### **CHECKLIST SECTIONS**

- General Information
- License Fees
- Requirements Completed in NMLS
- Requirements/Documents Uploaded in NMLS
- Requirements Submitted Outside of NMLS

### **GENERAL INFORMATION**

## Who Is Required to Have This License?

Pursuant to LSA-R.S. 6:1384, "a person shall not engage in virtual currency business activity, or hold itself out as being able to engage in virtual currency business activity, with or on behalf of a resident unless the person is one of the following:

- (1) Licensed in this state by the department pursuant to R.S. 6:1385.
- (2) Registered with the department and operating pursuant to R.S. 6:1390.
- (3) Exempt from licensure or registration pursuant to R.S. 6:1383."

LSA-R.S. 6:1383 (22) defines, "Virtual currency business activity" as any of the following:

- (a) Exchanging, transferring, or storing virtual currency or engaging in virtual currency administration, whether directly or through an agreement with a virtual currency control services vendor.
- (b) Holding electronic precious metals or electronic certificates representing interests in precious metals on behalf of another person or issuing shares or electronic certificates representing interests in precious metals.
- (c) Exchanging one or more digital representations of value used within one or more online games, game platforms, or family of games for either of the following:
- (i) Virtual currency offered by or on behalf of the same publisher from which the original digital representation of value was received.
- (ii) Legal tender or bank credit outside the online game, game platform, or family of games offered by or on behalf of the same publisher from which the original digital representation of value was received.

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#### **Activities Authorized Under This License**

This license authorizes the following activities...

Virtual Currency Exchanging and Trading Services

Louisiana Office of Financial Institutions does issue paper licenses for this license type.

## **Document Uploads Guidance**

Documents that must be uploaded to the *Document Uploads* section of the Company Form (MU1) in NMLS are indicated in the checklist below. When uploading documents:

- Follow the guidance in <u>Document Upload Descriptions and Examples</u>.
- Only upload documents relevant to the company application.
- Only upload documents where there is a selectable document category. If inappropriate documents
  are uploaded that should not be, you will be contacted by your regulator and asked to remove them
  from NMLS.
- Do not upload the same company documents multiple times. Generally, unless the document is state-specific, if the document has already been uploaded for another state, a new upload is not required unless changes have been made.
- If a document previously uploaded has been revised, delete the old document and replace it with the new document (history of the old document will remain in NMLS).
- For state-specific documents (e.g., Surety Bonds), be sure to indicate the applicable state.

# **Helpful Resources**

- Company Form (MU1) Filing Instructions
- Document Upload Descriptions and Examples
- Financial Statements Quick Guide
- Payment Options Quick Guide
- License Status Definitions Quick Guide

# **Agency Contact Information**

Contact Louisiana Office of Financial Institutions –Licensing Section's licensing staff by phone at <u>(225) 925-4660</u> or send your questions via email to <u>NMLS@ofi.la.gov</u> for additional assistance.

For U.S. Postal Service and Overnight Delivery:

Louisiana Office of Financial Institutions Licensing Section 8660 United Plaza Blvd, 2<sup>nd</sup> Floor Baton Rouge, LA 70809

THE APPLICANT/LICENSEE IS FULLY RESPONSIBLE FOR ALL OF THE REQUIREMENTS OF THE LICENSE FOR WHICH THEY ARE APPLYING. THE AGENCY SPECIFIC REQUIREMENTS CONTAINED HEREIN ARE FOR GUIDANCE ONLY TO FACILITATE APPLICATION THROUGH NMLS. SHOULD YOU HAVE QUESTIONS, PLEASE CONSULT LEGAL COUNSEL.

