined in s. 473.302.

295 (c) Obtain a zip code or residence address from each  
296 potential investor who seeks to view information regarding  
297 specific investment opportunities, in order to confirm that the  
298 potential investor is a resident of this state.

299 (d) Obtain and verify, pursuant to commission rule, a  
300 valid Florida driver license number or official identification

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301 card number from each investor before purchase of a security or  
302 other information, as defined by commission rule, to confirm  
303 that the investor is a resident of the state.

304 (e) Obtain an affidavit from each investor stating that  
305 the investment being made by the investor is consistent with the  
306 income requirements of subsection (10).

307 (f) Direct the release of investor funds in escrow in  
308 accordance with subsection (4).

309 (g) Direct investors to transmit funds directly to the  
310 financial institution designated in the escrow agreement to hold  
311 the funds for the benefit of the investor.

312 (h) Provide a monthly update for each offering, after the  
313 first full month after the date of the offering. The update must  
314 be accessible on the intermediary's website and must display the  
315 date and amount of each sale of securities, and each  
316 cancellation of commitment to invest in the previous calendar  
317 month.

318 (i) Require each investor to certify in writing, including  
319 as part of such certification his or her signature and his or  
320 her initials next to each paragraph of the certification, as  
321 follows:

322  
323 I understand and acknowledge that:  
324

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325 I am investing in a high-risk, speculative business venture. I  
326 may lose all of my investment, and I can afford the loss of my  
327 investment.

328

329 This offering has not been reviewed or approved by any state or  
330 federal securities commission or other regulatory authority and  
331 no regulatory authority has confirmed the accuracy or determined  
332 the adequacy of any disclosure made to me relating to this  
333 offering.

334

335 The securities I am acquiring in this offering are illiquid and  
336 are subject to possible dilution. There is no ready market for  
337 the sale of the securities. It may be difficult or impossible  
338 for me to sell or otherwise dispose of the securities, and I may  
339 be required to hold the securities indefinitely.

340

341 I may be subject to tax on my share of the taxable income and  
342 losses of the issuer, whether or not I have sold or otherwise  
343 disposed of my investment or received any dividends or other  
344 distributions from the issuer.

345

346 By entering into this transaction with the issuer, I am  
347 affirmatively representing myself as being a Florida resident at  
348 the time this contract is formed, and if this representation is  
349 subsequently shown to be false, the contract is void.

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351 If I resell any of the securities I am acquiring in this  
352 offering to a person that is not a Florida resident within 9  
353 months after the closing of the offering, my contract with the  
354 issuer for the purchase of these securities is void.

355  
356 (j) Require each investor to answer questions  
357 demonstrating an understanding of the level of risk generally  
358 applicable to investments in startups, emerging businesses, and  
359 small issuers, and an understanding of the risk of illiquidity.

360 (k) Take reasonable steps to protect personal information  
361 collected from investors, as required by s. 501.171.

362 (l) Prohibit its directors and officers from having any  
363 financial interest in the issuer using its services.

364 (m) Implement written policies and procedures that are  
365 reasonably designed to achieve compliance with federal and state  
366 securities laws; comply with anti-money laundering requirements  
367 of 31 C.F.R. ch. X applicable to registered brokers; and comply  
368 with the privacy requirements of 17 C.F.R. part 248 as they  
369 apply to brokers.

370 (14) An intermediary not registered as a dealer under s.  
371 517.12(6) may not:

372 (a) Offer investment advice or recommendations. A refusal  
373 by an intermediary to post an offering that it deems not  
374 credible or that represents a potential for fraud may not be  
375 construed as an offer of investment advice or recommendation.

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376 (b) Solicit purchases, sales, or offers to buy securities  
377 offered or displayed on its website.

378 (c) Compensate employees, agents, or other persons for the  
379 solicitation or based on the sale of securities offered or  
380 displayed on its website.

381 (d) Hold, manage, possess, or otherwise handle investor  
382 funds or securities.

383 (e) Compensate promoters, finders, or lead generators for  
384 providing the intermediary with the personal identifying  
385 information of any potential investor.

386 (f) Engage in any other activities set forth by commission  
387 rule.

388 (15) All funds received from investors must be directed to  
389 the financial institution designated in the escrow agreement to  
390 hold the funds and must be used in accordance with  
391 representations made to investors by the intermediary. If an  
392 investor cancels a commitment to invest, the intermediary must  
393 direct the financial institution designated to hold the funds to  
394 promptly refund the funds of the investor.

395 Section 4. Section 517.12, Florida Statutes, is amended to  
396 read:

397 517.12 Registration of dealers, associated persons,  
398 intermediaries, and investment advisers.-

399 (1) No dealer, associated person, or issuer of securities  
400 shall sell or offer for sale any securities in or from offices  
401 in this state, or sell securities to persons in this state from



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402 offices outside this state, by mail or otherwise, unless the  
403 person has been registered with the office pursuant to the  
404 provisions of this section. The office shall not register any  
405 person as an associated person of a dealer unless the dealer  
406 with which the applicant seeks registration is lawfully  
407 registered with the office pursuant to this chapter.

