

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

In the Matter of  
BYRON R. SPAIN,

Respondent.

WAIVER AND CONSENT  
TO ORDER

File No. S-02019(EX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order, hereby waives his 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 willful violation of an Order signed by the Administrator is a criminal offense.

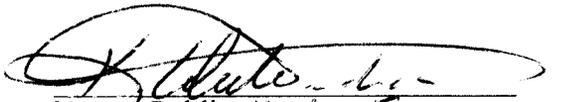
EXECUTED this 27 day of January, 2003.

BYRON R. SPAIN

  
Byron R. Spain  
(DOB 4-4-39)

State of Louisiana )  
County of Lafayette )  
Parish  
Subscribed before me this

30<sup>th</sup> day of January, 2003

  
Notary Public K. Wade Trubian

My commission expires @ death