

STATE OF MAINE
OFFICE OF SECURITIES
121 STATE HOUSE STATION
AUGUSTA, MAINE 04333-0121

IN THE MATTER OF:)

RDSC, LLC)
300 Main Street)
Cincinnati, OH 45202)

CONSENT AGREEMENT
No. 05-006-CAG

This Agreement is entered into between the State of Maine Office of Securities ("Office of Securities") and RDSC, LLC ("RDSC"), a broker-dealer located in Cincinnati, Ohio.

WHEREAS, the parties agree as follows:

1. At all relevant times, it has been unlawful in Maine for a person to act as a broker-dealer unless licensed or exempt from licensing under the Revised Maine Securities Act, Title 32 Maine Revised Statutes Annotated §10101 et seq.;
2. On June 6, 2004, RDSC filed an application with the Office of Securities for licensing as a broker-dealer;
3. On June 17, 2004, RDSC notified the Office of Securities that, through a review of its accounts, the firm discovered that one of its clients was located in the State of Maine;
4. On June 17, 2004, the Office of Securities faxed a request to RDSC for specific information with respect to the transactions effected in Maine;
5. By letter dated July 9, 2004, RDSC informed the Office of Securities that the firm had effected at least forty-six (46) transactions for the accounts of one Maine client from November 1, 1999, to July 9, 2004. RDSC further represented that it has ceased trading in these accounts until properly licensed in the State of Maine;
6. It is the Office of Securities' position that RDSC has acted as a broker-dealer in Maine without being licensed or exempt from licensing; and
7. RDSC has represented to the Office of Securities that the violations were an inadvertent oversight due to an error in its registration review process and that RDSC took immediate steps to become licensed in the State of Maine when the unlicensed activity was discovered;
8. Both parties desire an expeditious resolution of this matter.

NOW, THEREFORE, without trial or adjudication of any issue of fact or law, and without RDSC admitting or denying that its conduct violated the Revised Maine Securities Act, it is agreed that:

1. RDSC will comply with all licensing and other legal requirements governing persons acting as securities broker-dealers in the State of Maine at all times from the date hereof;
2. In lieu of the Office of Securities seeking the imposition of a penalty for the allegations contained herein, RDSC will pay the sum of \$10,000 to the Office of Securities upon RDSC's execution of this Agreement; and
3. The Office of Securities will not take further action against RDSC, based upon its unlicensed status during the period preceding and including the date of execution of this Agreement, **PROVIDED**, however, that this paragraph applies only to those transactions previously disclosed to the Office of Securities by RDSC.

August 31, 2004
Date

s/Louis B. DeTemple
Louis B. DeTemple, President
RDSC, LLC

September 2, 2004
Date

s/Christine A. Bruenn
Christine A. Bruenn
Securities Administrator

Reviewed by:

September 2, 2004
Date

s/Bonnie E. Russell
Bonnie E. Russell
Assistant Securities Administrator

Presented by:

September 2, 2004
Date

s/Cathy J. Williams
Cathy J. Williams
Licensing Coordinator