

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 20070095220**

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

RE: Jeanne M. Caspersen
CRD # 1822044

Pursuant to NASD Rule 9216 under the FINRA Code of Procedure, Jeanne M Caspersen ("Caspersen") 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 Caspersen alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

A. Caspersen 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

Caspersen became Series 7 and 63 registered in 1988. She was employed at The Woodlands branch office of Merrill Lynch, Peirce, Fenner & Smith's (the "Firm") North Houston complex as a sales assistant from February 20, 1990 through January 16, 2007. From 1984-1990, she was employed as a cashier at Rotan Mosle Inc., a firm that later merged with UBS Financial Services, Inc. Caspersen is currently not employed in the securities industry.

OVERVIEW

On November 16, 2006, Caspersen, a registered sales assistant with the Firm, credited her personal Firm account with \$1,000 charged from the personal Firm account of the Registered Representative for whom she worked. To effect this fund transfer, Caspersen, without the knowledge of either the Registered Representative or the branch's Service Manager, utilized the Firm's internal system for credit requests. The Service Manager discovered the unauthorized fund transfer in January 2007 and Caspersen was terminated from the Firm on January 16, 2007.

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FACTS

Caspersen had been the Registered Representative's sales assistant since the end of December 1993. Beginning in at least 2002, the Registered Representative paid Caspersen a \$1,000 quarterly bonus out of his expense account funds that were given to him annually by the Firm. To obtain her bonus each quarter, Caspersen completed an expense form which the Registered Representative then approved.

However, in October 2006, because Caspersen's job performance had declined considerably, the Registered Representative told Caspersen she would not be getting her fourth quarter 2006 bonus.

On November 16, 2006, Caspersen, in need of funds, entered a credit request via the Firm's internal system to transfer \$1,000 from the Registered Representative's personal Firm account to her own personal Firm account. This resulted in the unauthorized transfer to Caspersen of \$1,000 of the Registered Representative's funds.

On January 4, 2007, the Service Manager discovered the \$1,000 credit to Caspersen's account during a review of employee account activity at the branch. When confronted, Caspersen asserted she could not pay the Firm back since she had used the \$1,000 from the Registered Representative's account to pay her credit card bills.

VIOLATIVE CONDUCT BY RESPONDENT

Caspersen violated NASD Rule 2110 by misappropriating funds from another Firm employee.

- B. Caspersen also consents to the imposition of the sanction of a bar in any capacity. Pursuant to NASD IM-8310-3(e), a bar or expulsion shall become effective upon approval or acceptance of this AWC.

II.

WAIVER OF PROCEDURAL RIGHTS

Caspersen specifically and voluntarily waives the following rights granted under the FINRA Code of Procedure:

- A. To have a Formal Complaint issued specifying the allegations against Caspersen;
- B. To be notified of the Formal Complaint and have the opportunity to answer the allegation in writing;

- C. To defend against the allegation 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 National Adjudicatory Council ("NAC") and then to the U.S. Securities and Exchange Commission and a U. S. Court of Appeals.

Further, Caspersen 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.

Caspersen further specifically and voluntarily waives any right to claim that a person violated the ex parte prohibitions of NASD Rule 9143 or the separation of functions prohibitions of NASD 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

Caspersen 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 NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs ("ODA"), pursuant to NASD Rule 9216;
- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against Caspersen; and
- C. If accepted:
 - 1. this AWC will become part of Caspersen's permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against Caspersen;
 - 2. this AWC will be made available through FINRA's public disclosure

program in response to public inquiries about Caspersen's disciplinary record;

3. FINRA may make a public announcement concerning this agreement and the subject matter thereof in accordance with NASD Rule 8310 and NASD IM-8310-3 ; and
4. Caspersen may not take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any finding in this AWC or create the impression that the AWC is without factual basis. Caspersen may not take any position in any proceeding brought by or on behalf of FINRA, or to which FINRA is a party, that is inconsistent with any part of this AWC. Nothing in this provision affects my right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party.

D. Caspersen may attach a Corrective Action Statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. Caspersen understands that it may not deny the charges or make any statement that is inconsistent with the AWC in this Statement. This Statement does not constitute factual or legal findings by FINRA, nor does it reflect the views of FINRA or its staff.

Caspersen certifies that she has read and understands all of the provisions of this AWC and has been given a full opportunity to ask questions about it; that she has agreed to its provisions voluntarily; and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein and the prospect of avoiding the issuance of a Complaint, has been made to induce her to submit it.

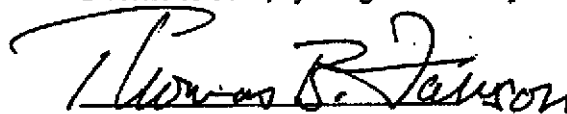
5-22-08
Date


Jeanne M. Caspersen

Accepted by FINRA:

June 9, 2008
Date

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



Thomas Lawson
Vice President and Chief Counsel
FINRA Department of Enforcement
1801 K Street NW
Washington D.C. 20006