

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 20160487434-01**

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

RE: Lakenya Leann Shiver, Respondent
Investment Company Products/Variable Contracts Representative
CRD No. 6164430

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

Respondent became associated with State Farm VP Management Corp. (the "Firm"), a FINRA-regulated broker-dealer, in February 2013. Respondent worked in a Firm office in Columbia, SC until her voluntary resignation on May 13, 2013. On June 24, 2013, Respondent again became associated with the Firm, working in a Firm office in Duluth, GA. Respondent received her Series 63 and Series 6 licenses in September and October, 2013, respectively, and on October 4, 2013 became registered with the Firm as an Investment Company Products/Variable Contracts Representative. Respondent was also dually employed as an agent of the Firm's insurance affiliate, SFIC.

On February 1, 2016, the Firm filed a Form U5 stating that Respondent had been discharged effective January 28, 2016 for "failing to follow company procedures with the premium fund account, signatures and authorized / unauthorized staff activity." Respondent is not currently associated with a FINRA member.

Pursuant to Article V, Section 4 of FINRA's By-Laws, FINRA retains jurisdiction over Respondent.

RELEVANT DISCIPLINARY HISTORY

Respondent has no relevant disciplinary history in the securities industry.

OVERVIEW

Between January 19, 2015 and August 31, 2015 (the "Relevant Period"), while registered as an Investment Company Products/Variable Contracts Representative with the Firm, and dually employed as an agent with its insurance affiliate, SFIC, Respondent converted approximately \$11,900 from SFIC by using monies deposited into her designated premium fund account in payment of insurance premiums for her personal use and benefit in violation of FINRA Rule 2010.

FACTS AND VIOLATIVE CONDUCT

FINRA Rule 2010 requires all associated persons to observe high standards of commercial honor and just and equitable principles of trade. Conversion is an intentional and unauthorized taking of and/or exercise of ownership over property by one who neither owns the property nor is entitled to possess it, and constitutes a violation of Rule 2010. This is so even if the conversion occurs outside the scope of a registered representative's employment with a FINRA member, because it constitutes unethical business-related conduct and calls into question Respondent's ability to fulfill her fiduciary duties in handling other people's money.

During the Relevant Period, Respondent sold insurance products offered by SFIC, which required her to maintain a non-interest bearing Premium Fund Account ("PFA"), at a bank of her choice, to deposit customers' premium payments.

During the Relevant Period, Respondent maintained a PFA at BOG bank. The funds in the account, however, belonged to SFIC. Further, although Respondent maintained control over the PFA, SFIC's policies prohibited her from using the deposited funds for any purpose other than paying designated insurance premiums.

During the Relevant Period, Respondent made 29 separate cash transfers, totaling approximately \$11,900, from the PFA to her personal and business bank accounts. Respondent then used the funds for her own personal use and benefit.

By her conduct, Respondent converted approximately \$11,900 in SFIC funds

during the Relevant Period, in violation of FINRA Rule 2010.

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 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. 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 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 Chief Legal Officer, 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 accordance with FINRA Rule 8313;**
 - 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.**

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 understand and acknowledge that FINRA does not represent or advise me and I cannot rely on FINRA or FINRA staff members for legal advice; 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 [the Firm] to submit it.

3-21-17
Date (mm/dd/yyyy)


Respondent

Accepted by FINRA:

4-3-17
Date

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


Richard Chin
Chief Counsel
FINRA Department of Enforcement
Brookfield Place
200 Liberty Street, 11th Floor
New York, NY 10281-1003
Phone: (646) 315-7322
Fax: (202) 689-3415
richard.chin@finra.org