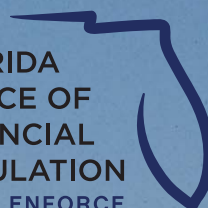


UNDERSTANDING OFR:

A GUIDE TO FLORIDA'S OFFICE OF FINANCIAL REGULATION

OFR | FLORIDA
OFFICE OF
FINANCIAL
REGULATION
PROTECT | REGULATE | INVESTIGATE | ENFORCE



BANKING • FINANCE • SECURITIES

Mission

To protect the citizens of Florida by carrying out the banking, securities and financial laws of the state efficiently and effectively and to provide regulation of business that promotes the sound growth and development of Florida's economy.



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About OFR

Overview

The Florida Office of Financial Regulation (OFR) provides regulatory oversight for Florida's financial service providers. OFR was created in 2003 as the result of cabinet reorganization legislation passed in 2002. Although relatively new, OFR's beginnings as a banking, finance and securities regulator date back to the mid-1800s, with the creation of the former Comptroller's office.

OFR is self-supporting in that none of its operating revenues come from the state's general tax funds. Instead, they are paid by the organizations and individuals it regulates. OFR has approximately 460 employees with an annual operating budget of \$40 million.

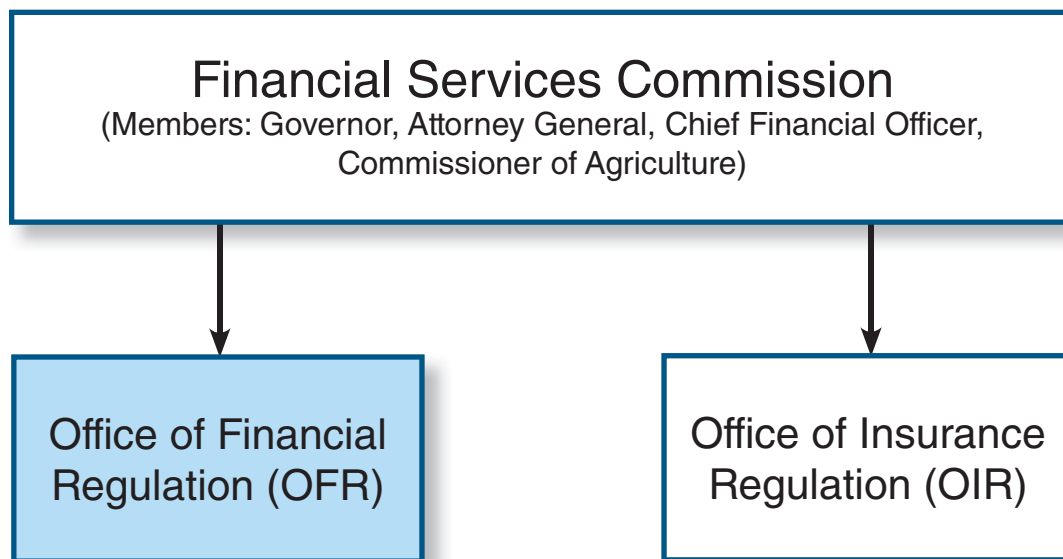
OFR is organized into five areas: Financial Institutions, Finance, Securities, Investigations and Executive Direction. The programs oversee and regulate a wide range of financial enterprises and individuals, such as banks, credit unions, mortgage loan originators, securities industry participants, consumer finance companies, money transmitters, foreign currency exchangers and payday lenders.



OFR has offices in Tallahassee, Jacksonville, Orlando, West Palm Beach, Fort Lauderdale, Miami, Fort Myers, Tampa and Pensacola. This statewide presence provides local access to consumers who are able to visit offices in their area to meet face-to-face with staff. It also allows professional staff to develop a detailed knowledge of their respective region and develop working relationships with local resources.