408 (2) The registration requirements of this section do not  
409 apply to the issuers of securities exempted by s. 517.051(1)-(8)  
410 and (10).

411 (3) Except as otherwise provided in s. 517.061(11)(a)4.,  
412 (13), (16), (17), or (19), the registration requirements of this  
413 section do not apply in a transaction exempted by s. 517.061(1)-  
414 (12), (14), and (15).

415 (4) No investment adviser or associated person of an  
416 investment adviser or federal covered adviser shall engage in  
417 business from offices in this state, or render investment advice  
418 to persons of this state, by mail or otherwise, unless the  
419 federal covered adviser has made a notice-filing with the office  
420 pursuant to s. 517.1201 or the investment adviser is registered  
421 pursuant to the provisions of this chapter and associated  
422 persons of the federal covered adviser or investment adviser  
423 have been registered with the office pursuant to this section.  
424 The office shall not register any person or an associated person  
425 of a federal covered adviser or an investment adviser unless the  
426 federal covered adviser or investment adviser with which the  
427 applicant seeks registration is in compliance with the notice-

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428 filing requirements of s. 517.1201 or is lawfully registered  
429 with the office pursuant to this chapter. A dealer or associated  
430 person who is registered pursuant to this section may render  
431 investment advice upon notification to and approval from the  
432 office.

433 (5) No dealer or investment adviser shall conduct business  
434 from a branch office within this state unless the branch office  
435 is notice-filed with the office pursuant to s. 517.1202.

436 (6) A dealer, associated person, or investment adviser, in  
437 order to obtain registration, must file with the office a  
438 written application, on a form which the commission may by rule  
439 prescribe. The commission may establish, by rule, procedures for  
440 depositing fees and filing documents by electronic means  
441 provided such procedures provide the office with the information  
442 and data required by this section. Each dealer or investment  
443 adviser must also file an irrevocable written consent to service  
444 of civil process similar to that provided for in s. 517.101. The  
445 application shall contain such information as the commission or  
446 office may require concerning such matters as:

447 (a) The name of the applicant and the address of its  
448 principal office and each office in this state.

449 (b) The applicant's form and place of organization; and,  
450 if the applicant is a corporation, a copy of its articles of  
451 incorporation and amendments to the articles of incorporation  
452 or, if a partnership, a copy of the partnership agreement.

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453 (c) The applicant's proposed method of doing business and  
454 financial condition and history, including a certified financial  
455 statement showing all assets and all liabilities, including  
456 contingent liabilities of the applicant as of a date not more  
457 than 90 days prior to the filing of the application.

458 (d) The names and addresses of all associated persons of  
459 the applicant to be employed in this state and the offices to  
460 which they will be assigned.

461 (7) The application must also contain such information as  
462 the commission or office may require about the applicant; any  
463 member, principal, or director of the applicant or any person  
464 having a similar status or performing similar functions; any  
465 person directly or indirectly controlling the applicant; or any  
466 employee of a dealer or of an investment adviser rendering  
467 investment advisory services. Each applicant and any direct  
468 owners, principals, or indirect owners that are required to be  
469 reported on Form BD or Form ADV pursuant to subsection (15)  
470 shall submit fingerprints for live-scan processing in accordance  
471 with rules adopted by the commission. The fingerprints may be  
472 submitted through a third-party vendor authorized by the  
473 Department of Law Enforcement to provide live-scan  
474 fingerprinting. The costs of fingerprint processing shall be  
475 borne by the person subject to the background check. The  
476 Department of Law Enforcement shall conduct a state criminal  
477 history background check, and a federal criminal history  
478 background check must be conducted through the Federal Bureau of

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479 Investigation. The office shall review the results of the state  
480 and federal criminal history background checks and determine  
481 whether the applicant meets licensure requirements. The  
482 commission may waive, by rule, the requirement that applicants,  
483 including any direct owners, principals, or indirect owners that  
484 are required to be reported on Form BD or Form ADV pursuant to  
485 subsection (15), submit fingerprints or the requirement that  
486 such fingerprints be processed by the Department of Law  
487 Enforcement or the Federal Bureau of Investigation. The  
488 commission or office may require information about any such  
489 applicant or person concerning such matters as:

490 (a) His or her full name, and any other names by which he  
491 or she may have been known, and his or her age, social security  
492 number, photograph, qualifications, and educational and business  
493 history.

494 (b) Any injunction or administrative order by a state or  
495 federal agency, national securities exchange, or national  
496 securities association involving a security or any aspect of the  
497 securities business and any injunction or administrative order  
498 by a state or federal agency regulating banking, insurance,  
499 finance, or small loan companies, real estate, mortgage brokers,  
500 or other related or similar industries, which injunctions or  
501 administrative orders relate to such person.

502 (c) His or her conviction of, or plea of nolo contendere  
503 to, a criminal offense or his or her commission of any acts

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504 which would be grounds for refusal of an application under s.  
505 517.161.

