

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO 2006005917201**

To: Department of Enforcement
Financial Industry Regulatory Authority ("FINRA")

Re: Michael Derek Weihrauch
Investment Company/Variable Contracts Representative
CRD # 3202712

RECEIVED
2007 NOV -6 P 5:34
REGISTRATION & DISCLOSURE

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

I.

ACCEPTANCE AND CONSENT

- A. Respondent hereby accepts and consents, without admitting or denying the findings, and solely for the purposes of this proceeding and any other proceeding brought by or on behalf of FINRA, or to which FINRA 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 FINRA:

BACKGROUND

Michael Weihrauch ("Weihrauch" or "Respondent") became registered as an Investment Company/Variable Contracts Representative with a Member firm of FINRA (f/k/a NASD) on April 12, 1999. On February 15, 2006, Weihrauch became registered with HBW Securities LLC ("HBW"), a broker-dealer Member of FINRA until he was terminated on July 21, 2006. Weihrauch is not currently registered or associated with any FINRA member and he has no prior disciplinary history with FINRA.

OVERVIEW

While registered with HBW, Weihrauch filed a petition for bankruptcy under Chapter 13 of the U.S. Bankruptcy Code on or about June 23, 2006. Weihrauch failed to disclose the bankruptcy to HBW and failed to prepare and submit an amendment to the Uniform Application for Securities Industry Registration or Transfer Form U-4 that he filed in February 2006 when he applied for registration with HBW, in violation of NASD Conduct Rule 2110 and IM 1000-1.

000041311 2007

FACTS

1. On or about June 23, 2006, Respondent filed a petition for bankruptcy under Chapter 13 of the U.S. Bankruptcy Code.
2. Respondent failed to keep current his Uniform Application for Securities Industry Registration or Transfer Form U-4, in that he failed to prepare and file an amendment to his Form U-4 to make the required financial disclosure of the bankruptcy within 30 days of filing it, as required under NASD By-Laws Article V Section 2.
3. FINRA sent to Respondent two written requests pursuant to NASD Rule 8210 that were sent on August 11, 2006 and November 14, 2006, respectively, asking for information about his alleged non-disclosure of material facts.
4. Respondent failed to respond to both requests from FINRA and the time to respond has expired.

VIOLATIVE CONDUCT BY RESPONDENT

1. Respondent violated NASD Conduct Rule 2110 and IM 1000-1 by failing to submit an amendment to the Uniform Application for Securities Industry Registration or Transfer Form U-4, to make the required financial disclosure that on or about June 23, 2006, Respondent filed a petition for bankruptcy under Chapter 13 of the U.S. Bankruptcy Code, within 30 days of his petition, as required by FINRA By-Laws Article V Section 2 (c).
 2. Respondent violated NASD Conduct Rule 8210 by failing to respond to FINRA's requests for information.
- B. Respondent also consents to the imposition, at a maximum, a bar from association in any capacity with any member of FINRA.

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

II.

WAIVER OF PROCEDURAL RIGHTS

Respondent specifically and voluntarily waives the following rights granted under FINRA'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.

III.

OTHER MATTERS

Respondent understands that:

- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the National Adjudicatory Council ("NAC") Review Subcommittee or Office of Disciplinary Affairs ("ODA") pursuant to FINRA Rule 9216;
- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against Respondent; and

C. If accepted:

1. Respondent understands that if he is barred or suspended from associating with any FINRA member, Respondent 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 FINRA member in any capacity, including clerical or ministerial functions, during the period of the bar or suspension. (See FINRA Rule 8310 and IM-8310-1.)
2. This AWC will become part of Respondent's permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against Respondent;
3. This AWC will be made available through FINRA's public disclosure program in response to public inquiries about Respondent's disciplinary record;
4. FINRA may make a public announcement concerning this agreement and the subject matter thereof in accordance with FINRA Rule 8310 and IM-8310-2; and
5. Respondent understands that this settlement includes a finding that, on or about June 23, 2006, Respondent willfully failed to disclose a material fact on a Form U-4, and that under Section 15(b)(4)(A) of the Securities Exchange Act of 1934 and Article III, Section 4(f) of the FINRA By-Laws, this nondisclosure makes Respondent subject to a statutory disqualification with respect to association with a member.
6. 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 FINRA is not a party.

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.

10/15/07
Date


Michael Derek Weiltrauch

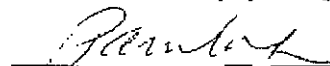
Reviewed by:

Counsel for Respondent

Accepted by FINRA:

November 6, 2007
Date

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


Pamela Shu
Regional Counsel
FINRA Department of Enforcement
55 W. Monroe, 27th Floor
Chicago, IL 60603
Tel: (312) 899-4353
Fax: (312) 899-4600