

OPEN MEETING ITEM 3/20/03

WILLIAM A. MUNDELL
CHAIRMAN

JIM IRVIN
COMMISSIONER

MARC SPITZER
COMMISSIONER



ORIGINAL



ARIZONA CORPORATION COMMISSION

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MEMORANDUM

TO: Marc Spitzer, Chairman
Jim Irvin
William A. Mundell
Jeff Hatch-Miller
Mike Gleason

Arizona Corporation Commission
DOCKETED

MAR 06 2003

FROM: Mark Sendrow *MS*
Director of Securities

DOCKETED BY *MS*

ARIZONA CORPORATION COMMISSION
DOCKETMENT CONTROL
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DATE: March 5, 2003

RE: In the matter of Bob's Cash Express, Inc., et al. (Docket No. S-03474A-02-0000); Proposed Consent Order pertaining to Respondents Bob's Cash Express, Inc., Bob's Land One, Inc., Challenge/Land USA, Inc., Arizona Digital Security Tech., Inc., American Dish Tech., Inc., Robert H. Roberts, Garrett L. Wright, Dan R. Harper, and Joyce Goodman

CC: Brian C. McNeil, Executive Secretary

Attached is a proposed Order to Cease and Desist, Order for Restitution, Order for Administrative Penalties and Consent to Same by respondents Bob's Cash Express, Inc. ("Cash Express"), Bob's Land One, Inc. ("Land One"), Challenge/Land USA, Inc., Arizona Digital Security Tech., Inc. ("ADST"), American Dish Tech., Inc. ("ADT"), Robert H. Roberts ("Roberts"), Garrett L. Wright ("Wright"), Dan R. Harper ("Harper"), and Joyce Goodman ("Goodman") in the matter of Bob's Cash Express, Inc., et al. The proposed Order requires the foregoing respondents, hereinafter "Respondents," to cease and desist from further violations of the Securities Act of Arizona, to pay total restitution in the amount of \$653,320, and to jointly and severally pay administrative penalties in the amount of \$40,000.

In early 2001, after establishing the Arizona companies Cash Express and Land One in Tempe, Arizona, Respondents began soliciting prospective investors across the country for investments in a purported chain of metro Phoenix cash advance and check-cashing stores. According to the offering documents associated with this program, president Roberts, together with fellow officers Wright and Harper, were allegedly planning to segregate all investment proceeds in this program into a special company account until they had raised the target investment sum of \$5,000,000. As provided in these same offering materials, only when the full investment amount had been raised would the funds be released for use as follows: 50 percent to Land One for the acquisition of real estate and the construction of 10 check-cashing stores, and the remaining 50 percent to Cash Express for operating expenses and related costs associated with the management of these stores.

In fact, the investment funds raised for this venture were never segregated; monies that investors invested with the program were almost instantly transferred into other bank accounts, including the corporate accounts of two unrelated companies, ADST and ADT. Still other funds were withdrawn and used by Respondents on a number of unrelated expenditures, including trips, entertainment, and a Cadillac Escalade sports utility vehicle. Conversely, only a fraction of the investment monies was used for intended business purposes as set forth in the offering documents. According to a forensic accounting analysis, of the roughly \$653,000 raised by Respondents during the period from mid 2001 to March 2002, at least 80 percent of the investment funds were misappropriated for uses unrelated to the subject business venture.

Beyond the misappropriation of funds, Respondents offered and sold this investment program under the guise that this offering was a private placement outside the registration requirements of the Securities Act of Arizona. In fact, the investment funds in connection with this offering occurred through unsolicited "cold calls" to residents across the country. As such, there was no applicable private placement exemption for this offering, either for the unregistered securities associated with this program or for the unregistered salesmen making the sales. Salesmen such as Goodman routinely failed to tell prospective investors that both she and the Cash Express securities were unregistered. In addition, salesmen, including Goodman, made the claim that this offering was soon to "go public," and that such an event would make an investment worth several times its initial value. With the company having no operational history, there was no basis to make such claims.