506 (d) The names and addresses of other persons of whom the  
507 office may inquire as to his or her character, reputation, and  
508 financial responsibility.

509 (8) The commission or office may require the applicant or  
510 one or more principals or general partners, or natural persons  
511 exercising similar functions, or any associated person applicant  
512 to successfully pass oral or written examinations. Because any  
513 principal, manager, supervisor, or person exercising similar  
514 functions shall be responsible for the acts of the associated  
515 persons affiliated with a dealer, the examination standards may  
516 be higher for a dealer, office manager, principal, or person  
517 exercising similar functions than for a nonsupervisory  
518 associated person. The commission may waive the examination  
519 process when it determines that such examinations are not in the  
520 public interest. The office shall waive the examination  
521 requirements for any person who has passed any tests as  
522 prescribed in s. 15(b)(7) of the Securities Exchange Act of 1934  
523 that relates to the position to be filled by the applicant.

524 (9)(a) All dealers, except securities dealers who are  
525 designated by the Federal Reserve Bank of New York as primary  
526 government securities dealers or securities dealers registered  
527 as issuers of securities, shall comply with the net capital and  
528 ratio requirements imposed pursuant to the Securities Exchange  
529 Act of 1934. The commission may by rule require a dealer to file

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530 with the office any financial or operational information that is  
531 required to be filed by the Securities Exchange Act of 1934 or  
532 any rules adopted under such act.

533 (b) The commission may by rule require the maintenance of  
534 a minimum net capital for securities dealers who are designated  
535 by the Federal Reserve Bank of New York as primary government  
536 securities dealers and securities dealers registered as issuers  
537 of securities and investment advisers, or prescribe a ratio  
538 between net capital and aggregate indebtedness, to assure  
539 adequate protection for the investing public. The provisions of  
540 this section shall not apply to any investment adviser that  
541 maintains its principal place of business in a state other than  
542 this state, provided such investment adviser is registered in  
543 the state where it maintains its principal place of business and  
544 is in compliance with such state's net capital requirements.

545 (10) An applicant for registration shall pay an assessment  
546 fee of \$200, in the case of a dealer or investment adviser, or  
547 \$50, in the case of an associated person. An associated person  
548 may be assessed an additional fee to cover the cost for the  
549 fingerprints to be processed by the office. Such fee shall be  
550 determined by rule of the commission. Such fees become the  
551 revenue of the state, except for those assessments provided for  
552 under s. 517.131(1) until such time as the Securities Guaranty  
553 Fund satisfies the statutory limits, and are not returnable in  
554 the event that registration is withdrawn or not granted.

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555 (11) If the office finds that the applicant is of good  
556 repute and character and has complied with the provisions of  
557 this chapter and the rules made pursuant hereto, it shall  
558 register the applicant. The registration of each dealer,  
559 investment adviser, and associated person expires on December 31  
560 of the year the registration became effective unless the  
561 registrant has renewed his or her registration on or before that  
562 date. Registration may be renewed by furnishing such information  
563 as the commission may require, together with payment of the fee  
564 required in subsection (10) for dealers, investment advisers, or  
565 associated persons and the payment of any amount lawfully due  
566 and owing to the office pursuant to any order of the office or  
567 pursuant to any agreement with the office. Any dealer,  
568 investment adviser, or associated person who has not renewed a  
569 registration by the time the current registration expires may  
570 request reinstatement of such registration by filing with the  
571 office, on or before January 31 of the year following the year  
572 of expiration, such information as may be required by the  
573 commission, together with payment of the fee required in  
574 subsection (10) for dealers, investment advisers, or associated  
575 persons and a late fee equal to the amount of such fee. Any  
576 reinstatement of registration granted by the office during the  
577 month of January shall be deemed effective retroactive to  
578 January 1 of that year.

579 (12) (a) The office may issue a license to a dealer,  
580 investment adviser, or associated person to evidence

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581 registration under this chapter. The office may require the  
582 return to the office of any license it may issue prior to  
583 issuing a new license.

584 (b) Every dealer, investment adviser, or federal covered  
585 adviser shall promptly file with the office, as prescribed by  
586 rules adopted by the commission, notice as to the termination of  
587 employment of any associated person registered for such dealer  
588 or investment adviser in this state and shall also furnish the  
589 reason or reasons for such termination.

590 (c) Each dealer or investment adviser shall designate in  
591 writing to, and register with, the office a manager for each  
592 office the dealer or investment adviser has in this state.

593 (13) Changes in registration occasioned by changes in  
594 personnel of a partnership or in the principals, copartners,  
595 officers, or directors of any dealer or investment adviser or by  
596 changes of any material fact or method of doing business shall  
597 be reported by written amendment in such form and at such time  
598 as the commission may specify. In any case in which a person or  
599 a group of persons, directly or indirectly or acting by or  
600 through one or more persons, proposes to purchase or acquire a  
601 controlling interest in a registered dealer or investment  
602 adviser, such person or group shall submit an initial  
603 application for registration as a dealer or investment adviser  
604 prior to such purchase or acquisition. The commission shall  
605 adopt rules providing for waiver of the application required by  
606 this subsection where control of a registered dealer or

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607 investment adviser is to be acquired by another dealer or  
608 investment adviser registered under this chapter or where the  
609 application is otherwise unnecessary in the public interest.

