

STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
FIRST NATIONAL CENTER, SUITE 860
120 NORTH ROBINSON
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

Blake A. Burkhart CRD #5017154

ODS File No. 12-059

AGREEMENT

THIS AGREEMENT is entered into by and between Blake A. Burkhart (Burkhart) and the Administrator (Administrator) of the Oklahoma Department of Securities (Department) as of the Effective Date set forth below. Burkhart is not currently registered in any capacity under the Act.

Pursuant to Section 1-602 of the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (2011), the Department conducted an investigation into the activities of Burkhart to determine whether violations of the Act and/or the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities (Rules) may have occurred.

The Department's investigation revealed that in August of 2011, the money market accounts of several clients of Burkhart at Northwestern Mutual Investment Services (Firm) were liquidated. Burkhart marked the sale tickets as unsolicited and noted that the "client called and wanted to move out of the fund." However, Burkhart later admitted to the firm that he had recommended the liquidations due to the S&P downgrade in early August of 2011.

Burkhart has not been registered under the Act since August of 2011 and desires to settle this matter expeditiously without the adjudication of any issue of law or fact and in a manner consistent with the purposes fairly intended by the policies and provisions of the Act.

The undersigned parties hereto agree as follows:

1. **Jurisdiction.** The Administrator has jurisdiction over Burkhart and the subject matter of this action.
2. **Consideration.** In consideration for this Agreement, the Administrator will not take action against Burkhart in connection with the allegations stated above.
3. **Restriction.** Burkhart agrees not to transact business in this state as a broker-dealer, agent, investment adviser, and/or investment adviser representative, as

those terms are defined in Section 1-102 of the Act. This Agreement does not apply to purchases or sales of securities by Burkhart made solely for his personal investment.

4. **Failure to Comply.** Should Burkhart fail to comply with the terms of this Agreement in any material respect or if Burkhart has made any false or misleading statements to the Department in connection with this matter, the Department may initiate an action against Burkhart as authorized by the Act.

5. **No Coercion.** Burkhart enters into this Agreement voluntarily and without any duress, undue influence or coercion by the Administrator, any employee of the Department, or any member of the Oklahoma Securities Commission.

6. **Limitation on Agreement.** Nothing in this Agreement shall prohibit the Administrator from furnishing information to any other properly constituted agency or authority. In the event any other agency or authority commences an action in connection with information obtained by the Administrator against Burkhart, the Administrator may assist in such action as authorized by law.

7. **Entire Agreement.** This writing constitutes the entire agreement of the parties with respect to the subject matter hereof and supersedes any and all prior contemporaneous agreements representations and understandings of the parties. No supplement, modification or amendment to this Agreement shall be binding unless executed in writing by each of the parties hereto.

8. **Effective Date.** This Agreement shall be in effect as of the date on which it is signed by the Administrator as set forth below his signature hereto.

9. **Applicability.** This Agreement applies only to the alleged activities of Burkhart as set forth above, and to no others.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date and year set forth beside their signatures hereto.

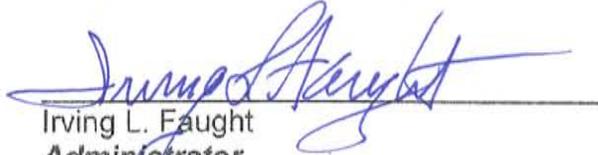
BLAKE A. BURKHART



Blake A. Burkhart

Date _____ 9-26-2012

OKLAHOMA DEPARTMENT OF SECURITIES


Irving L. Faught
Administrator

Date September 27, 2012