The proposed Consent Order in this matter finds that Respondents have offered and sold unregistered securities, offered and sold securities without the requisite registration, and made multiple material misrepresentations to investors including the claim that their investment program was exempt from registration, that the available returns on the investment program would be exceptional, and that the investment proceeds from Respondents' offering would be strictly designated for real estate and operational expenses. Additionally, the proposed Consent Order finds that Respondents made material omissions in connection with the offer and sale of securities by, *inter alia*, failing to disclose that the bulk of investor funds were, in fact, being expended for salaries, entertainment, and other personal expenditures.

The proposed Consent requires Respondents to cease and desist from any further violations of the Securities Act, to reimburse investors by paying restitution in the total amount of \$653,320, and to jointly and severally pay administrative penalties in the amount of \$40,000 for multiple violations of the Securities Act of Arizona. The Order also requires an immediate, up front restitution payment of \$189,993.47. This initial payment shall be drawn from monies and an asset (a Cadillac Escalade) lawfully seized from Respondents pursuant to seizure warrant executed in May, 2002. The Division recommends the proposed Consent Order on the grounds that it compels Respondents to reimburse investors for investor funds that Respondents have raised during their involvement with the above-referenced investment program, and it additionally assesses substantial administrative penalties to deter such future conduct.

Originator: Jamie Palfai

1 **BEFORE THE ARIZONA CORPORATION COMMISSION**

2 **MARC SPITZER**
Chairman

3 **JIM IRVIN**
Commissioner

4 **WILLIAM A. MUNDELL**
Commissioner

5 **JEFF HATCH-MILLER**
Commissioner

6 **MIKE GLEASON**
Commissioner

7
8 **In the matter of:**

9 **BOB'S CASH EXPRESS, INC.**
10 2155 East University Drive, Suite 110
Tempe, Arizona 85281

11 **BOB'S LAND ONE, INC.**
12 2155 East University Drive, Suite 110
Tempe, Arizona 85281

13 **CHALLENGE/LAND USA, INC.**
14 2155 East University Drive, Suite 110
15 Tempe, Arizona 85281

16 **ARIZONA DIGITAL SECURITY**
TECH., INC.
17 2155 East University Drive, Suite 110
Tempe, Arizona 85281

18 **AMERICAN DISH TECH., INC.**
19 2155 East University Drive, Suite 110
20 Tempe, Arizona 85281

21 **ROBERT H. ROBERTS**
1300 West Warner Road, #2113
22 Gilbert, Arizona 85233

23 **DONALD P. SHOEMAKER**
555 North May Street, #14
24 Mesa, Arizona 85201

25 **GARRETT L. WRIGHT, (A/K/A**
GARRETT LEE)
26 5530 North 17th Avenue, Apt. #A23
Phoenix, AZ 85015

) Docket No. S-03474A-02-0000

) Decision No. _____

) **ORDER TO CEASE AND DESIST,**
) **ORDER OF RESTITUTION, ORDER**
) **FOR ADMINISTRATIVE PENALTIES**
) **AND CONSENT TO SAME BY:**
) **RESPONDENTS BOB'S CASH**
) **EXPRESS, INC., BOB'S LAND ONE,**
) **INC., CHALLENGE/LAND USA, INC.,**
) **ARIZONA DIGITAL SECURITY**
) **TECH., INC, AMERICAN DISH**
) **TECH., INC., ROBERT H. ROBERTS,**
) **GARRETT L. WRIGHT, DAN R.**
) **HARPER, and JOYCE GOODMAN**

1 **DAN ("D.J.") R. HARPER**)
 2 550 East Earll Drive, #7)
 3 Phoenix, Arizona 85012)
 4 **MICHAEL J. SAGNELLI**)
 5 4011 West Camelback Road, Apt. Q-11)
 6 Phoenix, Arizona 85019)
 7 **JOYCE GOODMAN**)
 8 2141 South Palo Verde Drive)
 Apache Junction, Arizona 85220)
 Respondents.)

