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BEFORE THE ARIZONA CORPORATION COMMISSION

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COMMISSIONERS:

**MARC SPITZER, Chairman
WILLIAM A. MUNDELL
JEFF HATCH-MILLER
MIKE GLEASON
KRISTIN K. MAYES**

In the matter of:

**YUCATAN RESORTS, INC., d/b/a
YUCATAN RESORTS, S.A.,
3222 Mishawaka Avenue
South Bend, IN 46615;
P. O. Box 2661
South Bend, IN 46680;
Av. Coba #82 Lote 10, 3er. Piso
Cancun, Q. Roo
Mexico C.P. 77500**

**RESORT HOLDINGS INTERNATIONAL,
INC. d/b/a
RESORT HOLDINGS INTERNATIONAL,
S.A.,
3222 Mishawaka Avenue
South Bend, IN 46615;
P. O. Box 2661
South Bend, IN 46680;
Av. Coba #82 Lote 10, 3er. Piso
Cancun, Q. Roo
Mexico C.P. 77500**

**WORLD PHANTASY TOURS, INC.
a/k/a MAJESTY TRAVEL
a/k/a VIAJES MAJESTY
Calle Eusebio A. Morales
Edificio Atlantida, P Baja
APDO, 8301 Zona 7 Panama**

**MICHAEL E. KELLY and LORI KELLY,
husband and wife,
3222 Mishawaka Avenue
South Bend, IN 46615;
P. O. Box 2661
South Bend, IN 46680;**

Respondents.

DOCKET NO. S-03539A-03-0000

**RESPONDENTS' JOINT APPLICATION
FOR ISSUANCE OF ADMINISTRATIVE
HEARING SUBPOENAS**

Arizona Corporation Commission

DOCKETED

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AZ CORP COMMISSION
DOCUMENT CONTROL

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Pursuant to A.A.C. R14-3-109(O), Respondents request the issuance of Administrative Hearing Subpoenas to the following individuals:

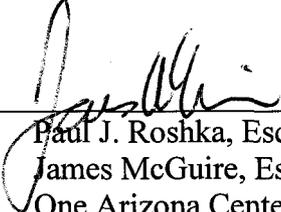
1. Custodian of Records for the Arizona Department of Real Estate; and
2. Custodian of Records for the Securities Division of the Arizona Corporation Commission.

Respondents intend to utilize the above individuals as witnesses to the extent necessary to establish foundation for documents produced by the Custodians. The enclosed Subpoenas simply seek the attendance of the Custodians in the event the proceedings require their testimony.

RESPECTFULLY SUBMITTED this 24th day of March, 2005.

ROSHKA HEYMAN & DEWULF, PLC
ONE ARIZONA CENTER
400 EAST VAN BUREN - SUITE 800
PHOENIX, ARIZONA 85004
TELEPHONE NO 602-256-6100
FACSIMILE 602-256-6800

ROSHKA HEYMAN & DeWULF, PLC

By 
Paul J. Roshka, Esq.
James McGuire, Esq.
One Arizona Center
400 E. Van Buren St.
Suite 800
Phoenix, Arizona 85004
Attorneys for Respondent
Michael Kelly

and

Martin R. Galbut, Esq. (#002943)
GALBUT & HUNTER
A Professional Corporation
2425 East Camelback, Suite 1020
Phoenix, Arizona 85016
Attorneys for Respondents Yucatan Resorts,
Inc., Yucatan Resorts S.A., RHI, Inc., and RHI,
S.A.

and

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BAKER & MCKENZIE, LLP
Joel Held
Elizabeth L. Yingling
Jeffrey D. Gardner
2300 Trammel Crow Center
2001 Ross Avenue – Ste. 2300
Dallas Texas 75201
Attorneys for Respondents
Yucatan Resorts, Inc.; Yucatan Resorts, S.A.;
RHI, Inc.; RHI, S.A.

ORIGINAL and 13 copies of the foregoing
and copies of the Subpoenas referenced herein
hand-delivered this 23rd day of March, 2005 to:

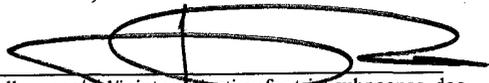
Docket Control
Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

COPY of the foregoing and the Subpoenas
referenced herein hand-delivered
this 23rd day of March, 2005 to:

Honorable Marc Stern
Administrative Law Judge
Hearing Division
Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

Jaime Palfai, Esq.
Matthew J. Neubert, Esq.
Securities Division
Arizona Corporation Commission
1300 West Washington Street, 3rd Floor
Phoenix, Arizona 85007