610 (14) Every dealer or investment adviser registered or  
611 required to be registered or branch office notice-filed or  
612 required to be notice-filed with the office shall keep records  
613 of all currency transactions in excess of \$10,000 and shall file  
614 reports, as prescribed under the financial recordkeeping  
615 regulations in 31 C.F.R. part 103, with the office when  
616 transactions occur in or from this state. All reports required  
617 by this subsection to be filed with the office shall be  
618 confidential and exempt from s. 119.07(1) except that any law  
619 enforcement agency or the Department of Revenue shall have  
620 access to, and shall be authorized to inspect and copy, such  
621 reports.

622 (15) (a) In order to facilitate uniformity and streamline  
623 procedures for persons who are subject to registration or  
624 notification in multiple jurisdictions, the commission may adopt  
625 by rule uniform forms that have been approved by the Securities  
626 and Exchange Commission, and any subsequent amendments to such  
627 forms, if the forms are substantially consistent with the  
628 provisions of this chapter. Uniform forms that the commission  
629 may adopt to administer this section include, but are not  
630 limited to:

631 1. Form BR, Uniform Branch Office Registration Form,  
632 adopted October 2005.

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633 2. Form U4, Uniform Application for Securities Industry  
634 Registration or Transfer, adopted October 2005.

635 3. Form U5, Uniform Termination Notice for Securities  
636 Industry Registration, adopted October 2005.

637 4. Form ADV, Uniform Application for Investment Adviser  
638 Registration, adopted October 2003.

639 5. Form ADV-W, Notice of Withdrawal from Registration as  
640 an Investment Adviser, adopted October 2003.

641 6. Form BD, Uniform Application for Broker-Dealer  
642 Registration, adopted July 1999.

643 7. Form BDW, Uniform Request for Broker-Dealer Withdrawal,  
644 adopted August 1999.

645 (b) In lieu of filing with the office the applications  
646 specified in subsection (6), the fees required by subsection  
647 (10), the renewals required by subsection (11), and the  
648 termination notices required by subsection (12), the commission  
649 may by rule establish procedures for the deposit of such fees  
650 and documents with the Central Registration Depository or the  
651 Investment Adviser Registration Depository of the Financial  
652 Industry Regulatory Authority, as developed under contract with  
653 the North American Securities Administrators Association, Inc.

654 (16) Except for securities dealers who are designated by  
655 the Federal Reserve Bank of New York as primary government  
656 securities dealers or securities dealers registered as issuers  
657 of securities, every applicant for initial or renewal  
658 registration as a securities dealer and every person registered

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659 as a securities dealer shall be registered as a broker or dealer  
660 with the Securities and Exchange Commission and shall be subject  
661 to insurance coverage by the Securities Investor Protection  
662 Corporation.

663 (17) (a) A dealer that is located in Canada, does not have  
664 an office or other physical presence in this state, and has made  
665 a notice-filing in accordance with this subsection is exempt  
666 from the registration requirements of this section and may  
667 effect transactions in securities with or for, or induce or  
668 attempt to induce the purchase or sale of any security by:

669 1. A person from Canada who is present in this state and  
670 with whom the Canadian dealer had a bona fide dealer-client  
671 relationship before the person entered the United States; or

672 2. A person from Canada who is present in this state and  
673 whose transactions are in a self-directed, tax-advantaged  
674 retirement plan in Canada of which the person is the holder or  
675 contributor.

676 (b) A notice-filing under this subsection must consist of  
677 documents the commission by rule requires to be filed, together  
678 with a consent to service of process and a nonrefundable filing  
679 fee of \$200. The commission may establish by rule procedures for  
680 the deposit of fees and the filing of documents to be made by  
681 electronic means, if such procedures provide the office with the  
682 information and data required by this section.

683 (c) A Canadian dealer may make a notice-filing under this  
684 subsection if the dealer provides to the office:

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685 1. A notice-filing in the form the commission requires by  
686 rule.

687 2. A consent to service of process.

688 3. Evidence that the Canadian dealer is registered as a  
689 dealer in the jurisdiction in which the dealer's main office is  
690 located.

691 4. Evidence that the Canadian dealer is a member of a  
692 self-regulatory organization or stock exchange in Canada.

693 (d) The office may issue a permit to evidence the  
694 effectiveness of a notice-filing for a Canadian dealer.