Financial Services Commission

The Commission is comprised of four members: the Governor, the Attorney General, the Chief Financial Officer and the Commissioner of Agriculture. The two offices within the Commission are the Office of Financial Regulation, which regulates the banking, finance and securities industries in Florida, and the Office of Insurance Regulation, which regulates insurance companies. Both offices are headed by commissioners who are appointed by the Financial Services Commission. The Financial Services Commission is responsible for final approval of rules developed by each office. All regulatory decisions are vested with the offices.



Division of Financial Institutions

The Division of Financial Institutions has regulatory authority over state-chartered commercial banks, credit unions, savings associations, savings banks, credit card banks and non-deposit trust companies. Additionally, it oversees state-licensed international banking agencies, branch offices, representative offices and administrative offices.

The Division has approximately 120 employees statewide who license, examine and regulate approximately 300 state-chartered financial institutions to ensure they operate in a safe and sound manner and in compliance with state and federal laws and regulations.

The Division has three bureaus:

Bureau of Bank Regulation District I (North): conducts examinations and regulates state-chartered commercial banks in central and northern Florida.

Bureau of Bank Regulation District II (South): conducts examinations and regulates state-chartered commercial banks in southern Florida and is also responsible for trust companies, trust departments and international bank offices statewide.

Bureau of Credit Union Regulation: conducts examinations and regulates state-chartered credit unions throughout Florida.

The Division administers the following Florida Statutes:

Chapter 655: Financial Institutions

Chapter 657: Credit Unions

Chapter 658: Banks and Trust Companies

Chapter 660: Trust Business

Chapter 663: International Banking

Chapter 665: Associations

Chapter 667: Savings Banks

Licensing

The Division processes and approves applications for new (de novo) domestic state banks, associations, savings banks, credit unions and trust companies. In addition, the Division handles changes to existing charters, such as mergers, acquisitions, purchases and assumptions, changes of control, conversions of charters and branch applications. The Division also reviews and approves applications for trust powers and trust service offices. International banking applications include applications for de novo agency, representative and administrative offices; conversions from agencies to branch offices; and conversions from federal to state-licensed international offices.

OFR coordinates the review and approval of licensing applications with the appropriate federal regulators. In Florida, all domestic depository financial institutions must be insured by the Federal Deposit Insurance Corporation or the National Credit Union Share Insurance Fund.

Examinations

The Florida Statutes require the Division to examine each state financial institution every 18 months. The Division may accept an exam from a federal regulator instead of conducting its own examination as long as an independent state examination is conducted at least once every 36 months. Alternating the examining agency allows OFR to maximize resources and eliminate duplicated work.

For commercial and foreign banks, the Division alternates examination responsibility with the Federal Deposit Insurance Corporation and Federal Reserve Bank of Atlanta. For credit unions, the Division usually conducts its own examinations. Some exemptions are made for very large or problem organizations, and for these, the Division alternates examinations with the National Credit Union Administration.

Most exam activities are performed on-site. An examination team reviews the following:

- Financial records, systems and policies
- Conformance with state and federal laws and regulations, including the Bank Secrecy Act and anti-money laundering laws
- Compliance with administrative actions (if any)
- Compliance with conditions of any licensing approval document (if applicable)

The examiner-in-charge and other team members then meet with the institution's management to discuss their findings. Management is given an opportunity to provide missing information or make corrections. The examiner-in-charge then finalizes the draft report and sends it to OFR management.

The draft report is reviewed for clarity and consistency and the examiner's conclusions are evaluated. The finalized examination report is then sent to the institution and its applicable federal regulator. OFR requires a written response from the institution, including the signatures of directors, to ensure management is aware of the financial institution's condition. Examinations must be processed within certain timeframes.

Enforcement

Regulators use examination ratings to distinguish between institutions with different levels of concern. Although ratings vary slightly based on the type of institution, institutions are generally rated on management (including risk management, operational controls and compliance with applicable state and federal laws), capital adequacy, asset quality, earnings and liquidity. In these rating systems, each area is separately rated and a composite number is assigned with one as the strongest and five as the weakest.