LICENSE FEES - Fees collected through NMLS are NOT REFUNDABLE OR TRANSFERABLE.		
Complete	LA Virtual Currency Business Activity License	Submitted via

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	LA License/Registration Fee: \$5,000  NMLS Initial Processing Fee:	NMLS (Filing submission)
	FBI Criminal Background Check for MU2 Individual: \$36.25 per person.	NMLS (Filing submission)
REQUIREM	ENTS COMPLETED IN NMLS	
Complete	LA Virtual Currency Business Activity License	Submitted via
	<b>Submission of Company Form (MU1):</b> Complete and submit the Company Form (MU1) in NMLS. This form serves as the application for the license/registration through NMLS.	NMLS
	Financial Statements:  Non-Publically Traded Applicants: Upload an financial statement prepared by a Certified Public Accountant and Signed by an executive officer in accordance with Generally Accepted Accounting Principles within the most recent fiscal year end. Financial statements should include a balance sheet, income statement, and statement of cash flows and all relevant notes thereto.  Publically Traded Applicants: Upload an audited financial statement prepared by a Certified Public Accountant and Signed by an executive officer in accordance with Generally Accepted Accounting Principles within the most recent fiscal year end. Financial statements should include a balance sheet, income statement, and statement of cash flows and all relevant notes thereto.  The financial statement must illustrate a company's tangible net worth of the greater of \$100,000 or 3% of total assets.  Note: Financial statements are uploaded separately under the Filing tab and Financial Statement submenu link. See the Financial Statements Quick Guide for instructions.	NMLS
	Other Trade Name: If operating under a name that is different from the applicant's legal name, that name ("Trade Name", "Assumed Name" or "DBA") must be listed under the <i>Other Trade Names</i> section of the Company Form (MU1). Louisiana does not limit the number of other trade names.  This document should be named <i>Virtual Currency Business Activity Trade Name – Assumed Name</i> .	NMLS

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Resident/Registered Agent: The Resident/Registered Agent must be listed under the Resident/Registered Agent section of the Company Form (MU1) and must match the information currently on record with Louisiana Secretary of State.	NMLS
Primary Contact Employees: The following individuals must be entered into the Contact Employees section of the Company Form (MU1).  1. Primary Company Contact.  2. Primary Consumer Complaint Contact.	NMLS
Non-Primary Contact Employees: OFI requires that an individual(s) be identified as a Non-Primary Contact for the following areas. These contacts must be listed in the Contact Employees section of the Company Form (MU1).  1. Exam Billing 2. Licensing 3. Consumer Complaint (Public) 4. Exam Delivery 5. Litigation 6. Consumer Complaint (Regulator) 7. Legal 8. Pre-Exam Contact	NMLS
<b>Approvals and Designation:</b> Enter the company's FinCEN Registration Confirmation Number and Filing Date in the Approvals and Designation section of the Company Form (MU1).	NMLS
Bank Account: The following bank account information must be completed for in the Bank Account section of the Company Form (MU1).  The name and United States Postal Service address of each bank in which the applicant plans to deposit funds obtained by its virtual currency business activity.	NMLS
<b>Disclosure Questions:</b> Provide a complete and detailed explanation and document upload for each "Yes" response to Disclosure Questions made by the company or related control persons (MU2).  See the Company Disclosure Explanations Quick Guide for instructions.	Upload in NMLS in the Disclosure Explanations section of the Company Form (MU1) or Individual Form (MU2).
Control Person (MU2) Attestation: Complete the Individual Form (MU2) in NMLS. This form must be attested to by the applicable control person before it is able to be submitted along with the Company Form (MU1).	NMLS

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	MU2 Individual FBI Criminal Background Check Requirements: The following Individuals, as specified below, on the Company Form (MU1) are required to authorize a FBI criminal background check (CBC) through NMLS.	NMLS
	Direct Owners	
	<ul> <li>Direct owners with 25% or more in ownership are required to authorize a FBI CBC through NMLS.</li> </ul>	
	Executive Officers	
	<ul> <li>All executive officers are required to authorize a FBI CBC through the NMLS.</li> </ul>	
	Indirect Owners	
	<ul> <li>Indirect owners with 25% or more ownership are required to authorize a FBI CBC through the NMLS.</li> </ul>	
	After authorizing a FBI criminal background check through the submission of the Company Form (MU1) and Individual Form (MU2), you must schedule an appointment to be fingerprinted if new prints are required.	
	See the <u>Criminal Background Check section</u> of the NMLS Resource Center for more information.	
	<b>Note:</b> If you are able to 'Use Existing Prints' to process the FBI criminal background check, you DO NOT have to schedule an appointment. NMLS will automatically submit the fingerprints on file.	
	<b>Electronic Surety Bond:</b> Electronic Surety Bond via NMLS in the amount of \$100,000, furnished and submitted by a surety company authorized to conduct business in Louisiana.	Electronic Surety Bond in NMLS
	See the <u>ESB Adoption Table</u> and the <u>ESB for NMLS Licensees page</u> of the NMLS Recourse Center for more information.	
	<b>Note</b> : Surety bonds submitted via the <i>Document Uploads</i> section will not satisfy this requirement.	