695 (e) A notice-filing is effective upon receipt by the  
696 office. A notice-filing expires on December 31 of the year in  
697 which the filing becomes effective unless the Canadian dealer  
698 has renewed the filing on or before that date. A Canadian dealer  
699 may annually renew a notice-filing by furnishing to the office  
700 such information as the office requires together with a renewal  
701 fee of \$200 and the payment of any amount due and owing the  
702 office pursuant to any agreement with the office. Any Canadian  
703 dealer who has not renewed a notice-filing by the time a current  
704 notice-filing expires may request reinstatement of such notice-  
705 filing by filing with the office, on or before January 31 of the  
706 year following the year the notice-filing expires, such  
707 information as the commission requires by rule, together with  
708 the payment of \$200 and a late fee of \$200. A reinstatement of a  
709 notice-filing granted by the office during the month of January  
710 is effective retroactively to January 1 of that year.

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711 (f) An associated person who represents a Canadian dealer  
712 who has made a notice-filing under this subsection is exempt  
713 from the registration requirements of this section and may  
714 effect transactions in securities in this state as permitted for  
715 a dealer under paragraph (a) if such person is registered in the  
716 jurisdiction from which he or she is effecting transactions into  
717 this state.

718 (g) A Canadian dealer who has made a notice-filing under  
719 this subsection shall:

720 1. Maintain its provincial or territorial registration and  
721 its membership in a self-regulatory organization or stock  
722 exchange in good standing.

723 2. Provide the office upon request with its books and  
724 records relating to its business in this state as a dealer.

725 3. Provide the office upon request notice of each civil,  
726 criminal, or administrative action initiated against the dealer.

727 4. Disclose to its clients in this state that the dealer  
728 and its associated persons are not subject to the full  
729 regulatory requirements under this chapter.

730 5. Correct any inaccurate information within 30 days after  
731 the information contained in the notice-filing becomes  
732 inaccurate for any reason.

733 (h) An associated person representing a Canadian dealer  
734 who has made a notice-filing under this subsection shall:

735 1. Maintain provincial or territorial registration in good  
736 standing.

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737 2. Provide the office upon request with notice of each  
738 civil, criminal, or administrative action initiated against such  
739 person.

740 (i) A notice-filing may be terminated by filing notice of  
741 such termination with the office. Unless another date is  
742 specified by the Canadian dealer, such notice is effective upon  
743 receipt of the notice by the office.

744 (j) All fees collected under this subsection become the  
745 revenue of the state, except those assessments provided for  
746 under s. 517.131(1), until the Securities Guaranty Fund has  
747 satisfied the statutory limits. Such fees are not returnable if  
748 a notice-filing is withdrawn.

749 (18) Every dealer or associated person registered or  
750 required to be registered with the office shall satisfy any  
751 continuing education requirements established by rule pursuant  
752 to law.

753 (19) The registration requirements of this section which  
754 apply to investment advisers and associated persons do not apply  
755 to a commodity trading adviser who:

756 (a) Is registered as such with the Commodity Futures  
757 Trading Commission pursuant to the Commodity Exchange Act.

758 (b) Advises or exercises trading discretion, with respect  
759 to foreign currency options listed and traded exclusively on the  
760 Philadelphia Stock Exchange, on behalf of an "appropriate  
761 person" as defined by the Commodity Exchange Act.

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763 The exemption provided in this subsection does not apply to a  
764 commodity trading adviser who engages in other activities that  
765 require registration under this chapter.

766 (20) An intermediary may not engage in business in this  
767 state unless the intermediary is registered as a dealer or as an  
768 intermediary with the office pursuant to this section to  
769 facilitate the offer or sale of securities in accordance with s.  
770 517.0611. An intermediary, in order to obtain registration, must  
771 file with the office a written application on a form prescribed  
772 by commission rule and pay a registration fee of \$200. The fees  
773 under this subsection shall be deposited into the Regulatory  
774 Trust Fund of the Department of Financial Services, Office of  
775 Financial Regulation. The commission may establish by rule  
776 procedures for depositing fees and filing documents by  
777 electronic means if such procedures provide the office with the  
778 information and data required by this section. Each intermediary  
779 must also file an irrevocable written consent to service of  
780 civil process, as provided for in s. 517.101.

781 (a) The application must contain such information as the  
782 commission or office may require concerning:

783 1. The name of the applicant and address of its principal  
784 office and each office in this state.

785 2. The applicant's form and place of organization; and if  
786 the applicant is a corporation, a copy of its articles of  
787 incorporation and amendments to the articles of incorporation  
788 or, if a partnership, a copy of the partnership agreement.

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789 3. The website address where securities of the issuer will  
790 be offered.

791 4. Contact information.

