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BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

2003 MAY -9 A 9:54

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

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.

Arizona Corporation Commission
DOCKETED.

MAY 09 2003

DOCKETED BY *CAR*

**EIGHTH
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, 2002, 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 Accordingly, the hearing should be continued.

3 IT IS THEREFORE ORDERED that the hearing shall be continued from May 28 and 29,
4 2003, to June 11 and 12, 2003 at 9:30 a.m., at the Commission's offices, 1200 West Washington
5 Street, Phoenix, Arizona.

6 IT IS FURTHER ORDERED that the parties shall exchange witness lists and copies of
7 exhibits by 4:00 p.m. on June 4, 2003, with copies to be provided concurrently to the presiding
8 Administrative Law Judge.

9 DATED this 9TH day of May, 2003.

10
11 
12 MARC E. STERN
ADMINISTRATIVE LAW JUDGE

13 Copies of the foregoing were mailed/delivered
14 this 9 day of April, 2003, to:

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

17 Donald L. Levine
18 2 West Waltann Lane
Phoenix, AZ 85023

19 Kenneth Mark Deubner
20 25 Highland Park Village, Box 100
Dallas, TX 75205

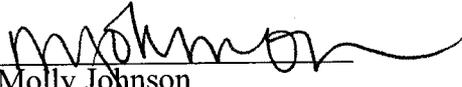
21 Stephen Rosenbaum
22 Bobbie Jo Swartz
9611 East Gary Road
23 Scottsdale, AZ 85260

24 Burton M. Bentley
5343 North 16th Street, Ste. 480
25 Phoenix, AZ 85016
Attorney for Respondents Rosenbaum and Swartz

26 Moira McCarthy
27 Assistant Attorney General
ARIZONA ATTORNEY GENERAL'S OFFICE
1275 West Washington Street
28 Phoenix, AZ 85007

1 W. Mark Sendrow, Director
2 Securities Division
3 ARIZONA CORPORATION COMMISSION
4 1300 West Washington Street
5 Phoenix, AZ 85007

6 ARIZONA REPORT SERVICE, INC.
7 2627 N. Third Street, Ste. Three
8 Phoenix, AZ 85004

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By: 
Molly Johnson
Secretary to Marc E. Stern