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BEFORE THE ARIZONA CORPORATION COMMISSION

Arizona Corporation Commission

DOCKETED

SEP 17 2009

COMMISSIONERS

KRISTIN K. MAYES, Chairman
GARY PIERCE
PAUL NEWMAN
SANDRA D. KENNEDY
BOB STUMP

DOCKETED BY
nr

In the matter of:
Nicholas (Nick) S. Ballard, individually and
doing business as Oasis of Wealth, Inc., a
defunct Arizona entity, Oasis of Wealth, an
Arizona registered trade name, and AZ Gold
& Safaris, Inc., a defunct Arizona entity,
Oasis of Wealth, Inc., a defunct Arizona
entity,
Respondents.

DOCKET NO. S-20650A-09-0014

DECISION NO. 71279

ORDER TO CEASE AND DESIST, ORDER
FOR RESTITUTION, ORDER FOR
ADMINISTRATIVE PENALTIES AND
CONSENT TO SAME

BY: RESPONDENTS NICHOLAS S.
BALLARD AND OASIS OF WEALTH, INC.

Nicholas (Nick) S. Ballard and Oasis of Wealth, Inc. ("Respondents") elect to permanently waive any right to a hearing and appeal under Articles 11 and 12 of the Securities Act of Arizona, A.R.S. § 44-1801 *et seq.* ("Securities Act") with respect to this Order To Cease And Desist, Order for Restitution, Order for Administrative Penalties and Consent to Same ("Order"). Respondents admit the jurisdiction of the Arizona Corporation Commission ("Commission"); neither admit nor deny the Findings of Fact and Conclusions of Law contained in this Order; and consent to the entry of this Order by the Commission.

I.

FINDINGS OF FACT

1. Nicholas (Nick) S. Ballard ("BALLARD") is an individual residing in Maricopa County, Arizona.

1 2. BALLARD transacts business under the name "AZ Gold & Safaris, Inc." ("AZ
2 GOLD"). Pursuant to the records of the Arizona Corporation Commission, Corporations
3 Division, AZ GOLD was organized under the laws of the state of Arizona on November 15, 2007
4 with its principal place of business in Phoenix, Arizona. BALLARD was listed as the sole
5 director and chief executive officer of AZ GOLD. AZ GOLD was administratively dissolved on
6 August 1, 2008 due to the failure to file the affidavit of publication.

7 3. BALLARD transacts business under the trade name "Oasis of Wealth" which was
8 registered with the Arizona Secretary of State on October 18, 2006 and whose last known address is
9 in Phoenix, Arizona. Pursuant to the records of the Arizona Secretary of State, BALLARD is the
10 owner of this trade name.

11 4. BALLARD transacts business under the name "Oasis of Wealth, Inc." ("OASIS").
12 Pursuant to the records of the Arizona Corporation Commission, Corporations Division, OASIS
13 was organized under the laws of the state of Arizona on July 23, 2007 with its principal place of
14 business in Phoenix, Arizona. BALLARD was listed as the sole director of OASIS. OASIS was
15 administratively dissolved on December 30, 2008 due to a delinquent annual report.

16 5. OASIS and BALLARD, individually and doing business as OASIS and/or AZ
17 GOLD, may be referred to as "Respondents." BALLARD shall also mean BALLARD,
18 individually and doing business as OASIS and/or AZ GOLD, as the context so requires.

19 6. Respondents BALLARD and OASIS have internet websites at
20 <http://www.azgoldsafaris.com> and <http://www.oasisofwealth.com>, respectively.

21 7. The Respondents raised a total sum of at least \$43,145 from investors. Respondents
22 will be credited with restitution paid to investors in the amount of \$4,830.

OASIS WEBSITE

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8. OASIS is the registrant of the website <http://www.oasisofwealth.com>. BALLARD is the administrative contact and technical contact for the website <http://www.oasisofwealth.com> and BALLARD also maintains an electronic mail address of nick@oasisofwealth.com.