Brian C. McNeil
Executive Secretary
Arizona Corporation Commission
1200 West Washington Street, 2nd Floor
Phoenix, Arizona 85007


kellym.acc/pid/joint application for trial subpoenas. doc

1 **BEFORE THE ARIZONA CORPORATION COMMISSION**

2 **COMMISSIONERS:**

3 **MARC SPITZER, Chairman**
4 **WILLIAM A. MUNDELL**
5 **JEFF HATCH-MILLER**
6 **MIKE GLEASON**
7 **KRISTIN K. MAYES**

8 In the matter of:

9 **YUCATAN RESORTS, INC., d/b/a**
10 **YUCATAN RESORTS, S.A.,**
11 3222 Mishawaka Avenue
12 South Bend, IN 46615;
13 P. O. Box 2661
14 South Bend, IN 46680;
15 Av. Coba #82 Lote 10, 3er. Piso
16 Cancun, Q. Roo
17 Mexico C.P. 77500

18 **RESORT HOLDINGS INTERNATIONAL,**
19 **INC. d/b/a**
20 **RESORT HOLDINGS INTERNATIONAL,**
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MICHAEL E. KELLY and LORI KELLY,
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3222 Mishawaka Avenue
South Bend, IN 46615;
P. O. Box 2661
South Bend, IN 46680;

Respondents.

DOCKET NO. S-03539A-03-0000

**RESPONDENTS' JOINT SUBPOENA
TO THE CUSTODIAN OF RECORDS
OF THE ARIZONA DEPARTMENT OF
REAL ESTATE**

1 **TO:** Custodian of Records
2 Arizona Department of Real Estate
3 2910 North 44th Street
4 Phoenix, AZ 85007

5 Pursuant to A.A.C. R14-3-109(O), you are commanded to appear and give testimony at the
6 time and place specified below:

7 **DATE AND TIME OF PERSONAL**
8 **APPEARANCE:** March 28, 2005, at 9:30 a.m.

9 **Your appearance is not required at this time and date. You will be notified**
10 **prior to the date and time you will need to appear. This Subpoena will remain in full**
11 **force and effect throughout the entire trial.**

12 **BEFORE WHOM APPEARANCE TO BE MADE:** Hearing Officer

13 **PLACE OF APPEARANCE:** Securities Division
14 Arizona Corporation Commission
15 1200 West Washington, 3rd Floor
16 Phoenix, AZ 85007

17 Please contact the Securities Division to determine if the hearing date, time or
18 location has been changed.

19 You have been subpoenaed by Respondents, whose attorney's name, address and telephone
20 number is:

21 Paul J. Roshka, Jr. Esq.
22 James M. McGuire, Esq.
23 ROSHKA HEYMAN & DEWULF, PLC
24 One Arizona Center
25 400 East Van Buren Street, Suite 800
26 Phoenix, AZ 85004 (602) 256-6100

27 In accordance with Rule 45 of the Arizona Rules of Civil Procedure, the full text of
subdivision (a)(1)(D) of Rule 45 is set forth below:

Your Duties in Responding to This Subpoena

You have the duty to produce the documents requested as they are kept by you in the usual
course of business, or you may organize the documents and label them to correspond with the
categories set forth in this subpoena. See Rule 45(d)(1) of the Arizona Rules of Civil Procedure.

If this subpoena asks you to produce and permit inspection and copying of designated
books, papers, documents, tangible things, or the inspection of premises, you need not appear to
produce the items unless the subpoena states that you must appear for a deposition, hearing or trial.
See Rule 45(c)(2)(A) of the Arizona Rules of Civil Procedure.

Your Right to Object

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2 The party or attorney serving the subpoena has a duty to take reasonable steps to avoid
3 imposing an undue burden or expense on you. See Rule 45(c)(1) of the Arizona Rules of Civil
4 Procedure.

5 You may object to this subpoena if you feel that you should not be required to respond to
6 the request(s) made. Any objection to this subpoena must be made within 14 days after it is served
7 upon you, or before the time specified for compliance, by providing a written objection to the party
8 or attorney serving the subpoena. See Rule 45(c)(2)(B) of the Arizona Rules of Civil Procedure.

9 If you object because you claim the information requested is privileged or subject to
10 protection as trial preparation material, you must express the objection clearly, and support each
11 objection with a description of the nature of the document, communication or item not produced so
12 that the demanding party can contest the claim. See Rule 45(d)(2) of the Arizona Rules of Civil
13 Procedure.

14 If you object to the subpoena in writing you do not need to comply with the subpoena until
15 ordered to do so. It will be up to the party or attorney serving the subpoena to seek an to compel
16 you to provide the documents or inspection requested, after providing notice to you. See Rule
17 45(c)(2)(B) of the Arizona Rules of Civil Procedure.

18 You also may file a motion in the superior court of the county in which the case is pending
19 to quash or modify the subpoena if the subpoena:

- 20 (i) does not provide a reasonable time for compliance;
- 21 (ii) requires a non-party or officer of a party to travel to a county different from the
22 county where the person resides or does business in person; or to travel to a county different from
23 where the subpoena was served; or to travel to a place farther than 40 miles from the place of
24 service; or to travel to a place different from any other convenient place fixed by an order of a
25 court, except that a subpoena for you to appear and testify at trial can command you to travel from
26 any place within the state;
- 27 (iii) requires the disclosure of privileged or protected information and no waiver or
exception applies; or
- (iv) subjects you to an undue burden. See Rule 45(c)(3)(A) of the Arizona Rules of
Civil Procedure.

