

8. DFG has represented to the Office that it was not Respondents' intention to violate the licensing provisions and that the firm only recently became aware of the violations when the Office, during its examination of DFG, brought the matter to its attention.
9. All parties desire an expeditious resolution of this matter.

NOW, THEREFORE, without trial or adjudication of any issue of fact or law, and without Respondents admitting or denying that their conduct violated the Revised Maine Securities Act or the Maine Uniform Securities Act, it is agreed that:

1. Respondents will comply with all licensing and other legal requirements governing persons acting as investment advisers and investment adviser representatives in the State of Maine at all times from the date hereof;
2. In lieu of the Office seeking the imposition of a penalty for the allegations contained herein, DFG will pay the sum of \$3,000 to the Office upon the Respondents' execution of this Agreement, via a check made payable to "Treasurer, State of Maine"; and
3. The Office will not take further action against the Respondents based solely upon the unlicensed status of the Poulin and Hartley during the period preceding and including the date of execution of this agreement, **PROVIDED**, however, that this paragraph applies only to the unlicensed activity previously disclosed to the Office by DFG.

Downeast Financial Group

BY:

May 3, 2006
Date

s/Michael J. Poulin
Michael J. Poulin
President / Treasurer

May 3, 2006
Date

s/Lena-Jo Hartley
Lena-Jo Hartley

May 4, 2006
Date

s/Michael J. Colleran
Michael J. Colleran
Securities Administrator

Reviewed by:

May 4, 2006
Date

s/Michael W. Atleson
Michael W. Atleson
Staff Attorney

Presented by:

May 4, 2006
Date

s/Jacqueline M. Drouin
Jacqueline M. Drouin
Investigator / Examiner