9. OASIS, from about September 2006 until the administrative dissolution on December 30, 2008, distributed information about its products and services and solicited investors, within or from Arizona, through the OASIS website, by telephone, or in electronic mail communications.

10. OASIS, from about September 2006 until the administrative dissolution on December 30, 2008, publicly offered and/or sold, within or from Arizona, an unregistered security in the form of an investment contract to at least one investor.

11. From December 31, 2008 to January 2009, BALLARD continued to distribute information about the OASIS products and services and solicited investors, within of from Arizona, through the OASIS website or in electronic mail communications.

12. In addition, from December 31, 2008 to January 2009, BALLARD continued to publicly offer and/or sell, within or from Arizona, an unregistered security in the form of an investment contract to at least one Potential Arizona Investor ("PAI") and/or investor.

13. The OASIS website at <http://www.oasisofwealth.com> solicited the general public for investment by providing on its website, among other things, as follows:

"We are focusing 100% of our efforts toward the gold mine! We know there is gold, we have gotten it to this point and now is the time we open it to you as an opportunity to make money with us. No more memberships will be sold for the next quarter."

"[...] We want you as a partner we are selling portions of AZ Gold & Safaris Inc. to maintain operations for the next year. [...]"

1 21. BALLARD is the registrant, administrative contact and technical contact for the
2 website <http://www.azgoldsafaris.com>.

3 22. From at least October 22, 2008 to January 2009, BALLARD solicited the general
4 public by providing on the AZ GOLD website under an Investment frame¹, among other things, as
5 follows:

6 **“Investments**

7 We are raising additional capital to expand our current operation. **We are**
8 **selling silent partnerships in the company to accomplish this task.**
9 **Shares in AZ Gold & Safaris Inc. are available at \$25 per share** and can
 be purchased by calling our office (1-800-401-0052) or by requesting more
 information on this site.” *(Errors in original, emphasis added)*

10 23. The AZ GOLD website at <http://www.azgoldsafaris.com> was still available on the
11 internet without password protection or restricted access, as of January 6, 2009, for all internet
12 users to view the investment solicitation and investment description.

13 24. The AZ GOLD website solicitation is specifically directed to persons in Arizona.
14 The AZ GOLD Investment frame allows persons to request information and contains a drop-down
15 menu for the state field, whereby Arizona is listed in alphabetical order on the drop-down menu of
16 state names.

17 25. The AZ GOLD homepage² states that AZ GOLD currently has four (4) sites that it
18 has mineral rights to and the ability to mine an abundance of state land that will not require a
19 mineral rights license or permit, for the equipment it employs. No detailed description or location
20 of the four sites are disclosed or listed.

21 26. However, pursuant to the public records of the Arizona State Land Database and the
22 Department of the Interior Bureau of Land Management, Mining Claims, AZ GOLD does not and
23 has not possessed any state or federal mining claims in Arizona in the name of AZ GOLD.

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26 ¹ <http://www.azgoldsafaris.com/Investments.php>

² http://www.azgoldsafaris.com/Home_Page.php

1 BALLARD stated that “[t]his boils down to processing more material therefore producing more
2 gold and revenue.”

3 34. The OASIS website homepage also featured a scrolling banner that stated:

4 “Amazing returns for even the smallest investor. We do Everything!”
5

6 35. BALLARD stated that he would provide the following services to or on behalf of
7 investors:

8 a) Experience and expertise in prospecting for the right location for the project
9 and future projects;

10 b) Filing and obtaining mineral rights or mining claims for the site;

11 c) Operating the gold mining site;

12 d) Marketing and operating the jeep tours and safaris to generate or increase
13 revenue; and

14 e) Determining how any and all investment funds would be spent or allocated.

15 36. BALLARD communicated that money will be made from the raw gold that is mined
16 and sold and from the sale of sluice as pay dirt. In addition, a percentage of profits made from jeep
17 safari tours to the gold mine will be distributed to investors as an additional source of income.

