BEFORE THE
STATE OF WISCONSIN
DEPARTMENT OF FINANCIAL INSTITUTIONS
DIVISION OF SECURITIES

In the Matter of
NEIL S. MODERSON,
Respondent.

WAIVER AND CONSENT
TO ORDER

File No. S-05155 (EX)

The undersigned Respondent, neither admits or denies the allegations contained in the
staff's Petition; having decided to not contest this matter or issuance of the attached
Order, hereby waives his right to a hearing with respect to this matter and hereby
consents to the issuance of the Order;

The undersigned Respondent understands that the Order is effective when signed by
the Administrator of the Division of Securities and that a subsequent willful violation in
the future of this Order signed by the Administrator, could be punishable as a criminal
offense.

Dated this 7th day of October, 2005.

Neil S. Moderson
D.O.B. 9-25-1950

Subscribed and sworn to before me
this 7th day of October, 2005.

Notary Public, State of Wisconsin
My Commission is permanent.

PREPARED BY:
KAY & KAY LAW FIRM
675 N. BROOKFIELD RD.
BROOKFIELD, WI 53045
262-784-7110