Generally, any financial institution with a management or composite rating of three or higher is viewed as having heightened supervisory concern. Regulators can begin several corrective actions to address weaknesses, including informal and formal actions. Informal actions may include a document of resolution, board resolution, letter of agreement or memorandum of understanding. Formal actions include an emergency or non-emergency cease and desist order, consent agreements or written agreements. The Office of Financial Regulation can also issue civil monetary penalties or notice of charges and may seek injunctive relief. The majority of informal enforcement actions are confidential, while formal actions are usually public.

Generally, OFR pursues enforcement actions against financial institutions for:

- Violations of laws, rules or regulations
- Unsafe or unsound “banking” practices
- Breaches of fiduciary duty
- Violations of orders or written agreements

Enforcement actions depend on the nature and severity of the identified deficiencies and issues. The goal of corrective action is to identify problem areas and ensure that deficiencies are addressed.

In addition to the Federal Deposit Insurance Corporation, Federal Reserve Bank of Atlanta and National Credit Union Administration, the Division works closely with other state financial institution regulators, the Office of the Comptroller of the Currency, the Office of Foreign Assets Control and the Financial Crimes Enforcement Network.

Division of Finance

The Division of Finance regulates non-depository financial service industries and individuals, which consist of the following:

- Mortgage loan originators, brokers and lenders
- Consumer finance companies
- Motor vehicle, retail and home improvement sellers, and sales finance companies
- Title loan lenders
- Commercial and consumer collection agencies
- Money services businesses

The Division has approximately 140 employees statewide who handle licensing, registrations and regulatory compliance of more than 100,000 non-depository financial institutions, branch offices and individuals located inside and outside Florida.

The Division has three bureaus: the Bureau of Finance Regulation, the Bureau of Money Transmitter Regulation and the Bureau of Regulatory Review.

The Division administers the following Florida Statutes:

Chapter 494: Mortgage Brokers and Lenders

Chapter 516: Consumer Finance Companies

Chapter 520: Retail Installment Sales

Chapter 537: Title Loans

Chapter 559: Collection Agencies (Parts V and VI)

Chapter 560: Money Services Businesses

Licensing

The Division processes license and compliance filings for 19 different licenses and ensures that only individuals and businesses that meet the standards for licensure are allowed to conduct business in Florida.

All license filings must be reviewed within 30 days of receipt to identify potential deficiencies. If applicants have satisfied statutory requirements to obtain a license, a final determination to approve or deny the application must be made within 90 days. In addition, licensees must submit timely and accurate amendments with regulatory, criminal, civil or financial disclosures so that OFR can ensure that they continue to meet minimum standards for licensure.

On July 30, 2008, President Bush signed the Housing & Economic Recovery Act into law which includes the Secure and Fair Enforcement (SAFE) Mortgage Licensing Act. The SAFE Act mandates all states to use Nationwide Mortgage Licensing System (NMLS).

The system provides:

- Uniform license applications and reporting requirements for state-licensed loan originators
- Comprehensive licensing and supervisory database
- Improved flow of information to and between state regulators
- Increased accountability and tracking of regulated entities
- Enhanced consumer protection and support of anti-fraud measures

The Division began participating in the NMLS on October 1, 2010. All mortgage license applications, amendments and renewal filings must be filed through NMLS and processed in the Regulatory Enforcement and Licensing (REAL) System by OFR. The NMLS is used nationally by all states and facilitates information sharing with other regulators.

Examinations & Enforcement

The Division is committed to protecting consumers on mortgage industry issues such as reverse mortgages and loan modifications. The Division conducts examinations and complaint investigations for entities licensed to conduct mortgage loan and lending activity, consumer and retail sales, title loans, collection agencies, funds transmitters, payment instrument sales, check cashing, foreign currency exchange and payday lending.

The Division also conducts initial and routine examinations for entities licensed to conduct money transmission, payment instrument sales, check cashing, foreign currency exchange and payday lending. Professional staff perform on-site examinations and complaint investigations on many institutions. In addition, the Division investigates suspicious activity and prepares or pursues legal action when necessary.