9 Respondents BOB'S CASH EXPRESS, INC., BOB'S LAND ONE, INC.,
 10 CHALLENGE/LAND USA, INC., ARIZONA DIGITAL SECURITY TECH., INC., AMERICAN
 11 DISH TECH., INC., ROBERT H. ROBERTS, GARRETT L. WRIGHT, DAN R. HARPER, and
 12 JOYCE GOODMAN elect to permanently waive their right to a hearing and appeal under Articles
 13 11 and 12 of the Securities Act of Arizona, A.R.S. § 44-1801, *et seq.*, in connection with this Order
 14 To Cease and Desist, Order of Restitution, Order for Administrative Penalties and Consent to
 15 Same ("Order"). Each of the foregoing Respondents admit the jurisdiction of the Arizona
 16 Corporation Commission ("Commission"); neither admit nor deny the Findings of Fact and
 17 Conclusions of Law contained in this Order; and consent to the entry of this Order by the
 18 Commission.

I.

FINDINGS OF FACT

21 1. BOB'S CASH EXPRESS, INC. ("CASH EXPRESS"), whose last known address is
 22 2155 East University Drive, Suite 110, Tempe, Arizona, is an Arizona corporation involved in the
 23 solicitation of investment capital for the purpose of financing and developing various Phoenix
 24 check cashing stores.

25 2. BOB'S LAND ONE, INC. ("LAND ONE"), whose last known address is also 2155
 26 East University Drive, Suite 110, Tempe, Arizona, is an Arizona corporation affiliated with CASH

1 EXPRESS, and is participating in the solicitation of investment capital for the purpose of financing
2 the land acquisition components of the CASH EXPRESS operation.

3 3. CHALLENGE/LAND USA, INC. ("CHALLENGE"), whose last known address is
4 also 2155 East University Drive, Suite 110, Tempe, Arizona, is an Arizona corporation and is the
5 purported "parent" company of both CASH EXPRESS and LAND ONE. In this capacity,
6 CHALLENGE is directly responsible for the conduct of its two subsidiaries.

7 4. ARIZONA DIGITAL SECURITY TECH., INC. ("ADST"), whose last known
8 address is also 2155 East University Drive, Suite 110, Tempe, Arizona, is an Arizona corporation
9 allegedly involved in the installation and service of personal security systems. ADST bank accounts
10 have been utilized by CASH EXPRESS as a repository for monies derived from CASH EXPRESS
11 investors.

12 5. AMERICAN DISH TECH., INC. ("ADT"), whose last known address is also 2155
13 East University Drive, Suite 110, Tempe, Arizona, is an Arizona corporation allegedly involved in
14 the sale, installation and service of personal satellite units. ADT bank accounts have been utilized
15 by CASH EXPRESS as a repository for monies derived from CASH EXPRESS investors.

16 6. ROBERT H. ROBERTS ("ROBERTS"), whose last known address is 1300 West
17 Warner Road, #2113, Gilbert, Arizona, is the president, director and co-founder of CASH
18 EXPRESS, LAND ONE, and ADT. In these capacities, ROBERTS controls and bears
19 responsibility for the companies' financial affairs and investor solicitation activities.

20 7. GARRETT L. WRIGHT ("WRIGHT"), whose last known address is 5530 North
21 17th Avenue, #A23, Phoenix, Arizona, is the vice president and the director of operations of CASH
22 EXPRESS and LAND ONE. In these capacities, WRIGHT participates in the operation, financial
23 affairs and investment solicitation activities of the two companies.