18 37. Investor returns would be based on the following payout schedule:

19 a) Five percent (5%) immediate payout in raw gold;

20 b) A percentage of the amount of gold that is produced by the operation paid
21 out at the end of the quarter or year; and

22 c) A percentage of the amount of revenue created by the jeep tours and safaris
23 paid out at the end of the year.

24 38. BALLARD stated that “[m]ining consists of multiple locations.” However, pursuant
25 to the public records of the Arizona State Land Database and the Department of the Interior Bureau
26 of Land Management, Mining Claims, BALLARD has only one (1) federal claim in Arizona,

1 placer gold claim AMC # 386086, filed in Arizona for one (1) site in Yavapai County in the name
2 of OASIS but zero state claims in Arizona.

3 39. BALLARD also offered a PAI an incentive to invest right away with a ten percent
4 (10%) stock bonus program, wherein the PAI would be given an extra ten percent (10%) of total
5 stock shares the PAI purchased in AZ GOLD.

6 40. BALLARD represented that a PAI or investor who secured additional investments
7 or monies from third parties, would be compensated.

8 41. BALLARD stated to a PAI that the evidence of investment would be in the form of
9 a stock certificate in AZ GOLD; however, BALLARD failed to disclose to the PAI that AZ GOLD
10 is a defunct Arizona corporation.

11 42. BALLARD represented to a PAI that investor funds would generally be used toward
12 the purchase of mining equipment, labor or maintenance to operate the mine operation. However,
13 Respondent(s) failed to provide to the PAI and/or investor salient financial and/or background
14 information about the companies and/or individuals offering the investment opportunities being
15 promoted regarding AZ GOLD and/or OASIS, including but not limited to, costs of operation and/or
16 full details of Respondents' background and experience in gold mining operations.

17 43. Respondents failed to disclose the material risks associated with the investment(s) in
18 AZ GOLD and/or OASIS, including but not limited to, the fact that an investor could lose all or a
19 large portion of their principal investment. Neither the websites nor the electronic mail
20 communications to all PAIs and/or investors disclosed any material risks associated with the
21 investments in AZ GOLD and/or OASIS.

22 44. At all times relevant, BALLARD was not a registered salesman or registered dealer
23 and OASIS was not a registered dealer.

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II.

CONCLUSIONS OF LAW

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3 1. The Commission has jurisdiction over this matter pursuant to Article XV of the
4 Arizona Constitution and the Securities Act.

5 2. Respondents offered or sold securities within or from Arizona, within the meaning
6 of A.R.S. §§ 44-1801(15), 44-1801(21), and 44-1801(26).

7 3. Respondents violated A.R.S. § 44-1841 by offering or selling securities that were
8 neither registered nor exempt from registration.

9 4. Respondents violated A.R.S. § 44-1842 by offering or selling securities while
10 neither registered as dealers or salesmen nor exempt from registration.

11 5. Respondents violated A.R.S. § 44-1991(A)(2) by making untrue statements or
12 misleading omissions of material facts. Respondents' conduct includes, but is not limited to, the
13 following:

14 a) Stating in an electronic mail communication that "[m]ining consists of
15 multiple locations." However, pursuant to the public records of the Arizona State Land Database
16 and the Department of the Interior Bureau of Land Management, Mining Claims, OASIS has one
17 (1) federal claim in Arizona, placer gold claim AMC # 386086, filed in Arizona for one (1) site in
18 Yavapai County but zero state claims in Arizona;

19 b) Stating to a PAI and/or investor that the evidence of investment would be in
20 the form of a stock certificate in AZ GOLD; however, Respondents failed to disclose to the PAI
21 and/or investor that AZ GOLD is a defunct Arizona corporation;

22 c) Communicating to a PAI and/or investor that investment funds would be
23 controlled by BALLARD and would be used toward the purchase of mining equipment, labor or
24 maintenance to operate the mine; however, Respondents failed to provide to the PAI and/or
25 investor salient financial and/or background information about the companies and/or individuals
26 offering the investment opportunities being promoted regarding AZ GOLD and/or OASIS,