The Division works with OFR's Bureau of Investigations regarding matters warranting further investigation of unlicensed entities and possible criminal activity.

Division of Securities

The Division of Securities protects the investing public from unlawful securities activities through regulating the sale of securities in, to or from Florida. Regulated entities include firms (securities dealers, issuers and investment advisers), branch offices and individuals affiliated with these firms.

The Division has approximately 95 employees statewide who oversee compliance with Chapter 517, Florida Statutes, the Florida Securities and Investor Protection Act (Act). Florida ranks in the top three nationally in the number of registered dealers, investment advisers and registered employees. The Division has approximately 7,600 dealer and investment adviser firms; 11,370 branches and 265,000 individuals actively registered.

The Division has two bureaus, the Bureau of Regulatory Review and the Bureau of Securities Regulation.

Registration

The Division registers qualified applicants who meet the requirements of the Act to conduct business in Florida. When applicants do not meet the qualifications, they can be denied registration or their business activities can be restricted.

The following must be registered in Florida:

- Dealers (firms that buy and sell securities)
- Dealer sales people (commonly known as stockbrokers, agents or associated persons)
- Investment advisers (firms that manage money for compensation)
- Investment adviser employees (commonly known as investment adviser representatives, agents or associated persons)

The Division reviews 13 application types and monitors the activities of existing registrants for securities law violations. Analysts check disciplinary history (including criminal history) for firms and individual applicants. They also check the educational and employment backgrounds of individuals employed by dealers and investment advisers.

Both applicants and registrants must disclose disciplinary actions promptly. The Division receives more than 20,000 disciplinary updates on registrants per year. Disciplinary updates are reviewed to determine if there are legal grounds to take regulatory action, which can include revoking, suspending or restricting the right to do business in, to or from Florida.

The Division participates in two national databases of dealers, investment advisers and their employees called the Central Registration Depository and Investment Adviser Registration Depository. These databases allow OFR to track registrants and applicants and share information with other states, the United States Securities and Exchange Commission and the Financial Industry Regulatory Authority.

Examinations

The Division examines dealers, investment advisers and employees to determine compliance with the securities laws. Because the Division does not require “cause” or grounds for legal action to examine a dealer or investment adviser, firms registered with the Division may be subject to an unannounced examination.

Examinations involve an on-site inspection of the firm that may include reviewing records and interviewing employees. Firms are required to maintain certain records, and failure to keep or release the records is a ground for revoking or suspending the firms’ registration.

The Division conducts compliance (risk-based) and for cause (enforcement) examinations. Risk-based examinations are typically conducted for registered firms and individuals with a pattern of disciplinary actions that require increased scrutiny. Enforcement examinations are conducted when significant securities law violations are likely (i.e., fraud or abusive sales practices), when examinations require extensive time and resources or when customers may have been harmed. The examination results help OFR improve the compliance of registered firms or individuals.

Enforcement

OFR’s Commissioner has broad authority to enforce the Act. The Division recommends whether to deny, suspend, revoke or restrict the registrations of firms and individuals that apply for registration, or are currently registered under the Act. The Commissioner may seek administrative remedies in the Division of Administrative Hearings or civil remedies in court including cease and desist orders, civil penalties, fines, restitution, disgorgement or rescission, an asset freeze or appointment of a receiver.

The Division works with OFR’s Bureau of Investigations regarding matters warranting further investigation of unregistered entities and possible criminal activity.

Civil, administrative or criminal violations of the Act can take many forms, but the most serious violations involve fraudulent conduct, which is unlawful under the Act. Fraudulent conduct involves the perpetrator misrepresenting or omitting information to prospective or actual investors. Often, fraud results in substantial losses of money or property by the victims.

The Division maintains close relationships with other stakeholders such as the North American Securities Administrators Association, various consumer groups, the securities bar and other state and industry associations. The Division also has long-term cooperative relationships with the Financial Industry Regulatory Authority, the Securities and Exchange Commission and state, federal and local prosecutors and law enforcement agencies.