If this subpoena:

- (i) requires disclosure of a trade secret or other confidential research, development, or
commercial trade information; or
- (ii) requires disclosure of an unretained expert's opinion or information not describing
specific events or occurrences in dispute and resulting from the expert's study made not at the
request of any party; or
- (iii) requires a person who is not a party or an officer of a party to incur substantial
travel expense;

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The Commission may either quash or modify the subpoena, or may order you to appear or produce documents only upon specified conditions, if the party who served the subpoena shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that you will be reasonably compensated. See Rule 45(c)(3)(B) of the Arizona Rules of Civil Procedure.

A command to produce evidence or permit inspection may be joined with a command to appear at trial or hearing or at deposition, or may be issued separately.

REQUESTS FOR REASONABLE ACCOMMODATIONS FOR PERSONS WITH DISABILITIES MUST BE MADE TO THE DIVISION ASSIGNED TO THE CASE BY THE PARTIES AT LEAST THREE (3) JUDICIAL DAYS IN ADVANCE OF A SCHEDULED COURT PROCEEDING.

DISOBEDIANCE OF THIS SUBPOENA CONSTITUTES CONTEMPT OF THE ARIZONA CORPORATION COMMISSION, AND IS PUNISHABLE, PURSUANT TO A.R.S. §§ 40-424.

Given under the hand and seal of the Arizona Corporation Commission this ___ day of March, 2005.

Brian C. McNeil, Executive Secretary

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DOCKET NO. S-03539A-03-0000

**RESPONDENTS' JOINT SUBPOENA
TO THE CUSTODIAN OF RECORDS
OF THE SECURITIES DIVISION OF
THE ARIZONA CORPORATION
COMMISSION**

1 produce the items unless the subpoena states that you must appear for a deposition, hearing or trial.
2 See Rule 45(c)(2)(A) of the Arizona Rules of Civil Procedure.

3 Your Right to Object

4 The party or attorney serving the subpoena has a duty to take reasonable steps to avoid
5 imposing an undue burden or expense on you. See Rule 45(c)(1) of the Arizona Rules of Civil
6 Procedure.

7 You may object to this subpoena if you feel that you should not be required to respond to
8 the request(s) made. Any objection to this subpoena must be made within 14 days after it is served
9 upon you, or before the time specified for compliance, by providing a written objection to the party
10 or attorney serving the subpoena. See Rule 45(c)(2)(B) of the Arizona Rules of Civil Procedure.

11 If you object because you claim the information requested is privileged or subject to
12 protection as trial preparation material, you must express the objection clearly, and support each
13 objection with a description of the nature of the document, communication or item not produced so
14 that the demanding party can contest the claim. See Rule 45(d)(2) of the Arizona Rules of Civil
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18 you to provide the documents or inspection requested, after providing notice to you. See Rule
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20 You also may file a motion in the superior court of the county in which the case is pending
21 to quash or modify the subpoena if the subpoena:

22 (i) does not provide a reasonable time for compliance;

23 (ii) requires a non-party or officer of a party to travel to a county different from the
24 county where the person resides or does business in person; or to travel to a county different from
25 where the subpoena was served; or to travel to a place farther than 40 miles from the place of
26 service; or to travel to a place different from any other convenient place fixed by an order of a
27 court, except that a subpoena for you to appear and testify at trial can command you to travel from
any place within the state;

(iii) requires the disclosure of privileged or protected information and no waiver or
exception applies; or

(iv) subjects you to an undue burden. See Rule 45(c)(3)(A) of the Arizona Rules of
Civil Procedure.

If this subpoena:

(i) requires disclosure of a trade secret or other confidential research, development, or
commercial trade information; or

(ii) requires disclosure of an unretained expert's opinion or information not describing
specific events or occurrences in dispute and resulting from the expert's study made not at the
request of any party; or

ROSHKA HEYMAN & DEWULF, PLC
ONE ARIZONA CENTER
400 EAST VAN BUREN - SUITE 800
PHOENIX, ARIZONA 85004
TELEPHONE NO 602-256-6100
FACSIMILE 602-256-6800

1 (iii) requires a person who is not a party or an officer of a party to incur substantial
travel expense;

2 The Commission may either quash or modify the subpoena, or may order you to appear or
3 produce documents only upon specified conditions, if the party who served the subpoena shows a
substantial need for the testimony or material that cannot be otherwise met without undue hardship
4 and assures that you will be reasonably compensated. See Rule 45(c)(3)(B) of the Arizona Rules
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COURT PROCEEDING.

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§§ 40-424.

11 Given under the hand and seal of the Arizona Corporation Commission this ___ day of
12 March, 2005.

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15 Brian C. McNeil, Executive Secretary

16 kelym.acc/pld/trial subpoena COR Securities Division ACC.doc
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