

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: ROCHELLE a/k/a SHELLIE
G. COHEN

FILE NO. 0400017

CONSENT ORDER OF WITHDRAWAL

TO THE RESPONDENT: Rochelle a/k/a Shellie G. Cohen
(CRD# 2751854)
1305 Lincoln Avenue South
Highland Park, Illinois 60035

c/o The Investment Center, Inc.
1011 Route 22 West
Bridgewater, New Jersey 08807-0915

WHEREAS, Respondent on the 24th day of April 2004 executed a certain Stipulation to Enter Consent Order of Withdrawal (the "Stipulation"), which hereby is incorporated by reference herein.

WHEREAS, by means of the Stipulation, Respondent has admitted to the jurisdiction of the Secretary of State and service of the Notice of Hearing of the Secretary of State, Securities Department, dated February 26, 2004 in this proceeding (the "Notice") and Respondent as contested to the entry of this Consent Order of Withdrawal ("Consent Order").

WHEREAS, by means of the Stipulation, the Respondent acknowledged, while neither admitting nor denying the truth thereof, that the following allegations contained in the Notice of Hearing shall be adopted as the Secretary of State's Findings of Fact:

1. That at all relevant times Respondent was registered with the Secretary of State as a salesperson in the State of Illinois pursuant to Section 8 of the Act.

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2. That on November 11, 2003 NASD entered a Letter Of Acceptance, Waiver And Consent (AWC) submitted by the Respondent regarding File C8A030083 which sanctioned the Respondent as follows:
 - A. suspension from association with any member of NASD in any capacity for three (3) months; and
 - b. fined \$5,000
3. That the AWC found that the Respondent affixed the signature of SV, a member of the public, on a letter dated *April 10, 2003*, which was addressed to Heartland Funds, without SV's knowledge or consent, in violation of NASD Conduct Rule 2110 by the Respondent. The letter instructed the Heartland Funds to change the broker-dealer for SV's mutual fund account to The Investment Center with the Respondent as the registered representative for the account.
4. That Section 8.E(1)(j) of the Act provides, inter alia, that the registration of a salesperson may be revoked if the Secretary of State finds that such salesperson has been suspended by any self-regulatory organization registered under the Federal 1934 Act or the Federal 1974 Act arising from any fraudulent or deceptive act or a practice in violation of any rule, regulation or standard duly promulgated by the self-regulatory organization.
5. That NASD is a self-regulatory organization as specified in Section 8.E(1)(j) of the Act.

WHEREAS, by means of the Stipulation Respondent has acknowledged, without admitting or denying the averments, that the following shall be adopted as the Secretary of State's Conclusion of Law:

That by virtue of the foregoing, the Respondent's registration as a salesperson in the State of Illinois is subject to revocation pursuant to Section 8.E(1)(j) of the Act.

WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that she shall cause to have her registration as a salesperson in the State of Illinois withdrawn within three (3) days from the entry of this Consent Order.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceedings.

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NOW THEREFORE IT SHALL BE AND IS HEREBY ORDERED THAT:

1. Rochelle a/k/a Shellie G. Cohen shall cause to have her registration as a salesperson in the State of Illinois withdrawn within three (3) days from the entry of this Consent Order.
2. The formal hearing scheduled on this matter is hereby dismissed without further proceedings.

DATED: This 28th day of April 2004.



JESSE WHITE
Secretary of State
State of Illinois