792 (b) The application must also contain such information as  
793 the commission may require by rule about the applicant; any  
794 member, principal, or director of the applicant or any person  
795 having a similar status or performing similar functions; or any  
796 persons directly or indirectly controlling the applicant. Each  
797 applicant and any direct owners, principals, or indirect owners  
798 that are required to be reported on a form adopted by commission  
799 rule shall submit fingerprints for live-scan processing in  
800 accordance with rules adopted by the commission. The  
801 fingerprints may be submitted through a third-party vendor  
802 authorized by the Department of Law Enforcement to provide live-  
803 scan fingerprinting. The costs of fingerprint processing shall  
804 be borne by the person subject to the background check. The  
805 Department of Law Enforcement shall conduct a state criminal  
806 history background check, and a federal criminal history  
807 background check must be conducted through the Federal Bureau of  
808 Investigation. The office shall review the results of the state  
809 and federal criminal history background checks and determine  
810 whether the applicant meets licensure requirements. The  
811 commission may waive, by rule, the requirement that applicants,  
812 including any direct owners, principals, or indirect owners,  
813 that are required to be reported on a form adopted by commission  
814 rule submit fingerprints or the requirement that such

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815 fingerprints be processed by the Department of Law Enforcement  
816 or the Federal Bureau of Investigation. The commission, by rule,  
817 or the office may require information about any applicant or  
818 person concerning such matters as:

819 1. His or her full name and any other names by which he or  
820 she may have been known and his or her age, social security  
821 number, photograph, qualifications, and educational and business  
822 history.

823 2. Any injunction or administrative order by a state or  
824 federal agency, national securities exchange, or national  
825 securities association involving a security or any aspect of the  
826 securities business and any injunction or administrative order  
827 by a state or federal agency regulating banking, insurance,  
828 finance, or small loan companies, real estate, mortgage brokers,  
829 or other related or similar industries, which relate to such  
830 person.

831 3. His or her conviction of, or plea of nolo contendere  
832 to, a criminal offense or his or her commission of any acts that  
833 would be grounds for refusal of an application under s. 517.161.

834 (c) The application must be amended within 30 days if any  
835 information contained in the form becomes inaccurate for any  
836 reason.

837 (d) An intermediary or persons affiliated with the  
838 intermediary may not be subject to any disqualification  
839 described in s. 517.1611 or the United States Securities and  
840 Exchange Commission Rule 506(d), 17 C.F.R. 230.506(d), adopted

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841 pursuant to the Securities Act of 1933. Each director, officer,  
842 control person of the issuer, any person occupying a similar  
843 status or performing a similar function, and each person holding  
844 more than 20 percent of the shares of the intermediary is  
845 subject to this requirement.

846 (e) If the office finds that the applicant is of good  
847 repute and character and has complied with the provisions of  
848 this chapter and the rules made pursuant hereto, it shall  
849 register the applicant. The registration of each intermediary  
850 expires on December 31 of the year the registration became  
851 effective unless the registrant has renewed his or her  
852 registration on or before that date. Registration may be renewed  
853 by furnishing such information as the commission may require by  
854 rule, together with payment of the fee of \$200 and the payment  
855 of any amount due to the office pursuant to any order of the  
856 office or pursuant to any agreement with the office. An  
857 intermediary who has not renewed a registration by the time the  
858 current registration expires may request reinstatement of such  
859 registration by filing with the office, on or before January 31  
860 of the year following the year of expiration, such information  
861 as required by the commission, together with payment of the \$200  
862 fee and a late fee of \$200. Any reinstatement of registration  
863 granted by the office during the month of January shall be  
864 deemed effective retroactive to January 1 of that year.

865 ~~(21)-(20)~~ The registration requirements of this section do  
866 not apply to any general lines insurance agent or life insurance

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867 agent licensed under chapter 626, for the sale of a security as  
868 defined in s. 517.021(22)(g) ~~s. 517.021(21)(g)~~, if the  
869 individual is directly authorized by the issuer to offer or sell  
870 the security on behalf of the issuer and the issuer is a  
871 federally chartered savings bank subject to regulation by the  
872 Federal Deposit Insurance Corporation. Actions under this  
873 subsection shall constitute activity under the insurance agent's  
874 license for purposes of ss. 626.611 and 626.621.

875 Section 5. Subsections (1) and (2) of section 517.121,  
876 Florida Statutes, are amended to read:

877 517.121 Books and records requirements; examinations.—

878 (1) A dealer, investment adviser, branch office, or  
879 associated person, or intermediary shall maintain such books and  
880 records as the commission may prescribe by rule.

881 (2) The office shall, at intermittent periods, examine the  
882 affairs and books and records of each registered dealer,  
883 investment adviser, associated person, intermediary, or branch  
884 office notice-filed with the office, or require such records and  
885 reports to be submitted to it as required by rule of the  
886 commission, to determine compliance with this act.

887 Section 6. Section 517.161, Florida Statutes, is amended  
888 to read:

889 517.161 Revocation, denial, or suspension of registration  
890 of dealer, investment adviser, intermediary, or associated  
891 person.—

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892 (1) Registration under s. 517.12 may be denied or any  
893 registration granted may be revoked, restricted, or suspended by  
894 the office if the office determines that such applicant or  
895 registrant; any member, principal, or director of the applicant  
896 or registrant or any person having a similar status or  
897 performing similar functions; or any person directly or  
898 indirectly controlling the applicant or registrant:

899 (a) Has violated any provision of this chapter or any rule  
900 or order made under this chapter;

901 (b) Has made a material false statement in the application  
902 for registration;