These partnerships allow OFR to conduct coordinated investigations and bring coordinated enforcement cases. As a result, the Division can maximize limited resources, take advantage of each organization’s experience and expertise and prosecute larger, multi-jurisdictional cases. These close working relationships also lead to referrals to OFR on issues affecting Florida investors.

Bureau of Financial Investigations

The Bureau of Financial Investigations conducts financial investigations into alleged fraudulent and unlicensed activity in all areas under OFR's jurisdiction.

The Bureau has approximately 65 employees statewide who conduct financial investigations; take sworn testimony; issue subpoenas; analyze financial records and prepare, present and assist in prosecution of administrative, civil and criminal matters.

The majority of OFR's investigations involve allegations of fraud against unlicensed entities and individuals. The Bureau investigates violations primarily against the following Florida Statutes:

- **Chapter 517:** Securities and investment fraud
- **Chapter 494:** Mortgage fraud
- **Chapters 516 and 520:** Consumer finance and other lending violations
- **Chapter 687:** Loan broker and advance fee loan crimes

Most investigations are initiated by consumer complaints or referrals from other regulators and law enforcement agencies. Investigations are also opened as a result of tips, intelligence received and the discovery of public solicitations or advertisements. The Bureau strives to take those enforcement actions which are most effective in protecting Florida's citizens and economy. This may dictate pursuing administrative filings, injunctive actions, receiverships, criminal prosecutions or a combination of these.

Economic crimes are challenging to investigate and often committed without regard for state, national or international borders. It is common for the Bureau to work with federal and state law enforcement and regulatory partners in seeking to take enforcement action. Once an investigation is accepted for administrative, civil or criminal prosecution, the Bureau continues to lend support and expertise until the final disposition, including during the prosecution phase of the case.

Although the agency does not have criminal prosecution powers, it works closely with organizations that do, including the United States Attorneys Offices, State Attorneys Offices and the Office of Statewide Prosecution.

Executive Direction

Executive Direction provides leadership, financial management and legal guidance to enable the operational programs—Financial Institutions, Finance, Securities and Investigations—to function and achieve their objectives.

The Commissioner's Office, which falls under Executive Direction, comprises only three percent of OFR's budget. The Commissioner's Office includes the Inspector General, Budget & Planning, General Counsel, Legislative & Cabinet Affairs and Communications functions. Executive direction leads OFR's efforts to become more effective through technological innovation, process improvement and the implementation of new strategies.

Outreach

OFR's website, www.flofr.com, contains a great deal of information to help consumers and regulated industries stay informed about the issues that affect them.

Consumers

OFR is combating a growing problem of financial and investment fraud against consumers. A consumer's first line of defense against fraud is education. The more people know about credit, banking and investing, the more likely they are to increase savings, buy homes, improve their financial health and avoid becoming victims of financial fraud.

Each year, OFR conducts outreach campaigns targeting various groups such as Florida's seniors, military, youth, minorities and the general population. OFR also partners with various organizations to offer consumer outreach programs to Floridians, including:

- North American Securities Administrators Association, Inc.
- Investor Protection Trust
- Securities and Exchange Commission
- Financial Industry Regulatory Authority
- Association for the Advancement of Retired Persons
- Florida state agencies and others

In addition, OFR's regional offices form local community partnerships to promote grassroots education and awareness initiatives.

Industry

Educating regulated industries is also an important component of effective regulation. Each division has the responsibility of ensuring the financial professionals it regulates operate in compliance with state laws and regulations. It is important that the financial industry is aware of changes in rules and regulations that govern their industry. OFR promotes open and ongoing communications with industry associations and organizations, thus raising the bar of professional expectations across the regulated industries. OFR also regularly conducts industry training seminars and compliance meetings and produces informational material.

Inquiries & Complaints

OFR's three divisions have skilled staff who respond to consumer and industry questions relating to financial, licensing and registration issues. Inquiries not within OFR's jurisdiction are referred to the appropriate regulatory agency.