REQUIREMENTS/DOCUMENTS UPLOADED IN NMLS			
Complete	LA Virtual Currency Business Activity License	Submitted via	
	AML/BSA Policy: Upload the most recent version of Anti-Money Laundering (AML) / Bank Secrecy Act (BSA) Policy and the most recent Independent Review of the AML/BSA Program.	Upload in NMLS: under the Document Type  AML/BSA Policy in the Document Uploads section of the Company Form (MU1).	

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Business Plan: Upload a business plan outlining the following information:  Marketing strategies  Products  Target markets  Fee schedule  Operating structure the applicant intends to employ.  This document should be named [Company Legal Name] Business Plan.  Note: If the existing uploaded business plan already includes the above information, an additional document does not need to be uploaded. A company should only upload a single business plan. If state-specific material is required, this information should be added to the existing uploaded business plan.	Upload in NMLS: under the Document Type Business Plan in the Document Uploads section of the Company Form (MU1)
Certificate of Authority/Good Standing Certificate: Upload a State-issued and approved document (typically by the Secretary of State's office), that demonstrates authorization to do business in Louisiana.  This document should be named Louisiana Certificate of Authority OR Louisiana Certificate of Good Standing.	Upload in NMLS: under the Document Type Certificate of Authority/Good Standing Certificate in the Document Uploads section of the Company Form (MU1).
Document Samples: Upload copies of the following sample documents used in the regular course of business in connection with this license:  • Customer disclosures and agreements  This document should be named Customer Disclosures.	Upload in NMLS: under the Document Type  Document Samples in the Document Uploads section of the Company Form (MU1).
Flow of Funds Structure: Submit a description of each type of transaction or service to be conducted. For each type, describe each step starting with the first encounter with the consumer and ending at the completion of the transaction when money is received by the beneficiary.  This document should be named Flow of Funds Structure.  Note: If submitting multiple types of transactions or services to be conducted, combine in single document for upload.	Upload in NMLS: under the Document Type Flow of Funds Structure in the Document Uploads section of the Company Form (MU1).

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Formation Documents: Determine classification of applicant's legal status and **Upload in NMLS:** under submit a State certified copy of the requested applicable documentation the Document Type detailed below. Original formation documents and all subsequent Formation Document in amendments, thereto including a list of any name changes. the *Document Uploads* section of the Company **Sole Proprietor** Form (MU1). Occupational License **Unincorporated Association:** This document should By-Laws or constitution (including all amendments). be named Formation **General Partnership:** Documentation [Date of Partnership Agreement (including all amendments). Creation (MM-DD-**Limited Liability Partnership:** *YYYY)].* Certificate of Limited Liability Partnership; and Partnership Agreement (including all amendments). **Limited Partnership:** Certificate of Limited Partnership; and Partnership Agreement (including all amendments). **Limited Liability Limited Partnership:** Certificate of Limited Liability Limited Partnership; and Partnership Agreement (including all amendments). Limited Liability Company ("LLC"): Articles of Organization (including all amendments); Operating Agreement (including all amendments); IRS Form 2553 or IRS Form 8832 if S-corp treatment elected; and LLC resolution if authority not in operating agreement. **Corporation:** Articles of Incorporation (including all amendments); By-laws (including all amendments), if applicable; Shareholder Agreement (including all amendments), if applicable; IRS Form 2553 if S-corp treatment elected; and Corporate resolution if authority to complete application not in By-Laws or Shareholder Agreement, as amended, as applicable. **Not for Profit Corporation** Documents requested of a Corporation; and Proof of nonprofit status o Internal Revenue Service ("IRS") 501(c)(3) designation letter; or entity's certificate of incorporation or similar document if it clearly establishes the nonprofit status of the applicant; or Trust (Statutory) Certificate of Trust; and Governing instrument (all amendments). Management Chart: Submit a Management chart displaying the applicant's **Upload in NMLS:** under directors, officers, and managers (individual name and title). Must also identify the Document Type compliance reporting and internal audit structure. Management Chart in the *Document Uploads* This document should be named [Company Legal Name] Management Chart. section of the Company Note: If the existing uploaded management chart already includes the above Form (MU1). information, an additional document does not need to be uploaded. A company should only upload a single management chart.

