

BEFORE THE SECURITIES COMMISSIONER  
OF THE STATE OF DELAWARE

IN THE MATTER OF: )

KARL FRANCIS BIRKENFELD )

Respondent )

Case No. L91-09-03 )

CONSENT ORDER

WHEREAS, Karl Francis Birkenfeld ("Birkenfeld") was suspended as an agent in the State of Connecticut in 1989 for 30 days and was similarly restricted by the State of Florida in 1991 for 90 days; and

WHEREAS, Birkenfeld is currently employed as a broker-dealer agent by Shearson Lehman Brothers, Inc. ("Shearson"), 14 Wall Street, 9th Floor, New York, NY 10005;

IT IS HEREBY ORDERED that the following restrictions are imposed on Birkenfeld as a condition to his being registered as a broker-dealer agent of Shearson in the State of Delaware:

1. He will not assume or exercise discretionary authority in the handling of any account of any Delaware resident.
2. He will not act in any principal, supervisory, or managerial capacity while employed by Shearson.
3. He will report to the Delaware Securities Commissioner in writing (within twenty business days after receiving any notice of allegations) whenever he is the subject of any oral or written allegation of wrongdoing, whether brought by a client, his employer, or any other person or agency.
4. Birkenfeld and Shearson agree to comply with and abide by all conditions imposed in this Agreement; all state and federal securities law; and all rules lawfully promulgated thereunder. Birkenfeld and Shearson further agree that as long as these conditions remain in effect Birkenfeld will not transfer this registration from Shearson Lehman Brothers, Inc.

to another broker-dealer, pursuant to any mass transfer, without explicit prior approval of the Delaware Division of Securities.

DATE: 12/3/91

Richard W. Hubbard  
Richard W. Hubbard  
Securities Commissioner

CONSENTED TO:

Karl Francis Birkenfeld  
Karl Francis Birkenfeld

10/4/91  
Date

ACCEPTED BY:  
Shearson Lehman Brothers, Inc.

By: [Signature]  
First VP Res Mgr  
Title

10-4-91  
Date

SWORN TO and SUBSCRIBED before me this 4 day of Oct, 1991.

Notary Public [Signature]  
WILLIAM WONG  
Notary Public, State of New York  
No. 24-4981023  
Qualified in Kings County  
Commission Expires Jan. 8, 1994