

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

In the Matter of
MORGAN F. MURPHY, JR.,

**WAIVER AND CONSENT
TO ORDER**

Respondent.

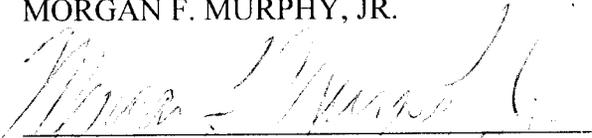
File No. S-05217(EX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order, and neither admitting nor denying the allegations of the Petition for 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 11th day of May, 2006.

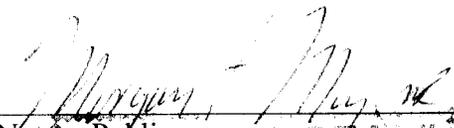
MORGAN F. MURPHY, JR.


Morgan F. Murphy, Jr.
(DOB 04/16/1932)

STATE OF ILLINOIS)
COUNTY OF COOK)

Subscribed before me this

11th day of May, 2006.


Notary Public
My Commission expires May 7, 2006

NOTARY PUBLIC STATE OF ILLINOIS
MY COMMISSION EXPIRES 05/07/2006

RECEIVED
MAY 25 2006

STATE OF WISCONSIN
DEPARTMENT OF FINANCIAL INSTITUTIONS
DIVISION OF SECURITIES