**FINANCIAL INDUSTRY REGULATORY AUTHORITY**
**LETTER OF ACCEPTANCE, WAIVER AND CONSENT**
**NO. 2013036281301**

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

RE: Richard F. DiVenuto, Respondent
General Securities Representative
CRD No. 2513921

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I, Richard F. DiVenuto ("Respondent"), 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 entered the securities industry in June 1994 when he became employed with CGM, a FINRA-registered broker-dealer, as a financial advisor. He remained employed with CGM through June 1, 2009. Respondent received his Series 7, 63 and 65 licenses on August 10, 1994, August 16, 1994 and September 15, 1994, respectively.

In June 2009, Respondent became employed as a General Securities Representative by Morgan Stanley Smith Barney LLC (the "Firm"), a FINRA-registered broker-dealer, as part of a transfer of personnel from CGM to the Firm resulting from a joint venture of affiliates of the two companies.

On March 12, 2013, the Firm filed a Form U5 (Uniform Termination Notice for Securities Industry Registration) disclosing that Respondent was discharged from the Firm and his registration was terminated on February 21, 2013 due to "concerns relating to [his] involvement with outside business activities." In addition, the Form U5 disclosed the existence of a complaint from a Firm

customer, MH, alleging "misrepresentation with respect to [an] outside business activity [MY Corp.]. ..."

In April 2013, Respondent became employed as a financial advisor by CCM, then a FINRA-regulated broker-dealer. On April 23, 2015, CCM filed a Form U5 disclosing that Respondent's registration with that firm voluntarily terminated on April 17, 2015.

Respondent is not currently associated with a FINRA member firm, but remains subject to FINRA's jurisdiction pursuant to Article V, Section 4(a) of FINRA's By-Laws.

## RELEVANT DISCIPLINARY HISTORY

Respondent has no prior disciplinary history in the securities industry.

## OVERVIEW

During late 2010 through February 25, 2011, Respondent violated Section 10(b) of the Securities Exchange Act of 1934, Rule 10b-5 promulgated thereunder, and FINRA Rules 2020 and 2010 by willfully making misrepresentations and omissions to an individual in connection with the individual's purchase of stock in exchange for intellectual property rights he owned.

Between at least late 2010 and November 2011, Respondent violated FINRA Rules 3270 and 2010 by engaging in an outside business activity without providing prior written notice thereof to his FINRA-regulated broker-dealer employer. Respondent helped start the business and subsequently acted as one of its principals and senior managers.

During 2011 and 2012, Respondent violated NASD Rule 3040 and FINRA Rule 2010 by participating in the following private securities transactions without providing prior written notice thereof to his FINRA-regulated broker-dealer employer: (1) the sale of over $3.5 million in stock in exchange for the above intellectual rights, and (2) the sale of over $275,000 in common stock by the same business to five individuals.

On March 8, 2011, February 2, 2012, and October 4, 2012, Respondent violated FINRA Rule 2010 by falsely representing in two Firm compliance questionnaires and another Firm compliance-related document that he had not, among other things, participated in an outside business activity or private securities transaction.

In October 2012, Respondent violated FINRA By-Laws, Article V, Section 2(c) and FINRA Rules 1122 and 2010 by willfully failing to amend his Form U-4 (Uniform Application for Securities Industry Registration or Transfer) to disclose

a customer complaint alleging misconduct concerning an investment of approximately $1.1 million in the above business.

Finally, in June and July 2014 and February 2015, Respondent violated FINRA Rule 8210 and 2010 by providing false and misleading information to FINRA staff concerning the aforementioned outside business activity and private securities transactions while under oath during on-the-record testimony.

## FACTS AND VIOLATIVE CONDUCT

In or about August 2010, while he was registered with the Firm, Respondent learned from CC, a physician, that CC had developed a dietary supplement (the "Product"), which was owned and distributed by PW Inc., an entity that CC owned and controlled. Thereafter, Respondent introduced RH to CC. In addition to being a biomedical researcher and entrepreneur, RH was MH's husband and a customer of the Firm whose accounts Respondent serviced.

RH, CC, and Respondent decided to enter into a business relationship. On or before January 1, 2011, they identified a publicly-traded corporation, MP Inc., which at the time had no operations or revenues, and agreed to acquire it from its owners with funds provided by RH, and rename it AT Corp. Further, they intended to cause the company to purchase the intellectual property rights to the Product (the "Product Rights"), and have the company commercialize and market the Product to the public. Neither MP Inc. nor AT Corp. were Firm-approved or sponsored investments.