903 (c) Has been guilty of a fraudulent act in connection with  
904 rendering investment advice or in connection with any sale of  
905 securities, has been or is engaged or is about to engage in  
906 making fictitious or pretended sales or purchases of any such  
907 securities or in any practice involving the rendering of  
908 investment advice or the sale of securities which is fraudulent  
909 or in violation of the law;

910 (d) Has made a misrepresentation or false statement to, or  
911 concealed any essential or material fact from, any person in the  
912 rendering of investment advice or the sale of a security to such  
913 person;

914 (e) Has failed to account to persons interested for all  
915 money and property received;

916 (f) Has not delivered, after a reasonable time, to persons  
917 entitled thereto securities held or agreed to be delivered by

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918 the dealer, broker, or investment adviser, as and when paid for,  
919 and due to be delivered;

920 (g) Is rendering investment advice or selling or offering  
921 for sale securities through any associated person not registered  
922 in compliance with the provisions of this chapter;

923 (h) Has demonstrated unworthiness to transact the business  
924 of dealer, investment adviser, intermediary, or associated  
925 person;

926 (i) Has exercised management or policy control over or  
927 owned 10 percent or more of the securities of any dealer,  
928 intermediary, or investment adviser that has been declared  
929 bankrupt, or had a trustee appointed under the Securities  
930 Investor Protection Act; or is, in the case of a dealer,  
931 intermediary, or investment adviser, insolvent;

932 (j) Has been convicted of, or has entered a plea of guilty  
933 or nolo contendere to, regardless of whether adjudication was  
934 withheld, a crime against the laws of this state or any other  
935 state or of the United States or of any other country or  
936 government which relates to registration as a dealer, investment  
937 adviser, issuer of securities, intermediary, or associated  
938 person; which relates to the application for such registration;  
939 or which involves moral turpitude or fraudulent or dishonest  
940 dealing;

941 (k) Has had a final judgment entered against her or him in  
942 a civil action upon grounds of fraud, embezzlement,  
943 misrepresentation, or deceit;

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944 (l) Is of bad business repute;

945 (m) Has been the subject of any decision, finding,  
946 injunction, suspension, prohibition, revocation, denial,  
947 judgment, or administrative order by any court of competent  
948 jurisdiction, administrative law judge, or by any state or  
949 federal agency, national securities, commodities, or option  
950 exchange, or national securities, commodities, or option  
951 association, involving a violation of any federal or state  
952 securities or commodities law or any rule or regulation  
953 promulgated thereunder, or any rule or regulation of any  
954 national securities, commodities, or options exchange or  
955 national securities, commodities, or options association, or has  
956 been the subject of any injunction or adverse administrative  
957 order by a state or federal agency regulating banking,  
958 insurance, finance or small loan companies, real estate,  
959 mortgage brokers or lenders, money transmitters, or other  
960 related or similar industries. For purposes of this subsection,  
961 the office may not deny registration to any applicant who has  
962 been continuously registered with the office for 5 years after  
963 the date of entry of such decision, finding, injunction,  
964 suspension, prohibition, revocation, denial, judgment, or  
965 administrative order provided such decision, finding,  
966 injunction, suspension, prohibition, revocation, denial,  
967 judgment, or administrative order has been timely reported to  
968 the office pursuant to the commission's rules; or

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969 (n) Made payment to the office for a registration with a  
970 check or electronic transmission of funds that is dishonored by  
971 the applicant's or registrant's financial institution.

972 (2) The payment or anticipated payment of any amount from  
973 the Securities Guaranty Fund in settlement of a claim or in  
974 satisfaction of a judgment against an applicant or registrant  
975 constitutes prima facie grounds for the denial of the  
976 applicant's application for registration or the revocation of  
977 the registrant's registration.

978 (3) In the event the office determines to deny an  
979 application or revoke a registration, it shall enter a final  
980 order with its findings on the register of dealers and  
981 associated persons; and denial, suspension, or revocation of the  
982 registration of a dealer, intermediary, or investment adviser  
983 shall also deny, suspend, or revoke the registration of all her  
984 or his associated persons.

985 (4) It shall be sufficient cause for denial of an  
986 application or revocation of registration, in the case of a  
987 partnership, corporation, or unincorporated association, if any  
988 member of the partnership or any officer, director, or ultimate  
989 equitable owner of the corporation or association has committed  
990 any act or omission which would be cause for denying, revoking,  
991 restricting, or suspending the registration of an individual  
992 dealer, investment adviser, intermediary, or associated person.  
993 As used in this subsection, the term "ultimate equitable owner"  
994 means a natural person who directly or indirectly owns or

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995 controls an ownership interest in the corporation, partnership,  
996 association, or other legal entity however organized, regardless  
997 of whether such natural person owns or controls such ownership  
998 interest through one or more proxies, powers of attorney,  
999 nominees, corporations, associations, partnerships, trusts,  
1000 joint stock companies, or other entities or devices, or any  
1001 combination thereof.

1002 (5) The office may deny any request to terminate or  
1003 withdraw any application or registration if the office believes  
1004 that an act which would be a ground for denial, suspension,  
1005 restriction, or revocation under this chapter has been  
1006 committed.