Consumers and investors frequently call OFR to determine whether certain firms or individuals are licensed or registered to do business in Florida, as required by law. OFR can tell consumers about disciplinary, employment and licensing and registration information, thus helping Floridians to protect themselves from financial fraud.

OFR encourages Florida consumers and investors to file complaints by visiting www.flofr.com, by calling 1-800-848-3792 or by mail. OFR reviews complaints and determines whether they warrant further action. The complaint process is frequently valuable to consumers, even when formal action is not taken, because OFR can require compliance, which often involves restitution or some other favorable result for the consumer.

Regulatory Enforcement and Licensing System (REAL)

Developed specifically for OFR, REAL is an online portal that combines core licensing, enforcement and fiscal processes into an integrated financial regulatory management tool. The system centralizes information, improves processing times and promotes a paperless environment.

REAL was implemented in two phases with complete deployment by January 2009. The project was finished on time and within budget. The REAL design allows data and activities affecting a regulated entity to be accessed from a single point within the system. Examples include legal and investigative cases, examinations, complaints, business relationships and other licenses held by the entity. REAL also provides a tracking mechanism for unlicensed entities, and data can be imported from systems outside OFR.

Industry

For most license types, applicants and licensees can conduct various business activities online, such as submitting applications and compliance filings, renewing licenses and paying filing fees. Certain licensees can upload financial statements and quarterly reports. The online licensing feature provides 24-hour access to applicants and licensees and has resulted in faster processing times for initial applications and renewals. Licensees can also print their license online immediately after renewal. This has reduced postage cost and a two-to-four week delay for licensees to receive their new license.

Employees

The system helps staff receive, process and monitor applications and cases in a timely manner. Through REAL, OFR analysts and examiners have more information at their disposal related to applicants and licensees. As a result, staff can spend less time on volume processing and give more attention to substantive issues (e.g., applicants with disciplinary history or enforcement problems).

A data warehouse feature allows OFR management to generate operational and performance reports and helps examination staff identify high-risk entities for in-depth examinations. Identifying high-risk entities and issues also allows OFR to target its consumer awareness and industry outreach where needed most.

Consumers

The public has greater access to research regulated entities through the Public License Search feature. The search feature returns basic licensure information about an individual or business, as well as self-reported disclosure information on the initial application or an amendment filing. Disclosure information may include criminal or regulatory actions, pending criminal, civil litigation or arbitration. Consumers can also file complaints online against regulated licensees or view final orders and declaratory statements issued by OFR.