Respondent acted as de facto founder of what would soon be called AT Corp., and had a central role in connection with its pre-launch activities. From late 2010 through at least February 25, 2011 and as detailed below, Respondent falsely advised CC in connection with CC's sale of the Product Rights that Respondent had (and would have) no role or ownership interest in AT Corp., that he would not personally benefit from the sale, and that upon the sale's closing, CC would be AT Corp.'s second largest shareholder.

Based on Respondent's advice and misrepresentations, on February 25, 2011, PW Inc. sold the Product Rights to a subsidiary of MP Inc. for approximately $4,700,000 consisting of $450,000 in cash, a $700,000 promissory note and approximately 7.02 million shares of AT Corp. stock notionally valued at over $3,500,000 (the "PW Inc. Shares"). Respondent, with RH and others, negotiated, structured and facilitated the sale. (The sale is referred to herein as "the Products Rights Sale.")

On February 25, 2011, MP Inc.'s Chief Executive Officer, GM, resigned her position and sold 28 million shares of common stock in the company to various individuals and entities for nominal consideration. Over eight million of such shares were sold by GM to an entity affiliated with RH. At such time, MP Inc.

changed its name to AT Corp. and pursuant to the terms of the Product Rights Sale, AT Corp. issued the PW Inc. Shares to that entity.

However, unlike the other individuals involved in AT Corp., Respondent was unable to acquire a direct ownership of the company's stock, because in January 2011, the Firm had denied Respondent's request to acquire a large block of the stock.

GM also sold 7.75 million of the 28 million AT Corp. shares (approximately 12.7% of the total shares then outstanding) to UPSN LLC, an entity wholly owned and controlled by Respondent's wife, for the nominal consideration of ten dollars. As a result of UPSN LLC's share purchase, Respondent became the undisclosed beneficial owner of the shares. (Such shares are hereinafter referred to as the "RD Shares.")

Other than owning and controlling UPSN LLC, which held the RD Shares, Respondent's wife had no relationship with AT Corp. In fact, Respondent and RH arranged the sale of the RD Shares to UPSN LLC rather than to Respondent in order to circumvent the Firm's instruction to Respondent not to purchase the shares, and to conceal from the Firm that the shares were compensation paid to him for services that he rendered to AT Corp.

After February 25, 2011 and at least until November 2011, Respondent continued to act as a principal and senior manager of AT Corp., playing an instrumental role in its marketing and operations.

Further, in or about May 2011, and February and July of 2012, AT Corp. conducted private offerings of common stock (the "May 2011, February 2012 and July 2012 Offerings," respectively).

During early 2012, despite previously having been denied authorization by the Firm to purchase AT Corp. stock, Respondent, in violation of the Firm's procedures, purchased 237,000 shares of such stock. On February 2, 2012, Respondent submitted another application to the Firm, seeking post-purchase approval for this investment (the "Share Purchase Request"). After the Firm initially rejected this application, Respondent was subsequently informed by a member of the Firm's staff that the purchase had been approved.

In April 2014, AT Corp. changed its name to MY Corp. (AT Corp. is hereinafter referred to as "MY Corp.")

Securities Fraud

Section 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") and Rule 10b-5 promulgated thereunder makes it unlawful to directly, or indirectly, knowingly or recklessly, by use of the means or instrumentalities of interstate commerce, or of the mails, or of a facility of a national securities exchange: (a) employ devices, schemes, or artifices to defraud; (b) make untrue statements of a material fact or omit to state a material fact, necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; or (c) engage in acts, transactions, practices or courses of business which operate or would operate as a fraud or deceit upon persons, in connection with the purchase or sale of securities.

FINRA Rule 2020 provides that no member shall effect any transaction in, or induce the purchase or sale of, any security by means of any manipulative, deceptive or other fraudulent device or contrivance.

FINRA Rule 2010 requires that a member, in the conduct of its business, observe high standards of commercial honor and just and equitable principles of trade.

Violations of Exchange Act Section 10(b), Rule 10b-5 and FINRA Rule 2020 constitute violations of FINRA Rule 2010.