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	<ul> <li>Organizational Chart/Description: Submit a chart showing (or a description which includes) the percentage of ownership of:         <ul> <li>Direct Owners (total direct ownership percentage must equate to 100%)</li> <li>Indirect Owners</li> <li>Subsidiaries and Affiliates of the applicant/licensee</li> </ul> </li> <li>This document should be named [Company Legal Name] Organizational Chart – Description.</li> <li>Note: If the existing uploaded Organizational Chart/Description already includes the above information, an additional document does not need to be uploaded. A company should only upload a single management chart.</li> </ul>	Upload in NMLS: under the Document Type Organizational Chart/Description in the Document Uploads section of the Company Form (MU1).
INDIVIDUA	L (MU2) DOCUMENTS UPLOADED IN NMLS	
No individua	Il (MU2) documents are required to be uploaded into NMLS for this license/registra	ation at this time.
	ID Number	
Appl	licant Legal Name	

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Submitted via...

**REQUIREMENTS SUBMITTED OUTSIDE OF NMLS** 

**Complete** LA Virtual Currency Business Activity License

Restricted Words: If the name of the applicant contains certain words, the approval of the Commissioner must be obtained. This applies to licensees as well as other non-licensed entities. The restricted words include, for example, "bank," "banker," "banking," "savings," "safe deposit", "trust ", "trustee", "building and loan", "homestead", or "credit union". The process for approval for the use of any of these restricted words can be found here.	Email to Office of Financial Institutions: NMLS@ofi.la.gov  OR  Mail to Office of Financial Institutions 8660 United Plaza Blvd, Baton Rouge, LA 70809
<b>Certificate of Coverage:</b> In accordance with LSA-R.S. 6:1385(A)(1) (m), provide a copy of the certificate of coverage for each liability, casualty, business-interruption, or cyber-security insurance policy maintained for the applicant, an executive officer, a responsible individual, or the applicant's users.	Mail to Office of Financial Institutions 8660 United Plaza Blvd, Baton Rouge, LA 70809
Information Regarding Persons Residing in Foreign Jurisdictions: For each individual for whom an Individual Form (MU2) is required to be filed, if the individual does not reside in the U.S. or has not resided in the U.S. for the last 5 years, an investigation background report must be prepared by an acceptable search firm. This report must be directly sent from the firm to LA-OFI, and must include all items required by LA-OFI for third-party background checks, found at Required Background Investigation Information.	Mail to Office of Financial Institutions- 8660 United Plaza Blvd, Baton Rouge, LA 70809
Note: LA-OFI does not offer recommendations with respect to particular firms that provide background checks.	
<b>Previous Business Activities:</b> In accordance with LSA-R.S. 6:1385(A)(1) (c), provide a description of the current and former business of the applicant for the last five years and includes its products and services, associated internet website addresses and social media pages, principal place of business, projected user base, and specific marketing targets.	Email to Louisiana Office of Financial Institutions: NMLS@ofi.la.gov OR
	Mail to Office of Financial Institutions- 8660 United Plaza Blvd, Baton Rouge, LA 70809
Virtual Currency Business Activity Server Contact Information: In accordance with LSA-R.S. 6:1385 (A)(1)(d), provide the name, United States Postal Service address, and telephone number of a person that manages each server the applicant expects to use in conducting its virtual currency business activity with, or on behalf of, a resident and a copy of any agreement with that person.	Email to Louisiana Office of Financial Institutions: NMLS@ofi.la.gov OR
	Mail to Office of Financial Institutions- 8660 United Plaza Blvd, Baton Rouge, LA 70809
Virtual Currency Business Activity Server Management Information: In accordance with LSA-R.S. 6:1385 (A)(1)(h), provide the name, United States Postal Service address, and telephone number of each person that manages a	Email to Louisiana Office of Financial