24 8. DAN (D.J.) R. HARPER ("HARPER"), whose last known address is 550 East Earll
25 Drive, #7, Phoenix, Arizona, is the vice president and director of investor relations for CASH
26

1 EXPRESS and LAND ONE. In such capacities, HARPER is responsible for coordinating
2 investment relations and investment solicitations for the two companies.

3 9. JOYCE GOODMAN ("GOODMAN"), whose last known address is 2141 South
4 Palo Verde Drive, Apache Junction, Arizona, is a salesman at the telemarketing offices of CASH
5 EXPRESS/LAND ONE in Tempe, Arizona. In this capacity, GOODMAN participates in the
6 offering and selling of promissory notes for these companies.

7 10. CASH EXPRESS, LAND ONE, CHALLENGE, ROBERTS, WRIGHT, HARPER,
8 and GOODMAN may be collectively referred to as "CASH EXPRESS RESPONDENTS."

9 11. ADST and ADT may be collectively referred to as "ABETTING COMPANY
10 RESPONDENTS."

11 12. CASH EXPRESS RESPONDENTS and ABETTING COMPANY
12 RESPONDENTS shall collectively be referred to as "RESPONDENTS."

13 13. CASH EXPRESS RESPONDENTS have been participating in the offer and sale of
14 investment products within or from Arizona since at least the spring of 2001. Over this period,
15 CASH EXPRESS RESPONDENTS have directly or indirectly solicited prospective investors to
16 invest in a check-cashing venture developed by CASH EXPRESS and its affiliated business, LAND
17 ONE.

18 14. As outlined in the company's promotional literature, CASH EXPRESS was
19 allegedly devised to handle the operational side of the check-cashing venture, while its close
20 affiliate, LAND ONE, was charged with acquiring the real estate and structures to house the check-
21 cashing operations.

22 15. According to offering materials, CASH EXPRESS RESPONDENTS were
23 purportedly seeking to raise, through the sale of "convertible" promissory notes, an amount up to
24 \$5,000,000 to finance the CASH EXPRESS business venture. By May 2002, CASH EXPRESS
25 RESPONDENTS had raised a minimum of \$653,320 in investor funds for this project from
26 investors throughout the country, including Arizona.

1 16. Offering and selling activities associated with this CASH EXPRESS investment
2 “opportunity” occurred from within the greater Phoenix area; the promotional literature associated
3 with this investment program originated out of RESPONDENTS’ Tempe offices, and the
4 investment funds for this program have been wired or otherwise remitted to bank accounts situated
5 in Mesa, Arizona.

6 17. CASH EXPRESS RESPONDENTS have directly or indirectly sought investors to
7 invest in the CASH EXPRESS business venture through the widespread use of unsolicited “cold-
8 calls” to residents across the country.

9 18. On October 31, 2001, a CASH EXPRESS sales representative, made an unsolicited
10 cold-call to an Oregon resident to offer this individual an opportunity to invest in CASH
11 EXPRESS’S Phoenix check cashing project.

12 19. During this sales pitch, the salesman claimed that the security he was selling was a
13 private placement “registered with the SEC.” In fact, CASH EXPRESS has not registered its
14 securities with the SEC.

15 20. The CASH EXPRESS salesman also told the prospective investor that he was
16 “currently paying [his] investors 20% per annum” for the next 18 months, after which the company
17 intended to go public. By going public, the salesman claimed that investors would “conservatively”
18 receive a 400 to 500 percent return on their CASH EXPRESS investments. With CASH EXPRESS
19 having no operational history, this CASH EXPRESS sales representative had no factual basis to
20 make such a prediction as to the investors’ ultimate returns.

21 21. During the same solicitation, this salesman made no reference to any of the
22 potential risks associated with this investment. Additionally, the salesman also failed to inform
23 the prospective investor that neither he nor CASH EXPRESS was registered to sell securities
24 within or from Arizona. Still further, the CASH EXPRESS salesman failed to disclose that the
25 CASH EXPRESS RESPONDENTS had not registered the CASH EXPRESS securities in

26 ...