During late 2010 through at least February 25, 2011, in connection with the anticipated sale of the Product Rights, Respondent represented to CC that: (1) Respondent had no managerial role or ownership interest in MY Corp., and he would not personally benefit from the sale, and (2) upon the sale's closing, CC would be MY Corp.'s second largest shareholder.

Respondent's representations to CC were not true. Respondent acted as a principal and senior manager of MY Corp., and he had a central role in connection with its pre-launch activities. For example, prior to the Product Rights Sale, Respondent was involved in the selection of the products that MY Corp. would market and the preparation of its product literature. Respondent lent money to JB, a close friend who would become MY Corp.'s Chief Executive Officer, for expenses related to a company business trip that JB took before the company was capitalized.

Respondent also solicited assistance for JB when he had difficulty opening MY Corp.'s corporate bank accounts, was asked by JB for MY Corp.'s mailing address so that JB could have the company's stationery and business cards printed, was involved in the finalization of MY Corp.'s financial projections and was asked by JB who should execute the company's insurance contracts.

Contrary to Respondent's representation to CC, through the purchase of the RD shares by UPSN LLC, an entity wholly owned and controlled by Respondent's

wife, Respondent became MY Corp's second largest shareholder upon the closing of the Product Rights Sale. These shares were purchased by UPSN LLC for the nominal consideration of $10. At the time, other than by purchasing the shares through UPSN LLC, Respondent's wife had no relationship with MY Corp., and the shares were, in fact, compensation paid to Respondent for services that he rendered to MY Corp.

Accordingly, due to Respondent's status as a de facto founder, principal and senior manager of MY Corp. prior to the Products Rights Sale, he personally benefited from the sale.

Further, at or about the closing of the Product Rights Sale, UPSN LLC, and not CC, became MY Corp.'s second largest shareholder. At such time, due to UPSN LLC's purchase of the RD Shares, UPSN LLC and CC were MY Corp.'s second and third largest shareholders, respectively. MY Corp.'s first largest shareholder at that time was the above entity affiliated with RH.

At the time he made the false statements to CC, Respondent knew, or was reckless in not knowing, that they were false. Further, CC relied on the false statements in connection with his determination to cause PW Inc. to accept, among other things, MY Corp. shares as compensation for his sale of the Product Rights.

By virtue of this conduct, Respondent willfully violated Section 10(b) of the Securities Exchange Act, Rule 10b-5 promulgated thereunder, and FINRA Rules 2020 and 2010.

Outside Business Activity

FINRA Rule 3270 provides in relevant part:

> No registered person may be an employee, independent contractor, sole proprietor, officer, director or partner of another person, or be compensated, or have the reasonable expectation of compensation, from any other person as a result of any business activity outside the scope of the relationship with his or her member firm, unless he or she has provided prior written notice to the member, in such form as specified by the member.

A violation of FINRA Rule 3270 is also a violation of FINRA Rule 2010.

During at least January through November 2011, Respondent engaged in a business activity, MY Corp., which was outside the scope of his relationship with the Firm. MY Corp. is incorporated in the state of Nevada and maintains its principal offices in New Jersey.

Prior to the Product Rights Sale, Respondent acted as a principal and senior manager of MY Corp., and he had a central role in connection with its pre-launch activities. Among other things, he helped set up the company's bank accounts; loaned it working capital; reviewed its corporate organizational documents and third party contracts; identified and communicated with its potential spokespersons; developed its marketing strategies; provided business advice to JB; and responded to questions from other company principals and third parties concerning the company.

Subsequent to the Product Rights Sale, until at least until mid-November 2011, Respondent continued to play a key role in MY Corp.'s marketing and operations. During such time, Respondent surveyed office space for MY Corp.; recruited potential company spokespersons and board members; distributed promotional materials; formulated marketing strategies and solicited Product endorsements with respect to the Product; reviewed MY Corp. financial statements, bank statements, promissory notes, employment agreements, and other contracts; and commented on filings made by the company with the Securities and Exchange Commission ("SEC").

By engaging in the foregoing activities on behalf of MY Corp., both prior and subsequent to the Product Rights Sale on February 25, 2011, Respondent acted as the company's employee, officer, director or partner.

Moreover, through UPSN LLC, an entity owned and controlled by Respondent's wife, Respondent received the RD Shares as compensation from MY Corp. for the services that he provided to that company.

Respondent did not provide prior written notice of the above outside business activity to the Firm, as required by FINRA Rule 3270.