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server used by the licensee in conducting its virtual currency business activity with or on behal of a resident.	Institutions:  NMLS@ofi.la.gov  OR  Mail to Office of Financial Institutions- 8660 United Plaza Blvd, Baton Rouge, LA 70809
Money Transmitter License Information: In accordance with LSA-R.S. 6:1385 (A)(1)(e)(i), provide a list of each money service or money transmitter license the applicant holds in another state and the date the license expires.	Email to Louisiana Office of Financial Institutions: NMLS@ofi.la.gov OR Mail to Office of Financial Institutions- 8660 United Plaza Blvd, Baton Rouge, LA 70809
Disciplinary Action Information: In accordance with LSA-R.S. 6:1385 (A)(1)(e)(ii), provide a list of any license revocation, license suspension, or other disciplinary action taken against the licensee in another state and any license applications rejected by another state.	Email to Louisiana Office of Financial Institutions: NMLS@ofi.la.gov OR Mail to Office of Financial Institutions- 8660 United Plaza Blvd, Baton Rouge, LA 70809
Criminal Background Information: In accordance with LSA-R.S. 6:1385(A)(1)(f), provide a list of any criminal conviction, deferred prosecution agreement, or pending criminal proceeding in any jurisdiction against all of the following:  The applicant.  Each executive officer of the applicant.  Each responsible individual of the applicant.  Each person that has control over the applicant.  Each person over which the applicant has control.	Email to Louisiana Office of Financial Institutions: NMLS@ofi.la.gov OR Mail to Office of Financial Institutions- 8660 United Plaza Blvd, Baton Rouge, LA 70809
<b>Litigation Information:</b> In accordance with LSA-R.S. 6:1385 (A)(1)(g), provide a list of any litigation, arbitration, or administrative proceeding in any jurisdiction in which the applicant, or an executive officer or a responsible individual of the applicant, has been a party for the five years before the application is submitted, determined to be material in accordance with generally accepted accounting principles and to the extent the applicant would be required to disclose the litigation, arbitration, or administrative proceeding in the	Email to Louisiana Office of Financial Institutions: NMLS@ofi.la.gov OR Mail to Office of Financial Institutions-

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applicant's audited financial statements, reports to equity owners, and similar statements or reports.	8660 United Plaza Blvd, Baton Rouge, LA 70809
Bankruptcy Information: In accordance with LSA-R.S. 6:1385(A)(h), provide a list of any bankruptcy or receivership proceeding in any jurisdiction for the ten years before the application is submitted in which any of the following was a debtor:  The applicant. Each executive officer of the applicant. Each responsible individual of the applicant. Each person who has control over the applicant. Each person over which the applicant has control.	Email to Louisiana Office of Financial Institutions: NMLS@ofi.la.gov OR Mail to Office of Financial Institutions- 8660 United Plaza Blvd, Baton Rouge, LA 70809
Source of Funds: In accordance with LSA-R.S. 6:1385(A)(j), provide the source of funds and credit to be used by the applicant to conduct virtual currency business activity with, or on behalf of, a Louisiana resident and demonstrates that the applicant has the net worth and reserves required pursuant to R.S. 6:1386.	Email to Louisiana Office of Financial Institutions: NMLS@ofi.la.gov OR Mail to Office of Financial Institutions- 8660 United Plaza Blvd, Baton Rouge, LA 70809
Investigation Information: If available, for each executive officer and responsible individual of the applicant, for the five years before the application is submitted, provide a detailed history of any investigation of the individual or legal proceeding to which the individual was a party.	Email to Louisiana Office of Financial Institutions: NMLS@ofi.la.gov OR Mail to Office of Financial Institutions- 8660 United Plaza Blvd, Baton Rouge, LA 70809
Policies and Procedures: Provides the Louisiana Office of Financial Institutions with copies of the policies and procedures to comply with the provisions of the Louisiana Virtual Currency Business Act.	Email to Louisiana Office of Financial Institutions: NMLS@ofi.la.gov OR Mail to Office of Financial Institutions- 8660 United Plaza Blvd, Baton Rouge, LA 70809

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