1 including but not limited to, costs of operation and/or full detail of Respondents' background and
2 experience in gold mining operation; and

3 d) Communicating to PAIs and/or investors that money would be made from
4 the raw gold that is mined and sold, from the sale of sluice as pay dirt and from a percentage of
5 profits made from jeep safari tours to the gold mine. Respondents failed to disclose the material
6 risks associated with the investments in AZ GOLD and/or OASIS, including but not limited to, the
7 fact that investors could lose all or a large portion of their principal investment.

8 6. Respondents' conduct is grounds for a cease and desist order pursuant to A.R.S.
9 § 44-2032.

10 7. Respondents' conduct is grounds for an order of restitution pursuant to A.R.S. § 44-
11 2032.

12 8. Respondents' conduct is grounds for administrative penalties under A.R.S. § 44-
13 2036.

14 **III.**

15 **ORDER**

16 THEREFORE, on the basis of the Findings of Fact, Conclusions of Law, and Respondents'
17 consent to the entry of this Order, attached and incorporated by reference, the Commission finds
18 that the following relief is appropriate, in the public interest, and necessary for the protection of
19 investors:

20 IT IS ORDERED, pursuant to A.R.S. § 44-2032, that Respondents, and any of
21 Respondents' agents, employees, successors and assigns, to permanently cease and desist from
22 violating the Securities Act.

23 IT IS FURTHER ORDERED that Respondents comply with the attached Consent to Entry
24 of Order.

25 IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2032, that Respondents BALLARD
26 and OASIS, shall jointly and severally, pay restitution to the Commission in the amount of

1 \$38,315. Payment shall be made in full on the date of this Order. Any amount outstanding shall
2 accrue interest at the rate of 10% per annum from the date of this Order until paid in full. Payment
3 shall be made to the "State of Arizona" to be placed in an interest-bearing account controlled by
4 the Commission.

5 The Commission shall disburse the funds on a pro-rata basis to investors shown on the
6 records of the Commission. Any restitution funds that the Commission cannot disburse because an
7 investor refuses to accept such payment, or any restitution funds that cannot be disbursed to an
8 investor because the investor is deceased and the Commission cannot reasonably identify and
9 locate the deceased investor's spouse or natural children surviving at the time of the distribution,
10 shall be disbursed on a pro-rata basis to the remaining investors shown on the records of the
11 Commission. Any funds that the Commission determines it is unable to or cannot feasibly
12 disburse shall be transferred to the general fund of the state of Arizona.

13 IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2036, that Respondents BALLARD
14 and OASIS, shall jointly and severally, pay an administrative penalty in the amount of \$15,000.
15 Payment shall be made to the "State of Arizona." Any amount outstanding shall accrue interest at
16 the rate of 10% per annum from the date due until paid in full. The payment obligations for these
17 administrative penalties shall be subordinate to any restitution obligations ordered herein and shall
18 become immediately due and payable only after restitution payments have been paid in full or
19 upon Respondents' default with respect to Respondents' restitution obligations.

20 For purposes of this Order, a bankruptcy filing by any of the Respondents shall be an act of
21 default. If any Respondent does not comply with this Order, any outstanding balance may be
22 deemed in default and shall be immediately due and payable.

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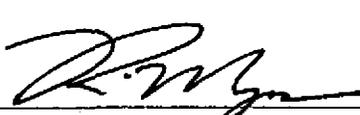
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1 IT IS FURTHER ORDERED, that if any Respondent fails to comply with this order, the
2 Commission may bring further legal proceedings against that Respondent, including application to
3 the superior court for an order of contempt.