By virtue of this conduct, Respondent violated FINRA Rules 3270 and 2010.

Private Securities Transactions

NASD Rule 3040(b) provides that "[p]rior to participating in any private securities transaction, an associated person shall provide written notice to the member with which he is associated describing in detail the proposed transaction and the person's proposed role therein and stating whether he has received or may receive selling compensation in connection with the transaction..."

A private securities transaction includes any securities transaction outside the regular course or scope of an associated person's employment with a member, including, though not limited to, new offerings of securities which are not registered with the SEC.

A violation of NASD Rule 3040 is also a violation of FINRA Rule 2010.

While registered with the Firm, Respondent participated in: (1) the sale of, among other things, the PW Inc. Shares for the Product Rights, and (2) the May 2011 and July 2012 Offerings of MY Corp. common stock. These transactions were outside the regular course and scope of Respondent's employment with the Firm. In addition, both the PW Inc. Shares and the stock issued in connection with these offerings were securities.

During 2010 and 2011, Respondent, with others including RH, participated in the February 25, 2011 Product Rights Sale, which involved the sale of over $3,500,000 in MY Corp. stock to PW Inc. Among other things, Respondent, both by telephone and in person, negotiated with CC with respect to the sale and helped structure its terms.

Respondent also recommended and solicited the purchase of MY Corp. stock to Firm employees (who were also customers of the Firm) and others in connection with the May 2011 and July 2012 Offerings. Respondent informed prospective investors about the offerings and helped arrange their investments, including by acting as an intermediary between the investors and MY Corp.

With respect to the July 2012 Offering, for example, investors CG, GF, HM, and NG (who were registered with the Firm) and MS purchased a total of $275,000 in MY Corp. stock in following amounts and share volumes: (1) CG, $25,000/100,000 shares; (2) GF, $25,000/100,000 shares; (3) HM, $100,000/400,000 shares; (4) NG, $100,000/400,000 shares; and (5) MS, $25,000/100,000 shares.

Respondent solicited CG, NG and HM to invest in the July 2012 Offering of MY Corp. shares, and he helped arrange the investments of each of these individuals by e-mailing them wire instructions and/or providing them with MY Corp. investment-related information and documents, including shareholder questionnaires and information about payment due dates.

In total, Respondent participated in private securities transactions exceeding $3,775,000.

Prior to participating in the above private securities transactions, Respondent neither provided written notice to the Firm about them, nor did he seek or obtain the Firm's permission to participate in them.

By virtue of this conduct, Respondent violated NASD Rule 3040 and FINRA Rule 2010.

Misstatements to a FINRA-Registered Firm

Providing misleading or false answers to a FINRA regulated broker-dealer on compliance questionnaires or other internal Firm documents violates FINRA Rule 2010.

On March 8, 2011 and October 3, 2012, Respondent completed Firm compliance questionnaires that asked, among other things, whether he: (1) had participated in any outside business interests requiring disclosure; (2) had any family members or customers who were directors, officers, or 10% shareholders in a publicly traded corporation; and (3) participated in or directed a customer to participate in an outside private securities transaction within the last 12 months.

On each questionnaire, Respondent falsely checked the box marked "no" in response to these questions. In fact, (i) Respondent participated in an outside business activity, MY Corp.; (ii) Respondent's wife owned more than ten percent of the company, whose stock was publicly traded; and (iii) Respondent participated in the May 2011 and July 2012 Offerings, the latter involving investors GF, CG, NG, and HM, each of whom was a customer of, the Firm.

Additionally, on February 2, 2012, Respondent signed and submitted the Share Purchase Request to the Firm, seeking authorization to purchase $60,000 worth of MY Corp. shares. Respondent checked a box on this form representing that his participation in connection with the investment was "exclusively as a passive investor." Respondent also represented in the form that he was not "join[ing] with clients nor participat[ing] in an investment where the entity, or affiliate, or its principals maintain a current relationship with [him]."

The above representations made by Respondent in the Share Purchase Request were false. Respondent was not a passive investor in MY Corp., but was effectively one its founders, principals, and senior managers, and he was active in the company's launch, operation and fundraising efforts. Further, Respondent "joined" with clients and participated in an investment where he maintained a relationship with the investing entity or its principals because he invested in MY Corp., and RH and MH, who were also investors in that company, were Firm customers whose accounts Respondent serviced.

