

BEFORE THE
DEPARTMENT OF FINANCIAL INSTITUTIONS
DIVISION OF SECURITIES
STATE OF WISCONSIN

In the Matter of
JAMES T. O'CONNOR,

Respondent.

WAIVER AND CONSENT
TO ORDER

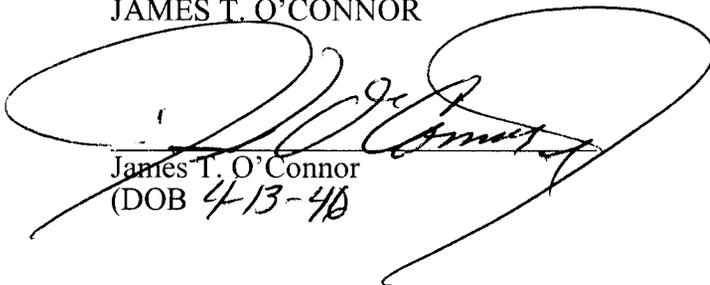
File No. S-01037(EX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order, hereby waives her right to a hearing with respect to this matter and hereby consents to the issuance of the Order;

The undersigned Respondent understands that the Order is effective when signed by the Administrator of the Division of Securities and that a wilful violation of an Order signed by the Administrator is a criminal offense.

EXECUTED this 22 day of MAY, 2002.

JAMES T. O'CONNOR



James T. O'Connor
(DOB 4-13-48)

State of _____)
County of _____)

Subscribed before me this
22nd day of May, 2002.

Notary Public Cecilia R Stemple

My commission expires 3/14/05

NOTARIAL SEAL
CECILIA R. STEMPEL, Notary Public
Norristown Boro, Montg. Co., PA
My Commission Expires March 14, 2005