1 Arizona, and had not made any other filings in this state to qualify for an exemption from such
2 registration.

3 22. In late May, 2001, GOODMAN made a similar unsolicited call to a prospective
4 Arizona investor. During this call, GOODMAN represented to the prospective investor that an
5 investment with CASH EXPRESS, for a program minimum of \$20,000, would provide a return to
6 the investor of 20% per annum until the company "went public."

7 23. GOODMAN subsequently sent a memo to the prospective investor, claiming that
8 when the company went public, through an IPO in March of 2003, the investor would receive a
9 payment 5 to 10 times the amount of the investor's initial investment. Again, with no operational
10 history to draw on, GOODMAN had no factual basis to make such a representation.

11 24. As with the other CASH EXPRESS salesman, GOODMAN made no reference to
12 any of the potential risks associated with this investment. GOODMAN also failed to inform the
13 prospective investor that neither she nor CASH EXPRESS was registered to sell securities within
14 or from Arizona. GOODMAN similarly failed to disclose that CASH EXPRESS
15 RESPONDENTS had not registered the CASH EXPRESS securities in Arizona, and had not
16 made any other filings in this state to qualify for an exemption from such registration.

17 25. As part of the solicitation efforts, CASH EXPRESS RESPONDENTS prepared,
18 supported, procured and/or dispatched company prospectuses to prospective investors outlining
19 the business plans and terms of the CASH EXPRESS investment opportunity.

20 26. In what was termed a private placement memorandum, or "PPM," this prospectus
21 represented that all investor funds for the CASH EXPRESS project would be maintained in a
22 segregated bank account until the offering was closed. In fact, investor funds were commingled
23 into other accounts almost as soon as they were deposited or wired into the CASH EXPRESS
24 investor accounts.

25 27. The PPM also claimed that the CASH EXPRESS offering was being made
26 pursuant to registration exemptions under "4(2)" (a private placement exemption) and under

1 "505" (a limited offering exemption). In fact, this offering was a general (*i.e.*, non-private)
2 solicitation to investors across the country that had failed to meet the filing requirements for a
3 505 exemption under Arizona's state securities laws. As such, neither of these two exemptions
4 had any applicability to the CASH EXPRESS offering within or from Arizona.

5 28. The PPM also represented that the officers of CASH EXPRESS had solid
6 backgrounds and vast experience in the industry to successfully manage this business venture.
7 These same biographies failed to mention that ROBERTS had been the vice president of Quick
8 Cash Advance, Inc. prior to this venture, a similar check-cashing company that had been charged
9 with securities fraud and securities registration violations by multiple states over the past three
10 years, including Arizona. The PPM also failed to mention that WRIGHT and HARPER had also
11 been officers or employees of Quick Cash Advance, Inc. prior to working for CASH EXPRESS.
12 Quick Cash Advance, Inc. is now insolvent, and has defaulted on an extensive number of note
13 offerings made to investors.

14 29. The offering documents also maintained that the investment proceeds would be
15 used as follows: One half of the proceeds to CASH EXPRESS, to establish up to 10 check
16 cashing branches and to provide the working capital for such branches, and one half of the
17 proceeds to LAND ONE, to be used for the acquisition of land and buildings and to pay offering
18 expenses (offering expenses were not to exceed 10% of investor proceeds). In fact, the bulk of
19 the investor funds from this offering were diverted into other bank accounts, including the
20 corporate accounts for ABETTING COMPANY RESPONDENTS. Moreover, a substantial
21 portion of these diverted funds were ultimately used for unrelated personal expenditures,
22 including a luxury Cadillac Escalade.

23 30. To date, CASH EXPRESS RESPONDENTS have directly or indirectly sold
24 investments in CASH EXPRESS to a minimum of 80 Arizona and out-of-state investors. During
25 this same time, CASH EXPRESS RESPONDENTS have directly or indirectly raised a minimum
26 of \$653,320.