By virtue of this conduct, Respondent violated FINRA Rule 2010.

Providing False and Misleading Information to FINRA

FINRA Rule 8210 prohibits a person subject to FINRA's jurisdiction from providing false or misleading information to FINRA in connection with an examination or investigation. A violation of FINRA Rule 8210 violates FINRA Rule 2010.

Respondent testified under oath before FINRA staff on June 24, 2014, July 8, 2014 and February 4, 2015. On one or more of these dates, Respondent testified under oath that: (a) CG and NG invested in MY through direct interactions with MY Corp. or its legal counsel, rather than using him as an intermediary; (b) Respondent was unaware that GF, CG, NG and HM made their investments until after they had done so; (c) Respondent did not provide these individuals with MY Corp. investment materials; and (d) Respondent's father was his only family member who purchased MY Corp.'s shares in the public market. Each of these statements were false.

First, Respondent acted as a liaison between CG and NG, on the one hand, and MY Corp. or its legal counsel, on the other hand, in multiple instances regarding their purchases of MY Corp. stock. Second, due to his interactions with them at the time of the purchases, Respondent knew that GF, CG, NG and HM purchased MY Corp. stock at or about the time of their purchases. Third, during 2011 and 2012, Respondent provided multiple individuals with investment materials concerning MY Corp. Finally, Respondent's father was not the only person in Respondent's family who purchased MY Corp.'s shares in the public market. During September and October 2011 and February 2012, Respondent's wife purchased such shares in two of her Firm accounts.

By virtue of this conduct, Respondent violated FINRA Rules 8210 and 2010.

Willful Failure to Disclose Customer Complaint on Form U4

Article V, Section 2(c) of FINRA's By-Laws provides that every application for registration filed with FINRA shall be kept current at all times by supplementary amendments, which must be filed within thirty days after learning of the facts or circumstances giving rise to the amendment.

FINRA Rule 1122 provides that no member or person associated with a member shall file with FINRA information with respect to membership or registration which is incomplete or inaccurate so as to be misleading, or which could in any way tend to mislead, or fail to correct such filing after notice thereof.

A violation of Article V, Section 2(c) of the FINRA By-Laws and FINRA Rule 1122 constitutes a violation of FINRA Rule 2010.

Disclosure question 14I(3) of Form U4 asks:

> Within the past [25] months, have you been the subject of an investment-related, consumer-initiated, written complaint, not otherwise reported under question 14I(2) above, which. . . alleged that you were involved . . . sales practice violations and contained a claim for compensatory damages of $5,000 or more. . . ?

On or about September 4, 17, and 20, 2012, and February 3, 2013, Firm customer MH e-mailed Respondent asserting an investment-related, consumer-initiated, written complaint not otherwise reported under question 14I(2) on Form U4. The complaint alleged sales practice violations, including that Respondent misrepresented that her investment in MY Corp., made from accounts she held with her husband, RH, was "risk-free." MH's complaint also contained a claim for compensatory damages of $5,000 or more and sought the return of over $1.1 million that she and her husband invested.

Respondent was required, within 30 days of his receipt of MH's complaint on September 4, 2012, to amend his Form U4 to answer "yes" to Question 14I(3) above. However, such amendment was not made until April 8, 2013, more than 30 days after Respondent first received the complaint and after the disclosure had been made by the Firm on his Form U5.

By virtue of this conduct, Respondent willfully violated Article V, Section 2(c) of FINRA's By-Laws, and FINRA Rules 1122 and 2010.

B. I also consent to the imposition of the following sanctions:

A bar in all capacities from any FINRA member.

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).

I understand that this settlement includes a finding that I willfully violated Section 10(b) of the Securities Exchange Act and Rule 10b-5 promulgated thereunder, and that under Article III, Section 4 of FINRA's By-Laws, this makes me subject to a statutory disqualification with respect to association with a member.

I understand that this settlement includes a finding that I willfully omitted to state a material fact on a Form U4, and that under Section 3(a)(39)(F) of the Securities Exchange Act of 1934 and Article III, Section 4 of FINRA's By-Laws, this omission makes me subject to a statutory disqualification with respect to association with a member.

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.

## III.

## 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 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 to submit it.

3/21/16
Date: 03/21/2016)

Richard F. DiVenuto

Reviewed by:

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**Accepted by FINRA:**

4/13/16
**Date**

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

**Richard Chin**
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