Budget

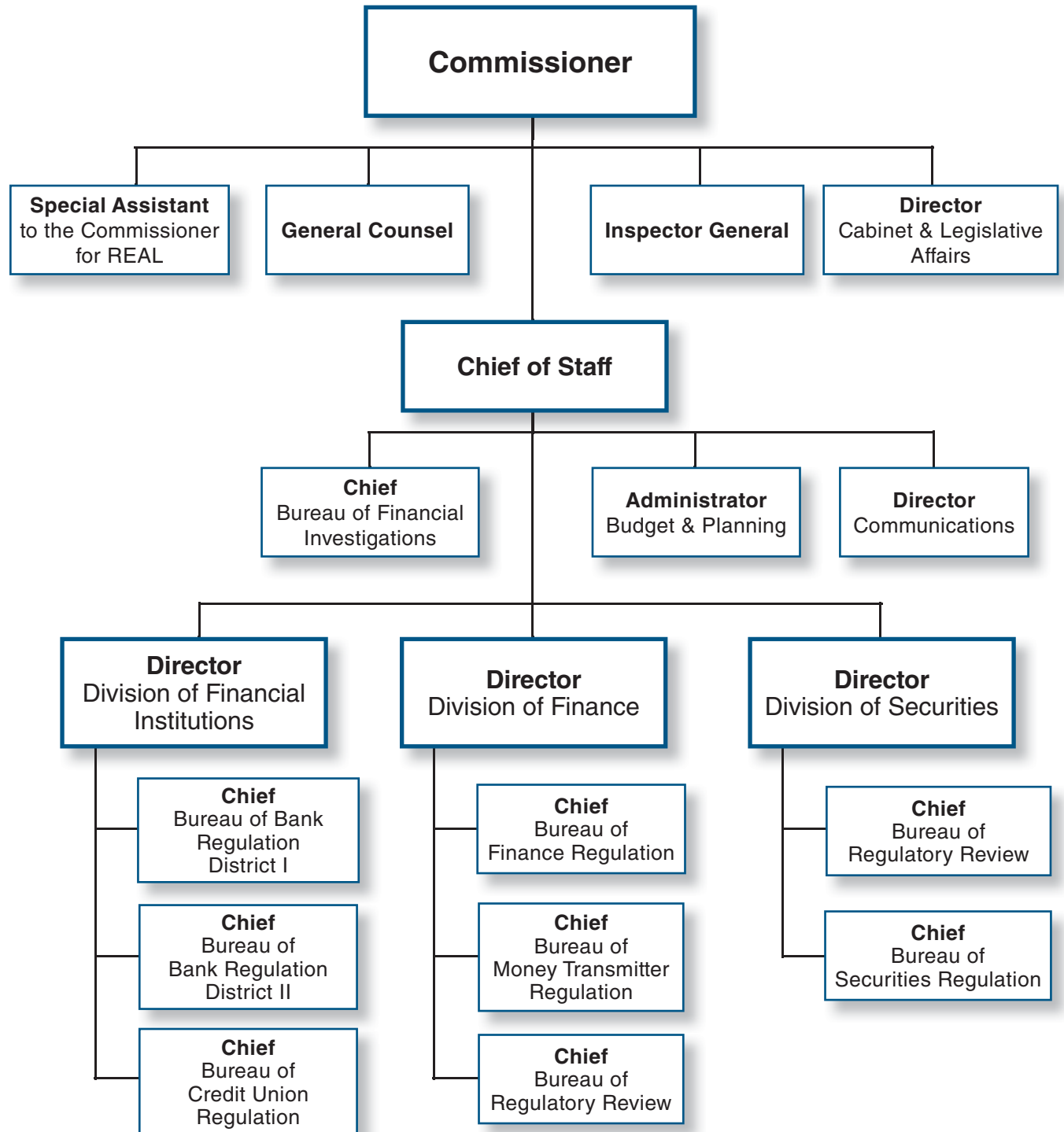
OFR is self-supporting in that none of its operating revenues come from the state's general tax funds. Instead, they are paid by the organizations and individuals it regulates. OFR has approximately 460 employees with an annual operating budget of \$40 million.

Application, renewal and assessment fees are deposited into the agency's legislatively established trust funds, and salaries and benefits, other personal services, expenses, operating capital outlay and contracted services come from these funds:

- **Regulatory Trust Fund:** receives all fees, fines and other income associated with finance licensees, including loan originators, money services businesses (including payday lenders), retail installment sellers, consumer finance companies and debt collectors. The trust fund also receives application fees from securities dealers, branches, individuals and offerings. The Legislature primarily appropriates these funds for operations in Finance Regulation and Securities Regulation.
- **Financial Institutions Regulatory Trust Fund:** receives all revenues and is used for all expenses related to the regulation of state-chartered banks and credit unions, foreign bank offices and trust companies.
- **Securities Anti-Fraud Trust Fund:** receives administrative penalties assessed for violations of the securities regulations. Funds must be appropriated by the Legislature and may only be used for investigation and prosecution of enforcement actions brought under the securities statutes or for consumer awareness.
- **Administrative Trust Fund:** the Regulatory Trust Fund and the Financial Institutions Regulatory Trust Fund contribute funds to OFR's Administrative Trust Fund to cover the cost of support functions within OFR and support functions provided by the Department of Financial Services.

