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BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

2003 JUN 12 A 11:07

MARC SPITZER, Chairman  
JIM IRVIN  
WILLIAM A. MUNDELL  
JEFF HATCH-MILLER  
MIKE GLEASON

AZ CORP COMMISSION  
DOCUMENT CONTROL

IN THE MATTER OF:

DOCKET NO. S-03427A-02-0000

NON-STOP SHOPPING, INC.  
d/b/a 2C2K.COM, INC.  
4757 East Greenway Road  
Phoenix, AZ 85032

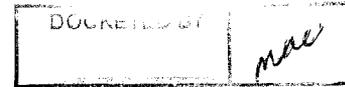
DONALD L. LEVINE  
2 West Waltann Lane  
Phoenix, AZ 85023

Arizona Corporation Commission

DOCKETED

JUN 12 2003

KENNETH MARK DEUBNER  
7911 East Princess Drive, #1249  
Scottsdale, AZ 85255



STEPHEN ROSENBAUM  
6801 East Evans Drive  
Scottsdale, AZ 85254

BOBBIE JO SWARTZ  
6801 East Evans Drive  
Scottsdale, AZ 85254

Respondents.

NINTH  
PROCEDURAL ORDER

BY THE COMMISSION:

On May 20, 2002, the Securities Division ("Division") of the Arizona Corporation Commission ("Commission") filed a Notice of Opportunity for Hearing Regarding Proposed Order to Cease, and Desist, for Restitution, for Administrative Penalties, and for Other Affirmative Action ("Notice") against Non-Stop Shopping, Inc.,d/b/a 2C2K.Com, Inc. ("2C2K"), Donald L. Levine, Kenneth Mark Deubner, Stephen Rosenbaum and Bobbie Jo Swartz, in which the Division alleged multiple violations of the Arizona Securities Act ("Act") in connection with the offer and sale of securities in the form of stock.

Respondents Deubner, Rosenbaum and Swartz were duly served with copies of the Notice.

On June 6, 2002, Respondent Rosenbaum filed a request for hearing.

1 On June 10, 2002, Respondent Swartz filed a request for hearing.

2 On June 18, 2002, Respondent Deubner filed a request for hearing.

3 On June 21, 2002, by Procedural Order, a pre-hearing conference was scheduled.

4 On July 11, 2002, at the pre-hearing conference, the Division appeared with counsel and Mr.  
5 Deubner appeared on his own behalf. Respondent Deubner and the Division have been in contact  
6 with respect to the negotiation of a Consent Order for Commission approval. Counsel for the  
7 Division advised the presiding Administrative Law Judge that Respondents Rosenbaum and Swartz  
8 are represented by an Ohio attorney who waived his appearance at the pre-hearing as these  
9 Respondents are also negotiating a Consent Order for Commission approval. Neither Respondent  
10 Levine nor Respondent 2C2K have been served yet. Additionally, Respondent 2C2K is a defunct  
11 corporation.

12 In order to continue the negotiations necessary to conclude the above-referenced Consent  
13 Orders and to complete service on Respondent Levine, the Division requested that an additional pre-  
14 hearing conference be scheduled in the latter part of August or in the beginning of September to  
15 determine the status of the proceeding.

16 On July 12, 2002, by Procedural Order, the Division's request was granted and a pre-hearing  
17 was scheduled for September 5, 2002.

18 On August 8, 2002, the Division filed a Motion to Continue ("Motion") the pre-hearing  
19 conference because counsel for the Division is scheduled to appear for an oral argument before the  
20 Arizona Court of Appeals. There have been no objections filed to the Motion.

21 On August 23, 2003, by Procedural Order, the Division's motion was granted and the pre-  
22 hearing conference continued to September 26, 2002.

23 On September 26, 2002, at the pre-hearing conference, the Division appeared with counsel  
24 and Mr. Deubner appeared on his own behalf. The Division indicated it was in the process of  
25 concluding a Consent Order with Respondents Rosenbaum and Swartz and was negotiating further  
26 with Mr. Deubner. Neither 2C2K, which is defunct, nor Mr. Levine has been served. In the interim,  
27 the Division requested that a hearing be scheduled in January 2003, pending approval of proposed  
28 Consent Orders being approved by the Commission.

1 On September 27, 2002, by Procedural Order, as requested by the Division, a hearing was  
2 scheduled for January 8, 2003.

3 On December 23, 2003, Mr. Duebner requested a continuance to secure the necessary funds to  
4 be submitted with an agreed upon Consent Order for Commission approval.

