

NASD
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2005002552101

To: Department of Enforcement
NASD

Re: Jacob Roman Chudzinski
General Securities Representative
CRD # 1489143

Pursuant to Rule 9216 of NASD Code of Procedure, Jacob Roman Chudzinski ("Chudzinski" or "Respondent") submits this Letter of Acceptance, Waiver and Consent ("AWC") for the purpose of proposing a settlement of the alleged rule violations described in Part II below. This AWC is submitted on the condition that, if accepted, NASD will not bring any future actions against Respondent alleging violations based on the same factual findings.

Respondent understands that:

1. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by NASD's Department of Enforcement and National Adjudicatory Council ("NAC") Review Subcommittee or Office of Disciplinary Affairs ("ODA") pursuant to NASD Rule 9216;
2. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against Respondent; and
3. If accepted:
 - a. This AWC will become part of Respondent's permanent disciplinary record and may be considered in any future actions brought by NASD or any other regulator against Respondent;
 - b. This AWC will be made available through NASD's public disclosure program in response to public inquiries about Respondent's disciplinary record;
 - c. NASD may make a public announcement concerning this agreement and the subject matter thereof in accordance with NASD Rule 8310 and IM-8310-2; and
 - d. Respondent may not take any action or make or permit to be made any public statement including in regulatory findings or otherwise,

denying, directly or indirectly, any allegation in this AWC or create the impression that the AWC is without factual basis. Nothing in this provision affects Respondent's testimonial obligations or right to take legal or factual positions in litigation in which NASD is not a party.

Respondent also understands that his experience in the securities industry and disciplinary history may be factors that will be considered in deciding whether to accept this AWC. That experience and history are as follows:

Jacob Roman Chudzinski ("Chudzinski") became registered as an Investment Company/Variable Contracts Representative (Series 6) in January 1994 and subsequently became registered as a General Securities Representative (Series 7) in February 2002. Chudzinski was employed in those capacities by Lincoln National Life Insurance Company and Lincoln Financial Advisors from January 1994 until June 2003; he was subsequently employed by Fifth Third Securities, Inc. from May 2003 until September 2005 when he was terminated for embezzlement. Chudzinski is not currently associated with an NASD Member and has no prior disciplinary history.

I.

WAIVER OF PROCEDURAL RIGHTS

Respondent specifically and voluntarily waives the following rights granted under NASD's Code of Procedure:

- A. To have a Formal Complaint issued specifying the allegations against Respondent;
- B. To be notified of the Formal Complaint and have the opportunity to answer the allegations in writing;
- C. To defend against the allegations in a disciplinary hearing before a hearing panel, to have a written record of the hearing made and to have a written decision issued; and
- D. To appeal any such decision to the NAC and then to the U.S. Securities and Exchange Commission and a U.S. Court of Appeals.

Further, Respondent specifically and voluntarily waives any right to claim bias or prejudgment of the General Counsel, the NAC, or any member of the NAC, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including acceptance or rejection of this AWC.

Respondent further specifically and voluntarily waives any right to claim that a person violated the ex parte prohibitions of Rule 9143 or the separation of functions prohibitions of Rule 9144, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including its acceptance or rejection.

II.

ACCEPTANCE AND CONSENT

- A. Respondent hereby accepts and consents, without admitting or denying the allegations or findings, and solely for the purposes of this proceeding and any other proceeding brought by or on behalf of NASD, or to which NASD is a party, prior to a hearing and without an adjudication of any issue of law or fact, to the entry of the following findings by NASD:

Over a period of about nine years, from approximately 1994 until August 2005, Chudzinski converted funds from at least eight customers totaling at least \$896,000 while he was employed by the Lincoln Financial Group, and later, Fifth Third Securities. These customers, some of whom were relatives, wrote checks payable either Chudzinski or to Chudzinski's business account, with the intention of investing their funds. However, Chudzinski deposited the funds into an account in his name at a credit union and converted the funds to his own use and benefit and not for the benefit of the customers. The aforementioned conduct constitutes separate and distinct violations of NASD Conduct Rule 2110 by Chudzinski.

- B. Respondent also consents to the imposition, at a maximum, of the sanctions of a bar from association in any capacity with any member of NASD.

The sanctions imposed herein shall be effective on a date set by NASD staff. Pursuant to IM-8310-2(f), a bar or expulsion shall become effective upon approval or acceptance of this AWC by the NAC.

III.

OTHER MATTERS

Respondent understands that if he is barred or suspended from associating with any NASD member, he becomes subject to a statutory disqualification as that term is defined in Section 3(a)(39) of the Securities Exchange Act of 1934, as amended. Accordingly, Respondent may not be associated with any NASD member in any capacity, including clerical or ministerial functions, during the period of the bar or suspension. (See NASD Rule 8310 and IM-8310-1.)

Respondent certifies that he has read and understands all of the provisions of this AWC and has been given a full opportunity to ask questions about it, and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein, has been made to induce Respondent to submit it.

4/1/07
Date

Jacob Roman Chudzinski
Jacob Roman Chudzinski

Reviewed by:

Martin J. McKenna
Counsel for Respondent

Accepted by NASD:

April 18, 2007
Date

Signed on behalf of the
Director of ODA, by delegated authority

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