To expend funds, an agency must have spending authority and cash in its trust funds. The agency may not exceed the appropriated amounts, even if funds are available in the trust fund. The budget of the agency must be authorized, or appropriated, by the Legislature in the General Appropriations Act or by amendment to the authorized amounts. The Legislative Budget Request is filed annually on October 15th for consideration during the Legislative Session held in the spring. Appropriations are made for the following fiscal year, which runs from July 1 to June 30.

Appendix A: Organizational Chart



Appendix B:

Florida Statutes and Rules Administered by OFR

Chapter	Title	Rule
20.121(3)	Creation of Financial Services Commission	
494	Mortgage Broker and Mortgage Lending	69V-40
516	Consumer Finance Act	69V-160
517	Securities and Investor Protection Act	69W-100 - 1000
520-Part I	Motor Vehicle Sales Finance	69V-50
520-Part II	Retail Installment Sales	69V-60
520-Part III	Installment Sales Finance	69V-70
520-Part IV	Home Improvement Sales and Finance	69V-80
520-Part V	Retail Installment Sales Act - General Rules	69V-85
537	Title Loans	69V-45
559-Part V	Commercial Collection Practices	69V-180
559-Part VI	Consumer Collection Practices	69V-180
560	Money Services Businesses	69V-560
655	Financial Institutions Generally	69U-100
	Licensing and Chartering of Financial Institutions	69U-105
657	Florida Credit Union Act	69U-110
658	Banking Code: Banks and Trust Companies	69U-120
660	Banking Code: Trust Business	69U-120
663	Banking Code: International Banking	69U-140
665	Associations	69U-150
667	Savings Banks	69U-120
687	Lending Practices	
896	Money Laundering Act	

Appendix C:

Important Consumer Contact Information

Consumer helpline: (800) 848-3792

Verify a license: <http://www.flofr.com/Downloads/licensecheck.htm>

File a complaint: <http://www.flofr.com/Director/complaints.htm>

Main Numbers

Financial Institutions	Finance	Securities
Tel: 850-410-9800 Fax: 850-410-9548	Enforcement Tel: 850-410-9805 Fax: 850-410-9914 Complaints Tel: 850-410-9805 Fax: 850-410-9300 Licensing Tel: 850-410-9895 Fax: 850-410-9882	Enforcement Tel: 850-410-9500 Fax: 850-410-9748 Registrations Tel: 850-410-9893 Fax: 850-410-9748

Statewide Offices

Ft. Lauderdale	Ft. Myers	Jacksonville
1400 West Commercial Boulevard, Suite 135 Fort Lauderdale, FL 33309 Tel: 954-958-5508 Fax: 954-598-7138	2295 Victoria Avenue, Suite 292 Fort Myers, FL 33901 Tel: 239-461-4008 Fax: 239-338-2449	921 N. Davis Street, Building B, Suite 225 Jacksonville, FL 32209 Tel: 904-798-5808 Fax: 904-359-2687
Miami	Orlando	Pensacola
401 NW 2nd Ave., Suite N708 Miami, FL 33128-1796 Tel: 305-536-0308 Fax: 305-810-1100	400 W. Robinson Street Hurstons South Tower, S225 Orlando, FL 32801-1799 Tel: 407-245-0608 Fax: 407-245-0806	4900 Bayou Blvd., Suite 103 Pensacola, FL 32503-2530 Tel: 850-453-7908 Fax: 850-494-7388
Tallahassee	Tampa	West Palm Beach
200 E. Gaines Street Tallahassee, FL 32399 Tel: 850-410-9898	1313 Tampa St., Suite 615 Tampa, FL 33602-3394 Tel: 813-218-5308 Fax: 813-272-2498	3111 South Dixie Highway, Suite 302 W. Palm Beach, FL 33405 Tel: 561-837-5203 Fax: 561-837-5030



Florida Office of Financial Regulation
Financial Services Commission
OFR Consumer Helpline: (800) 848-3792
www.flofr.com