1007 (6) Registration under s. 517.12 may be denied or any  
1008 registration granted may be suspended or restricted if an  
1009 applicant or registrant is charged, in a pending enforcement  
1010 action or pending criminal prosecution, with any conduct that  
1011 would authorize denial or revocation under subsection (1).  
1012 Registration under s. 517.12 may be suspended or restricted if a  
1013 registrant is arrested for any conduct that would authorize  
1014 revocation under subsection (1).

1015 (a) Any denial of registration ordered under this  
1016 subsection shall be without prejudice to the applicant's ability  
1017 to reapply for registration.

1018 (b) Any order of suspension or restriction under this  
1019 subsection shall:



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1020 1. Take effect only after a hearing, unless no hearing is  
1021 requested by the registrant or unless the suspension or  
1022 restriction is made in accordance with s. 120.60(6).

1023 2. Contain a finding that evidence of a prima facie case  
1024 supports the charge made in the enforcement action or criminal  
1025 prosecution.

1026 3. Operate for no longer than 10 days beyond receipt of  
1027 notice by the office of termination with respect to the  
1028 registrant of the enforcement action or criminal prosecution.

1029 (c) For purposes of this subsection:

1030 1. The term "enforcement action" means any judicial  
1031 proceeding or any administrative proceeding where such judicial  
1032 or administrative proceeding is brought by an agency of the  
1033 United States or of any state to enforce or restrain violation  
1034 of any state or federal law, or any disciplinary proceeding  
1035 maintained by the Financial Industry Regulatory Authority, the  
1036 National Futures Association, or any other similar self-  
1037 regulatory organization.

1038 2. An enforcement action is pending at any time after  
1039 notice to the applicant or registrant of such action and is  
1040 terminated at any time after entry of final judgment or decree  
1041 in the case of judicial proceedings, final agency action in the  
1042 case of administrative proceedings, and final disposition by a  
1043 self-regulatory organization in the case of disciplinary  
1044 proceedings.

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1045 3. A criminal prosecution is pending at any time after  
1046 criminal charges are filed and is terminated at any time after  
1047 conviction, acquittal, or dismissal.

1048 Section 7. Paragraph (b) of subsection (4) of section  
1049 626.9911, Florida Statutes, is amended to read:

1050 626.9911 Definitions.—As used in this act, the term:

1051 (4) "Life expectancy provider" means a person who  
1052 determines, or holds himself or herself out as determining, life  
1053 expectancies or mortality ratings used to determine life  
1054 expectancies:

1055 (b) In connection with a viatical settlement investment,  
1056 pursuant to s. 517.021(24) ~~s. 517.021(23)~~; or

1057 Section 8. For the 2015-2016 fiscal year, the sum of  
1058 \$120,000 in nonrecurring funds from the Regulatory Trust Fund of  
1059 the Department of Financial Services is appropriated to the  
1060 Office of Financial Regulation for the purpose of implementing  
1061 this act.

1062 Section 9. This act shall take effect October 1, 2015.

1064 -----  
1065 **T I T L E A M E N D M E N T**

1066 Remove lines 2-26 and insert:

1067 An act relating to intrastate crowdfunding; amending  
1068 s. 517.021, F.S.; conforming a cross-reference;  
1069 defining the term "intermediary" for purposes of the  
1070 Florida Securities and Investor Protection Act;

COMMITTEE/SUBCOMMITTEE AMENDMENT

Bill No. CS/CS/HB 275 (2015)

Amendment No. 1

1071 amending s. 517.061, F.S.; exempting offers or sales  
1072 of securities by certain issuers from registration  
1073 requirements; creating s. 517.0611, F.S.; providing a  
1074 short title; exempting the intrastate offering and  
1075 sale of certain securities from certain regulatory  
1076 requirements; providing applicability; providing  
1077 registration and reporting requirements for issuers  
1078 and intermediaries offering such securities; requiring  
1079 the issuer to provide to the office a copy of a  
1080 specified escrow agreement; limiting the aggregate  
1081 amount of sales of such securities within a specified  
1082 period; limiting the aggregate amount of sales to  
1083 specified investors; requiring an issuer to produce  
1084 and distribute an annual report to investors;  
1085 requiring a notice-filing to be suspended under  
1086 certain circumstances; specifying that fees collected  
1087 are deposited into the Regulatory Trust Fund;  
1088 requiring a qualified third party to hold certain  
1089 funds in escrow; amending s. 517.12, F.S.; providing  
1090 registration requirements for an intermediary;  
1091 conforming a cross-reference; amending s. 517.121,  
1092 F.S.; requiring an intermediary to comply with  
1093 specified recordkeeping requirements; amending s.  
1094 517.161, F.S.; including an intermediary in the  
1095 disciplinary provisions; amending s. 626.9911, F.S.;

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COMMITTEE/SUBCOMMITTEE AMENDMENT

Bill No. CS/CS/HB 275 (2015)

Amendment No. 1

1096 | conforming a cross-reference; providing an  
1097 | appropriation; providing an effective date.  
1098 |