III.

ORDER

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3 THEREFORE, on the basis of the Findings of Fact, Conclusions of Law, and the
4 RESPONDENTS' consent to the entry of this Order, the Commission finds that the following relief
5 is appropriate, in the public interest, and necessary for the protection of investors:

6 IT IS ORDERED, pursuant to A.R.S. § 44-2032, that RESPONDENTS, and any of
7 RESPONDENTS' agents, employees, successors and/or assigns, permanently cease and desist
8 from violating the Securities Act.

9 IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2032, that Respondents CASH
10 EXPRESS, LAND ONE, CHALLENGE, ADST, ADT and ROBERTS shall, jointly and severally,
11 pay restitution to investors as shown on the records of the Commission in the amount of \$653,320.
12 Of this total restitution figure, Respondents HARPER and WRIGHT shall be jointly and severally
13 liable for 40 percent of this amount, equaling the sum of \$261,328. Additionally, Respondent
14 GOODMAN shall be jointly and severally liable for 35 percent of this total restitution figure,
15 equaling the sum of \$228,662.

16 IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2032, that restitution shall be made
17 in installments as follows: an initial minimum payment of \$189,993.47, due and payable on the
18 date of this Order; subsequent semi-annual payments of at least \$25,000, commencing on or before
19 the 1st day of October, 2003, and continuing thereafter at six month intervals until the full
20 restitution amount is paid in full. Any outstanding balance that becomes due and payable as
21 outlined above shall accrue interest at the rate of 10% per annum from the scheduled date of
22 payment until paid in full. Payment shall be made by cashier's check or money order payable to
23 the "State of Arizona" to be placed in an interest-bearing account maintained and controlled by the
24 Arizona Attorney General. The Arizona Attorney General shall disburse the funds on a pro rata
25 basis to investors. If all investors are paid in full, any excess funds shall revert to the state of
26 Arizona.

1 IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2032, that RESPONDENTS may
2 elect to apply the fair market value of the vehicle¹ and monies previously seized by warrant issued
3 by the Superior Court of the State of Arizona in and for the County of Maricopa in the Matter of
4 Bob's Cash Express, Inc., et al., designated SW 2002-000333, to defray part or all of the initial
5 restitution obligations as prescribed under this Order, subject to the execution of the Consent of
6 Forfeiture, attached hereto as Exhibit "A," respecting the same asset and monies.

7 IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2036, that RESPONDENTS shall
8 jointly and severally pay, by cashier's check or money order, an administrative penalty in the
9 amount of \$40,000. This payment obligation, payable to the "State of Arizona," shall be
10 subordinated to any restitution obligations ordered herein, and shall become immediately due and
11 payable only after all restitution payments have been paid in full or, alternatively, if
12 RESPONDENTS have defaulted prior to fulfilling their restitution obligations. This
13 administrative penalty shall be reduced in half to \$20,000 if and only if the restitution balance as
14 outlined above has been satisfied in full.

15 IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2032, that Respondent ROBERTS
16 may elect to forfeit any and all ownership interest in the personal computers and computer-related
17 server equipment taken pursuant to a search warrant issued by the Superior Court of the State of
18 Arizona, designated as Search Warrant No. 2002-000332, in an attempt to defray part of the
19 restitution obligations as prescribed under this Order, subject to the execution of a Consent of
20 Forfeiture of Computer Equipment, attached hereto as Exhibit "B." This defrayal, if any, shall be
21 based on the net sales proceeds recovered following the liquidation of this equipment. The ACC
22 shall have sole discretion over the manner, terms and timing of this liquidation.

23 ...

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25 _____
26 ¹ The FMV for this vehicle, a Cadillac Escalade, was established using the purchase price of the
vehicle at auction minus the expenses of sale. The FMV for this vehicle totaled out at \$23,625.60.