4 IT IS FURTHER ORDERED that this Order shall become effective immediately.

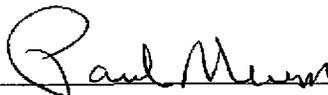
5 BY ORDER OF THE ARIZONA CORPORATION COMMISSION

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7 CHAIRMAN

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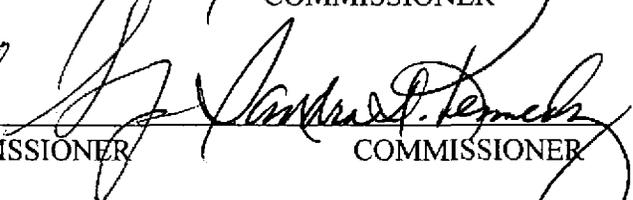
9 COMMISSIONER

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11 COMMISSIONER

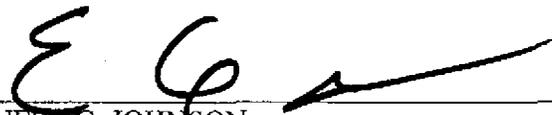
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13 COMMISSIONER

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15 COMMISSIONER

16 IN WITNESS WHEREOF, I, ERNEST G. JOHNSON,
17 Executive Director of the Arizona Corporation
18 Commission, have hereunto set my hand and caused the
19 official seal of the Commission to be affixed at the
20 Capitol, in the City of Phoenix, this 12th day of
21 Sept., 2009.

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23 ERNEST G. JOHNSON
24 EXECUTIVE DIRECTOR

25 _____
26 DISSENT

DISSENT

This document is available in alternative formats by contacting Shaylin A. Bernal, ADA
Coordinator, voice phone number 602-542-3931, e-mail sabernal@azcc.gov.

(PTH)

CONSENT TO ENTRY OF ORDER

1
2 1. Nicholas (Nick) S. Ballard (“BALLARD”) and Oasis of Wealth, Inc. (“OASIS”)
3 (collectively “Respondents”) admits the jurisdiction of the Commission over the subject matter of
4 this proceeding. Respondents acknowledge that Respondents have been fully advised of their right
5 to a hearing to present evidence and call witnesses and Respondents knowingly and voluntarily
6 waive any and all rights to a hearing before the Commission and all other rights otherwise
7 available under Article 11 of the Securities Act and Title 14 of the Arizona Administrative Code.
8 Respondents acknowledge that this Order to Cease and Desist, Order for Restitution, Order for
9 Administrative Penalties and Consent to Same (“Order”) constitutes a valid final order of the
10 Commission.

11 2. Respondents knowingly and voluntarily waive any rights under Article 12 of the
12 Securities Act to judicial review by any court by way of suit, appeal, or extraordinary relief
13 resulting from the entry of this Order.

14 3. Respondents acknowledge and agree that this Order is entered into freely and
15 voluntarily and that no promise was made or coercion used to induce such entry.

16 4. Respondents understand and acknowledge that Respondents have a right to seek
17 counsel regarding this Order, and that Respondents have had the opportunity to seek counsel prior
18 to signing this Order. Respondents acknowledge and agree that, despite the foregoing,
19 Respondents freely and voluntarily waive any and all rights to consult or obtain counsel prior to
20 signing this Order.

21 5. Respondents neither admit nor deny the Findings of Fact and Conclusions of Law
22 contained in this Order. Respondents agree that Respondents shall not contest the validity of the
23 Findings of Fact and Conclusions of Law contained in this Order in any present or future
24 administrative proceeding before the Commission or any other state agency concerning the denial
25 or issuance of any license or registration required by the state to engage in the practice of any
26 business or profession.

1 6. By consenting to the entry of this Order, Respondents agree not to take any action
2 or to make, or permit to be made, any public statement denying, directly or indirectly, any Finding
3 of Fact or Conclusion of Law in this Order or creating the impression that this Order is without
4 factual basis. Respondents will undertake steps necessary to assure that all of Respondents' agents
5 and employees understand and comply with this agreement.

6 7. While this Order settles this administrative matter between Respondents and the
7 Commission, Respondents understand that this Order does not preclude the Commission from
8 instituting other administrative or civil proceedings based on violations that are not addressed by
9 this Order.

