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COMMISSIONERS OFFICE

COMMONWEALTH OF KENTUCKY  
PUBLIC PROTECTION CABINET  
DEPARTMENT OF FINANCIAL INSTITUTIONS  
AGENCY CASE NO. 2017-AH-00087

DEPARTMENT OF FINANCIAL INSTITUTIONS

COMPLAINANT

V.

AGREED ORDER

TRANSFERMATE, INC.  
(SC90824)

RESPONDENT

\*\*\*\*\*

1. The Department of Financial Institutions ("DFI") is responsible for regulating and licensing entities engaged in the business of money transmission in accordance with the provisions set forth in KRS Chapter 286.11 and applicable regulations.

2. TransferMate, Inc. ("Respondent") is a licensed money transmitter authorized to do business in Kentucky, with a principal office at 333 North Michigan Avenue, Suite 2415, Chicago, IL 60601, with Money Transmitter License #SC90824. (ICIE #391213)

3. On March 10, 2017, Respondent inquired about a potential change in control and DFI identified the requirements of KRS 286.11-025.

4. On August 21, 2017, DFI discovered documents in NMLS that appeared to show Respondent had a change in control. DFI contacted Respondent to inquire about the suspected change in control.

5. On November 7, 2017, Respondent submitted its renewal documents to DFI. DFI again inquired about Respondent's suspected change of control. Respondent

acknowledged it had failed to provide proper notification and approval from DFI in accordance with KRS 286.11-025.

6. Respondent's change of control constitutes a violation of KRS 286.11-025, which requires the licensee to do the following:

- a. A licensee shall give the commissioner written notice of a proposed change of control within fifteen (15) days after learning of the proposed change of control and at least thirty (30) days prior to the proposed change of control.
- b. A licensee shall file a written request for approval of the acquisition with the commissioner. A licensee shall also submit, with the notice, a nonrefundable fee of one hundred dollars (\$100).

7. The Respondent did not satisfy either of these requirements prior to the change in control, thereby violating the statute.

8. DFI possesses a range of administrative authority in addressing violations of the Act, including license revocation or denial, the imposition of fines in an amount up to \$5,000 per violation per day and settlement. See KRS 286.11.

9. The DFI and Respondent, in the interest of economically and efficiently resolving this matter, agree as follows:

- a. Respondent agrees to a fine assessment in the amount of two thousand five hundred dollars (\$2,500.00) for the violation(s) described herein;
- b. Respondent agrees to and shall pay the total fine assessed herein of two thousand five hundred dollars (\$2,500.00), which shall be due when Respondent signs and returns the Agreed Order. The payment shall be in the form of a **certified**

check or money order made payable to "Kentucky State Treasurer" and mailed to the Department of Financial Institutions, Attn: Non-Depository Division - ORDER, 1025 Capital Center Drive, Suite 200, Frankfort, Kentucky 40601;

c. Respondent will also submit its change of control notice, request for approval, and change of control fee, no later than the date this Agreed Order is signed and returned to DFI.

d. Upon entry of the Agreed Order the DFI will approve and process the Respondent's change of control and its pending renewal application.

e. Respondent shall devote the time and resources necessary to ensure continual and full compliance with all statutory requirements set forth in KRS Chapter 286.11.

10. Respondent waives its right to demand a hearing at which it would be entitled to legal representation, to confront and cross-examine witnesses, and to present evidence on its own behalf, or to otherwise appeal or set aside this Agreed Order.

11. Respondent consents to and acknowledges the jurisdiction of DFI over this matter and that this Agreed Order is a matter of public record and may be disseminated as such.

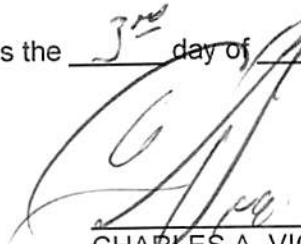
12. In consideration of execution of this Agreed Order, Respondent for itself, and for its successors and assigns, hereby releases and forever discharges the Commonwealth of Kentucky, DFI, Office of Legal Services, and each of their members, agents, and employees in their individual capacities, from any and all manner of actions, causes of action, suits, debts, judgments, executions, claims and demands whatsoever,


known and unknown, in law or equity, that Respondent ever had, now has, may have or claim to have against any or all of the persons or entities named in this paragraph arising out of or by reason of this investigation, this disciplinary action, this settlement or its administration.

13. By signing below, the parties acknowledge they have read the foregoing Agreed Order, know and fully understand its contents, and that they are authorized to enter into and execute this Agreed Order and legally bind their respective parties.

14. This Agreed Order shall constitute the Final Order in this matter.

IT IS SO ORDERED on this the 3<sup>rd</sup> day of February, 2018.

  
\_\_\_\_\_  
CHARLES A. VICE  
COMMISSIONER

  
\_\_\_\_\_  
4, 2018

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**Consented to:**

This 2<sup>nd</sup> day of January, 2018.

This 18<sup>th</sup> day of December, 2018.

Tammy R. Scruggs  
Tammy Scruggs, Director  
Division of Non-Depository Institutions  
Department of Financial Institutions

Janice Taylor  
Authorized Representative  
TransferMate, Inc.

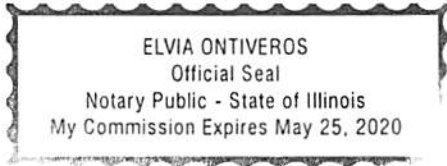
**ACKNOWLEDGEMENT**

STATE OF Illinois )  
 )  
COUNTY OF Cook )

On this the 18 day of December, 2017, before me Janice Taylor, the undersigned, \_\_\_\_\_, did personally appear and acknowledge himself/herself to be the authorized representative of TransferMate, Inc. and that he/she, being authorized to do so, entered into and executed the foregoing instrument for the purposes therein contained.

My Commission Expires: May 25, 2020

Elvia Ontiveros  
Notary Public



**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of this Agreed Order was served by certified mail, return receipt request, on:


TransferMate, Inc.  
Attn: Janice Taylor, North American Compliance Manager  
333 North Michigan Avenue, Suite 2415  
Chicago, IL 60601

AND

By hand-delivery to:

Hon. Gary W. Adkins  
Kentucky Department of Financial Institutions  
1025 Capital Center Drive, Suite 200  
Frankfort, Kentucky 40601

On this 3 day of January, 2018.

  
\_\_\_\_\_  
Allison E. Evans  
Kentucky Department of Financial Institutions  
1025 Capital Center Drive, Suite 200  
Frankfort, Kentucky 40601