



**STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE**

IN THE MATTER OF:

DENNIS P. COOPER)	
1623 Forestview Ridge Lane)	Case No. AP-04-86
Ballwin, MO 63021,)	
)	
Respondent.)	

CONSENT ORDER

1. The Missouri Securities Division alleges that Dennis P. Cooper ("Cooper") signed his supervisor's name on new account documents and change of dealer account forms and that this constitutes grounds to discipline his registration pursuant to Section 409.4-412(d)(2), RSMo Cumulative Supp. 2003.
2. Cooper desires to settle the allegations and the matters raised by the staff of the Securities Division relating to his violation of Missouri Securities Laws.
3. Cooper and the Securities Division consent to the issuance of the Consent Order.
4. Cooper stipulates and agrees to the issuance of this Consent Order without further proceedings in this matter, agreeing to be fully bound by the terms and conditions specified herein.
5. Cooper waives his right to a hearing with respect to this matter.
6. Cooper stipulates and agrees that he waives any rights that he may have to seek judicial review or otherwise challenge or contest the terms and conditions of this Order. Further, Cooper specifically forever releases and holds harmless the Missouri Office of Secretary of State, Secretary of State, Commissioner of Securities and their respective representatives and agents from any and all liability and claims arising out of, pertaining to, or relating to this matter.

7. Cooper stipulates and agrees that, should the facts contained herein prove to be false or incomplete, the Missouri Division of Securities preserves the right to pursue any and all legal or administrative remedies at its disposal.

STIPULATIONS OF FACT

8. Cooper is a Missouri resident whose address is 1623 Forestview Ridge Lane, Ballwin, MO 63021. Cooper has a Central Registration Depository ("CRD") system number of 2250395.
9. Cooper was registered in Missouri as an agent with ING Financial Partners, Inc. ("ING") during the period from January 1, 2004 through May 26, 2004.
10. On May 25, 2004, ING submitted a Form U5 (Uniform Termination Notice for Securities Industry Registration) to the CRD System indicating Cooper was discharged because the firm found that Cooper had "forged the signatures of the OSJ Manager on change of dealer and account information forms."
11. The Securities Division requested additional documentation from ING relating to Cooper's discharge.
12. ING supplied information to the Division relating to Cooper's discharge including, among other things, the following:
 - a. Cooper's supervisor at ING never granted Cooper authority to sign his name to any document for any reason.
 - b. Cooper failed to follow firm procedures as well as specific instructions given to him by his supervisor.
 - c. The estimated financial benefit Cooper received from these documents was "less than a few thousand dollars per annum."
13. On September 15, 2004, Financial Planning Consultants, Inc., a Missouri-registered broker-dealer, submitted a Form U4 (Uniform Application for Securities Industry Registration or Transfer) to the CRD System seeking to register Cooper as an agent in Missouri.
14. In correspondence with the Division, Cooper claimed, among other things, that:
 - a. He had been given permission by his supervisor at ING to sign his supervisor's name to documents to expedite processing of accounts;
 - b. He had made no attempt to duplicate his supervisor's signature; and

- c. He had not made any notations beside the signatures to indicate he was signing the documents on behalf of his supervisor.

JURISDICTIONAL BASIS

15. Cooper and the Securities Division stipulate and agree that the Commissioner has jurisdiction over these matters pursuant to the 2003 Act, Chapter 409, et al.
16. Cooper and the Securities Division stipulate and agree that the Commissioner has authority to enter this Consent Order pursuant to Section 409.6-604(h), RSMo Cumulative Supp. 2003, which provides that the commissioner is authorized to issue administrative consent orders in the settlement of any proceeding in the public interest under this act.

ORDER

WHEREAS, the Commissioner, after consideration of the stipulation set forth above and on consent of Dennis Cooper and the Securities Division, finds the following Order to be in the public interest, necessary for the protection of public investors and consistent with the provisions of the 2003 Act.

NOW, THEREFORE, it is hereby Ordered that:

1. Cooper is hereby censured for signing his supervisor's name to account documents in violation of Section 409.4-412(d)(2), RSMo Cumulative Supp. 2003 and his firms policy;
2. Cooper is suspended from registration for a period of 60 days beginning September 15, 2004 through November 14th, 2004;
3. Cooper is prohibited from serving in a supervisory capacity at any broker-dealer for a period of five years from the date of this order;
4. Cooper is prohibited from acting as an agent unless his employing broker-dealer provides heightened supervision of Cooper's activities. This heightened supervision should include among other things, a weekly review of Cooper's new accounts and correspondence by a registered principal to ensure that all trades are authorized, suitable and comply with the supervisory and compliance policies and procedures set forth by his employing broker-dealer;
5. Cooper shall pay his own costs and attorneys fees with respect to this matter;
and

- 6. Cooper shall pay \$10,000 to the Missouri Secretary of State's Investor Education and Protection Fund. Such amount shall be immediately due and payable.

SO ORDERED:

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY, MISSOURI THIS 8th DAY OF November, 2004.

MATT BLUNT
SECRETARY OF STATE

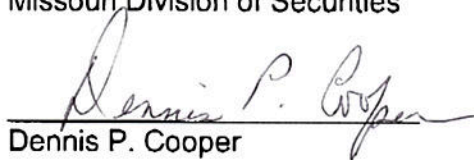


DOUGLAS M. OMMEN
COMMISSIONER OF SECURITIES

Consented to by:

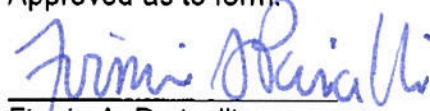


Mary S. Hosmer
Assistant Commissioner for Enforcement
Missouri Division of Securities



Dennis P. Cooper

Approved as to form:



Firmin A. Puricelli
Counsel for Respondent Cooper