10 8. Respondents understand that this Order does not preclude the Commission from
11 referring this matter to any governmental agency for administrative, civil, or criminal proceedings
12 that may be related to the matters addressed by this Order.

13 9. Respondents understand that this Order does not preclude any other agency or
14 officer of the state of Arizona or its subdivisions from instituting administrative, civil, or criminal
15 proceedings that may be related to matters addressed by this Order.

16 10. Respondents agree that Respondents will not apply to the state of Arizona for
17 registration as a securities dealer or salesman or for licensure as an investment adviser or
18 investment adviser representative until such time as all restitution and penalties under this Order
19 are paid in full.

20 11. Respondents agree that Respondents will not exercise any control over any entity
21 that offers or sells securities or provides investment advisory services within or from Arizona until
22 such time as all restitution and penalties under this Order are paid in full.

23 12. Respondents agree that Respondents will not sell any securities in or from Arizona
24 without being properly registered in Arizona as a dealer or salesman, or exempt from such
25 registration. Respondents will not sell any securities in or from Arizona unless the securities are
26 registered in Arizona or exempt from registration and Respondents will not transact business in

1 Arizona as an investment adviser or an investment adviser representative unless properly licensed
2 in Arizona or exempt from licensure.

3 13. Respondents agree that Respondents will continue to cooperate with the Securities
4 Division including, but not limited to, providing complete and accurate testimony at any hearing in
5 this matter and cooperating with the state of Arizona in any related investigation or any other
6 matters arising from the activities described in this Order.

7 14. Respondents consent to the entry of this Order and agree to be fully bound by its
8 terms and conditions.

9 15. Respondents acknowledge and understand that if Respondents fails to comply with
10 the provisions of the order and this consent, the Commission may bring further legal proceedings
11 against Respondents, including application to the superior court for an order of contempt.

12 16. Respondents understand that default shall render Respondents liable to the
13 Commission for its costs of collection and interest at the maximum legal rate.

14 17. Respondents agree and understand that if Respondents fails to make any payment as
15 required in the Order, any outstanding balance shall be in default and shall be immediately due and
16 payable without notice or demand. Respondents agree and understand that acceptance of any
17 partial or late payment by the Commission is not a waiver of default by Commission.

18 18. BALLARD represents that he is the sole director of OASIS and has been authorized
19 by OASIS to enter into this Order for and on behalf of it.

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21 *[Signatures on following page]*

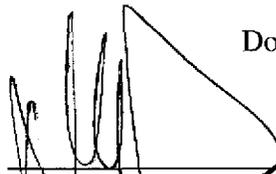
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Nicholas S. Ballard

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STATE OF ARIZONA)
) ss
County of)

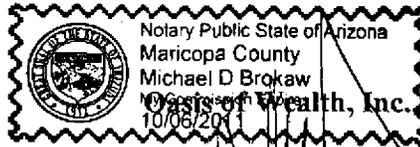
SUBSCRIBED AND SWORN TO BEFORE me this 19 day of August, 2009.



NOTARY PUBLIC

My commission expires:

10-06-2011



By Nicholas S. Ballard

Its Director

STATE OF ARIZONA)
) ss
County of)

SUBSCRIBED AND SWORN TO BEFORE me this 19 day of August, 2009.



NOTARY PUBLIC

My commission expires:

10-06-2011



SERVICE LIST FOR:

ORDER TO CEASE AND DESIST, ORDER
FOR RESTITUTION, ORDER FOR
ADMINISTRATIVE PENALTIES AND
CONSENT TO SAME
BY: RESPONDENTS NICHOLAS S.
BALLARD AND OASIS OF WEALTH, INC.

DOCKET NO.:

S-20650A-09-0014

Nicholas S. Ballard
15640 W Ocotillo LN
Surprise, AZ 85374

Oasis of Wealth, Inc.
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Surprise, AZ 85374

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