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MAY 30 2017  
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COMMISSIONERS OFFICE

COMMONWEALTH OF KENTUCKY  
PUBLIC PROTECTION CABINET  
DEPARTMENT OF FINANCIAL INSTITUTIONS  
AGENCY CASE NO. 2017-AH-00044

DEPARTMENT OF FINANCIAL INSTITUTIONS

COMPLAINANT

V.

AGREED ORDER

UNIRUSH, LLC

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. UniRush, LLC ("Respondent") is a licensed money transmitter authorized to do business in Kentucky, with a principal office at 4701 Creek Road, Suite 200, Cincinnati, Ohio 45242, with Money Transmitter License #SC18353. (ICIE #389294)

3. On February 1, 2017, Respondent notified the DFI that Green Dot Corporation and Respondent had entered into an Equity Purchase Agreement.

4. On February 2, 2017, the DFI informed Respondent that the Equity Purchase Agreement implementation would constitute a change of control that required advance approval by the DFI.

5. On March 21, 2017, Respondent notified the DFI that the change of control had been completed on February 28, 2017.

6. On March 31, 2017, Respondent submitted the change of control fee.

7. This 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).

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

9. 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.

10. 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. Upon entry of the Agreed Order the DFI will approve and process the Respondent's change of control.

d. 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.

11. 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.

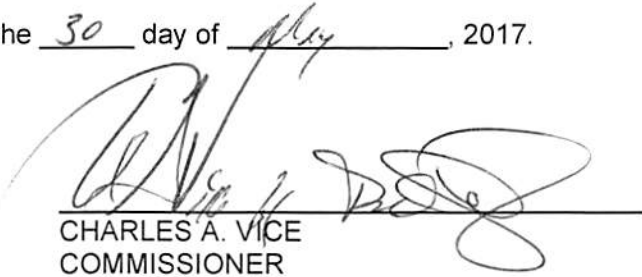
12. Respondent consents to and acknowledges the jurisdiction of DFI over this matter and that this Agreed Order is a matter of public record and may be disseminated as such.

13. 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.

14. 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.

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

IT IS SO ORDERED on this the 30 day of July, 2017.



CHARLES A. VICE  
COMMISSIONER

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**Consented to:**

This 30<sup>th</sup> day of May, 2017.

This 22<sup>nd</sup> day of May, 2017.

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

Henry Thomas  
Authorized Representative  
UniRush, LLC

**ACKNOWLEDGEMENT**

STATE OF Ohio )  
 )  
COUNTY OF Hamilton )

On this the 22<sup>nd</sup> day of May, 2017, before me Thomas Kierner, the undersigned, Henry Thomas, did personally appear and acknowledge himself/herself to be the authorized representative of UniRush, LLC and that he/she, being authorized to do so, entered into and executed the foregoing instrument for the purposes therein contained.

THOMAS BURKE KIERNER, Attorney At Law  
NOTARY PUBLIC - STATE OF OHIO  
My commission has no expiration date  
Sec. 147.03 R.C.

My Commission Expires: \_\_\_\_\_

Thomas B. Kierner  
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:

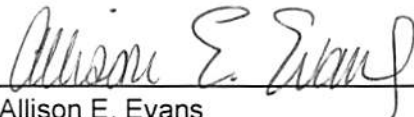
UniRush, LLC  
Attn: Tom Kierner, Assistant Counsel  
4701 Creek Rd, Suite 200  
Cincinnati, Ohio 45242

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 30 day of May, 2017.

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