

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2008013774201**

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REGISTRATION & DISCLOSURE

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

RE: Carlos Lopez III, Respondent
Registered Representative
CRD No. 5345944

Pursuant to NASD Rule 9216 of FINRA's 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

Between June 2007 and June 2008, Carlos Lopez III ("Lopez") was registered as an Investment Company/Variable Contracts Products Representative with Fifth Third Securities, Inc. ("Member"), a member of FINRA. Lopez had not previously, and is not currently, associated or registered with a FINRA member.

RELEVANT PRIOR DISCIPLINARY HISTORY

Lopez has no relevant prior disciplinary history.

OVERVIEW

Lopez took \$398.26 in bank customer funds and converted the funds for his personal use.

FACTS AND VIOLATIVE CONDUCT

During all relevant times, Lopez was a dual employee of the Member and its affiliate, Fifth Third Bank.

Customer V.H.

1. On or about May 8, 2008, Lopez assisted bank customer V.H. via telephone with a certificate of deposit (CD) renewal.
2. V.H. instructed Lopez to roll over the funds from a matured CD to a new CD, but had mistaken the renewal amount to be \$7,637.00, instead of \$7,737.00.
3. On or about May 8, 2008, Lopez noticed V.H.'s error, but did not alert V.H. of her error, increase the new CD to \$7,737.00, or return the \$100.00 difference to V.H. Instead, Lopez, acting without the knowledge or consent of V.H., took the \$100 belonging to V.H. and used the funds for his own benefit or for some benefit other than that of V.H.

Based on the foregoing, Lopez committed conversion, in violation of NASD Conduct Rule 2110.

Customer D.H.

1. On or about May 21, 2008, Lopez opened a checking account in bank customer D.H.'s name, using the banking center address as the mailing address for the account.
2. The checking account was opened without the knowledge or consent of D.H.
3. On or about May 21, 2008, Lopez created an ATM card for access to the checking account, again without the knowledge or consent of D.H.
4. Between approximately May 27, 2008 and May 28, 2008, Lopez used the ATM card at a non-Fifth Third Bank to withdraw \$126.45 from the account, without the knowledge or consent of D.H., and used the funds for his own benefit or for some benefit other than that of D.H.

Based on the foregoing, Lopez committed conversion, in violation of NASD

Conduct Rule 2110.

Customer C.E.

1. On or about May 28, 2008, Lopez assisted bank customer C.E. via telephone with a CD belonging to her, in the amount of \$25,107.70. C.E. wanted to cash out the CD, and therefore instructed Lopez to deposit \$4,000 in her checking account and roll the remaining funds into a new CD.
2. Lopez advised C.E. that there would be a fee of \$171.81 assessed for terminating the CD prior to maturity, and therefore renewed the CD in the amount of \$20,935.89, resulting in \$171.81 less being rolled over to the new CD.
3. However, on or about May 28, 2008, Lopez cashed out the CD belonging to C.E. without a penalty fee, and without the knowledge or consent of C.E., and used the \$171.28 for his own benefit or for some benefit other than that of C.E.

Based on the foregoing, Lopez committed conversion, in violation of NASD Conduct Rule 2110.

OTHER FACTORS

- B. I also consent to the imposition of the following sanctions:

A bar from association with any FINRA member in any capacity.

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 NASD Rule 8310 and IM-8310-1.)

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

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 prejudice 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 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

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 NASD Rule 9216;

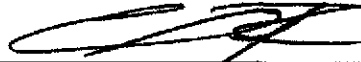
- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against me; and
- C. If accepted:
1. this AWC will become part of my permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against 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 NASD Rule 8310 and IM-8310-3; 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.

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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.

9/15/08

Date



Carlos Lopez III
Registered Representative

Reviewed by:

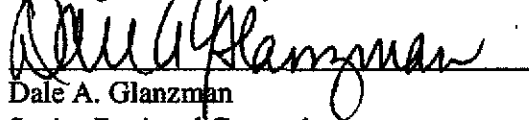
Counsel for Respondent

Accepted by FINRA:

09/30/08

Date

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



Dale A. Glanzman
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FINRA Department of Enforcement
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