5 On December 31, 2002, the Division filed a response indicating it did not oppose a  
6 continuance.

7 On March 21, 2003, Mr. Richard Brooks, an Arizona attorney, "tentatively" retained as  
8 counsel for Respondents Rosenbaum and Swartz, telephonically requested a continuance in the  
9 above-captioned proceeding. He indicated that counsel for the Division was in agreement with his  
10 request. Mr. Brooks further indicated that a written motion would be filed on Monday, March 24,  
11 2003 which would reference a stipulated continuance to July 2003.

12 On March 24, 2003, Mr. Brooks again telephonically contacted the presiding Administrative  
13 Law Judge and advised that he would be unable to represent Respondents who would be filing the  
14 request for a continuance on their own behalf. He stated that his withdrawal was related to his  
15 present work caseload and he had referred Respondents to alternate counsel. Subsequently, later on  
16 that day, Respondents Rosenbaum and Swartz filed the Motion stating that it would be prejudicial if  
17 they were not given a continuance to July 2003 in order to retain counsel.

18 On March 26, 2003, by Procedural Order, the proceeding was continued and rescheduled for a  
19 pre-hearing conference on April 10, 2003.

20 On April 10, 2003, at the pre-hearing conference, the Division appeared with counsel.  
21 Respondents Rosenbaum and Swartz appeared on their own behalf. The status of the proceeding was  
22 discussed and the possible number of witnesses who might appear at a hearing. A prospective  
23 hearing scheduled in the latter part of May was discussed without objection.

24 On April 10, 2003, by Procedural Order, a hearing was scheduled for May 28 and 29, 2003.

25 On April 23, 2003, a Notice of Appearance and Motion to Continue was filed on behalf of  
26 Respondents Rosenbaum and Swartz by recently retained counsel who had been retained on April 21,  
27 2003. Respondents requested a hearing be scheduled in July.

28 On April 30, 200, counsel for the Division filed a response and proposed several alternative

1 dates in order to continue the proceeding.

2 On May 9, 2003, by Procedural Order, the hearing scheduled for May 28 and 29, 2003 was  
3 continued to June 11 and 12, 2003.

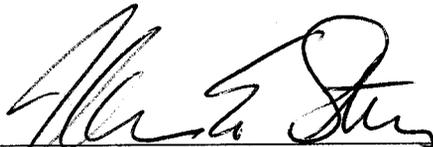
4 On June 11, 2003, the Division and Respondents Rosenbaum and Swartz filed a stipulation to  
5 continue the proceeding from June 11 and 12, 2003, pending the filing of a Consent Order for  
6 Commission approval.

7 Accordingly, the hearing should be continued indefinitely.

8 IT IS THEREFORE ORDERED that the hearing shall be continued indefinitely pending  
9 approval of a Consent Order by the Commission with respect to Respondents Rosenbaum and  
10 Swartz.

11 IT IS FURTHER ORDERED that the Division shall request the matter be rescheduled for  
12 hearing if any additional proceedings are required.

13 DATED this 12<sup>th</sup> day of June, 2003.

14   
15 \_\_\_\_\_  
16 MARC E. STERN  
ADMINISTRATIVE LAW JUDGE

17 Copies of the foregoing were mailed/delivered  
18 this 12 day of June, 2003, to:

19 Non-Stop Shopping, Inc  
20 d/b/a 2C2K.COM, INC.  
4757 East Greenway Road  
Phoenix, AZ 85032

21 Donald L. Levine  
22 2 West Waltann Lane  
Phoenix, AZ 85023

23 Kenneth Mark Deubner  
24 25 Highland Park Village, Box 100  
Dallas, TX 75205

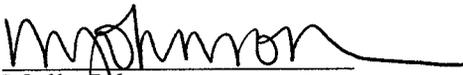
25 Stephen Rosenbaum  
26 Bobbie Jo Swartz  
27 9611 East Gary Road  
Scottsdale, AZ 85260

28 ...

1 Burton M. Bentley  
5343 North 16<sup>th</sup> Street, Ste. 480  
Phoenix, AZ 85016  
2 Attorney for Respondents Rosenbaum and Swartz

3 Moira McCarthy  
Assistant Attorney General  
4 ARIZONA ATTORNEY GENERAL'S OFFICE  
1275 West Washington Street  
5 Phoenix, AZ 85007

6 W. Mark Sendrow, Director  
Securities Division  
7 ARIZONA CORPORATION COMMISSION  
1300 West Washington Street  
8 Phoenix, AZ 85007

9  
10 By:   
Molly Johnson  
11 Secretary to Marc E. Stern