

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2007011537001**

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

RE: Mario Miceli, Respondent ("Miceli" or "Respondent")
CRD No. 4798960

Pursuant to Rule 9216 of FINRA Code of Procedure, I submit 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 me alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

- A. I hereby accept and consent, 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

Miceli first became registered with FINRA (f/k/a as National Association of Securities Dealers or NASD) as an Investment Company Products/Variable Contracts Representative ("IR") in September 2004 with member firm Northwestern Mutual Investment Services, LLC ("NMIS") (BD No. 2881). Miceli's registration terminated with NMIS in December 2007 and since that time he has not been registered or associated with any member firm. FINRA retains jurisdiction, pursuant to Article V, Section 4 of the By-Laws. Miceli has no disciplinary history with the Securities and Exchange Commission, any self-regulatory organization, or state securities regulator.

OVERVIEW

Between November 2004 and November 2007, while registered with NMIS, Miceli forged the signatures of 23 NMIS customers without their knowledge, authorization or consent on approximately 44 documents in connection with the purchase of insurance policies in violation of NASD Conduct Rule 2110.

FACTS AND VIOLATIVE CONDUCT

In September 2004, Miceli began working for NMIS as an IR. From November 2004 to November 2007, Miceli forged the signatures of 23 NMIS customers on approximately 44 insurance related documents such as policy delivery acknowledgements, life insurance applications, supplemental applications, policy change applications, replacement disclosures, and HIV disclosure forms, in order to expedite the processing of these forms. Most of these customers were Miceli's family members and friends. By reason of the foregoing, Miceli violated NASD Conduct Rule 2110.

B. I also consent to the imposition of the following sanction:

- A bar from associating with any member firm in any capacity.

The sanctions imposed herein shall be effective on a date set by FINRA staff. Pursuant to FINRA Rule 8313(e), a bar or expulsion shall become effective upon approval or acceptance of this AWC.

I understand that if I am barred or suspended from associating with any FINRA member, I become 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, I 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 Rules 8310 and 8311).

II.

WAIVER OF PROCEDURAL RIGHTS

I specifically and voluntarily waive the following rights granted under FINRA's Code of Procedure:

- A. To have a Formal Complaint issued specifying the allegations against me;
- 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 National Adjudicatory Council ("NAC") and then to the U.S. Securities and Exchange Commission and a U.S. Court of Appeals.

Further, I specifically and voluntarily waive 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.

I further specifically and voluntarily waive 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

I understand 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 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 me; and
- C. If accepted:
 - 1. this AWC will become part of my permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against me;

2. this AWC will be made available through FINRA's public disclosure program in response to public inquiries about my disciplinary record;
3. 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
4. I 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. I 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.

I certify that I have read and understand all of the provisions of this AWC and have been given a full opportunity to ask questions about it; that I have 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 me to submit it.

Date

03/18/2009


Mario Miceli, Respondent

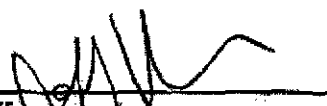
Reviewed by:


Richard L. Babnick, Jr.
Counsel for Respondent
Sichenzia Ross Friedman Ference LLP
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New York, New York 10006
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Accepted by FINRA:

April 1, 2009
Date

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



Jeff Kern
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