

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2013036030902**

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

RE: Nicole Elise Holten ("Holten"), Respondent
Investment Company Products/Variable Contracts Representative
CRD No. 6102220

Pursuant to FINRA 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

Holten became registered as a Series 6 licensed Investment Company Products/Variable Contracts Representative with Chase Investment Services Corp., a FINRA registered broker-dealer, on August 20, 2012. In October 2012, she became associated with J.P. Morgan Securities LLC ("JP Morgan" or the "Firm"), a FINRA registered broker dealer, as part of a mass transfer of registrations between these entities. Holten was also employed as a Personal Banker by JP Morgan Chase Bank, N.A. (the "Bank" or "Chase") from October 2012 until Chase terminated her employment on January 25, 2013 in connection with the matters discussed herein.

On February 21, 2013, FINRA received a Uniform Termination Notice of Securities Industry Registration ("Form U5") from JP Morgan reporting that it terminated Holten's registration on that date "for depositing checks into her personal bank account without funds available."

Holten has not been associated with a FINRA regulated broker-dealer since her termination from the Firm in February 2013. Pursuant to Article V, Section 4 of FINRA's By-Laws, FINRA retains jurisdiction over Holten until February 20, 2015.

RELEVANT DISCIPLINARY HISTORY

Holten has no disciplinary history in the securities industry.

OVERVIEW

During November 2012 through January 2013, (the "Relevant Period") Holten engaged in a check kiting scheme whereby she wrote nine checks totaling \$3750 drawn against two of her personal checking accounts when she knew the accounts contained insufficient funds to cover them. By doing so, Holten violated FINRA Rule 2010.

FACTS AND VIOLATIVE CONDUCT

FINRA Rule 2010 states that "[a] member, in the conduct of its business, shall observe high standards of commercial honor and just and equitable principles of trade."

Holten maintained two checking accounts and a savings account at the Bank. During the Relevant Period, Holten wrote nine checks, totaling \$3,750, drawn against one or the other of the checking accounts she maintained. At the time she wrote each check, Holten knew that she had insufficient funds in the accounts to cover the checks. Nevertheless, in most instances, she deposited those checks into either: (a) the checking account from which the check was not written or (b) the savings account ("Deposit Accounts"). In numerous instances, immediately upon making the deposit, Holten withdrew funds or made expenditures from the Deposit Accounts. In so doing, Holten knew that excluding the deposit of the aforementioned checks, the Deposit Accounts did not contain sufficient funds to cover the withdrawals and expenditures.

Thereafter, Holten deposited funds to clear the deficits in her accounts created by the aforementioned check kiting scheme, generally by deposit of her paychecks within a few days. Holten also paid any outstanding balance in her accounts at the time of the termination of her employment.

Holten violated FINRA Rule 2010 by engaging in this check kiting scheme.

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

- a three-month suspension from association with any member of FINRA in any capacity; and
- a \$5,000 fine.

The fine shall be due and payable either immediately upon reassociation with a member firm following the three-month suspension noted above, or prior to any application or request for relief from any statutory disqualification resulting from this or any other event or proceeding, whichever is earlier.

I specifically and voluntarily waive any right to claim that I am unable to pay, now or at any time hereafter, the monetary sanction(s) imposed in this matter.

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 Article III, Section 4 of FINRA's By-Laws, incorporating Section 3(a)(39) of the Securities Exchange Act of 1934. 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).

The sanctions imposed herein shall be effective on a date set by FINRA staff.

II.

WAIVER OF PROCEDURAL RIGHTS

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

- A. To have a Complaint issued specifying the allegations against me;
- B. To be notified of the 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 FINRA Rule 9143 or the separation of functions prohibitions of FINRA 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

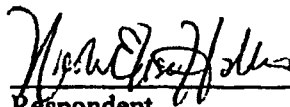
I understand that:

- 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 8313; 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: (i) testimonial obligations; or (ii) right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party.

- D. I may attach a Corrective Action Statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. I understand that I 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.

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.

04/24/2014
Date (mm/dd/yyyy)

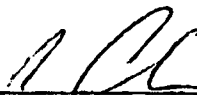

Respondent
Nicole Elise Holten

By: _____

Accepted by FINRA:

5/7/2014
Date

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


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