1 IT IS FURTHER ORDERED that if RESPONDENTS do not comply with the required
2 restitution and administrative penalty payments as set forth herein, any and all outstanding
3 balances may be deemed in default and shall be immediately due and payable.

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

5
6 **BY ORDER OF THE ARIZONA CORPORATION COMMISSION**

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CHAIRMAN COMMISSIONER COMMISSIONER

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COMMISSIONER COMMISSIONER

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13 IN WITNESS WHEREOF, I, BRIAN C. McNEIL,
14 Executive Secretary of the Arizona Corporation
15 Commission, have hereunto set my hand and caused
16 the official seal of the Commission to be affixed at
17 the Capitol, in the City of Phoenix, this _____ day
18 of _____, 2003.

19
20

BRIAN C. McNEIL
21 Executive Secretary

22
23

DISSENT

24
25

DISSENT

26 (JP)

]This document is available in alternative formats by contacting Shelly M. Hood, Executive
Assistant to the Executive Secretary, voice phone number 602-542-3931, E-mail
shood@cc.state.az.us.

CONSENT TO ENTRY OF ORDER

1
2 1. Respondent Robert H. Roberts ("ROBERTS"), an individual, admits the
3 jurisdiction of the Commission over the subject matter of this proceeding. ROBERTS
4 acknowledges that he has been fully advised of his right to a hearing to present evidence and call
5 witnesses, and ROBERTS knowingly and voluntarily waives any and all rights to a hearing before
6 the Commission and all other rights otherwise available under Article 11 of the Securities Act of
7 Arizona ("Securities Act") and Title 14 of the Arizona Administrative Code. ROBERTS
8 acknowledges that this Order to Cease and Desist, Order of Restitution, Order for Administrative
9 Penalties and Consent to Same (hereinafter "Order") constitutes a valid final order of the
10 Commission.

11 2. ROBERTS knowingly and voluntarily waives any right he may have under Article
12 12 of the Securities Act to judicial review in any court by way of suit, appeal, or extraordinary
13 relief resulting from the entry of this Order.

14 3. ROBERTS acknowledges and agrees 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. ROBERTS acknowledges that he has been represented by counsel in this matter,
17 that he has reviewed this Order with his attorney, and that he understands each of the terms and
18 conditions contained therein.

19 5. ROBERTS neither admits nor denies the Findings of Fact and Conclusions of Law
20 contained in this Order. ROBERTS agrees that he shall acknowledge the existence of this Order in
21 any present or future administrative proceeding before the Commission or before any other state
22 agency in connection with the issuance of any license or registration required to engage in the
23 practice of selling securities or provision of investment advisory services.

24 6. By consenting to the entry of this Order, ROBERTS agrees not to take any action
25 or to make, or permit to be made, any public statement denying, directly or indirectly, any Finding
26 of Fact or Conclusion of Law in this Order or creating the impression that this Order is without

1 factual basis. ROBERTS will undertake steps necessary to assure that all of his agents and
2 employees understand and comply with this agreement.

3 7. ROBERTS understands and agrees that if the initial restitution payment due under
4 this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and
5 monies seized in connection with this matter on or about May 8, 2002, ROBERTS will have
6 willingly forfeited any and all legal claims and interests in the same asset and monies, and will be
7 forever barred and estopped from making any subsequent demand on such items.

8 8. ROBERTS understands and agrees that by executing a voluntary waiver of claim to
9 the computer equipment seized in connection with this matter on or about May 8, 2002,
10 ROBERTS will have willingly forfeited any and all legal claims and interests in the same, and will
11 be forever barred and estopped from making any subsequent demand on such items.

12 9. While this Order settles this administrative matter between ROBERTS and the
13 Commission, ROBERTS understands that this Order does not preclude the Commission from
14 instituting other administrative proceedings based on violations that are not addressed by this
15 Order.

16 10. ROBERTS understands that this Order does not preclude the Commission from
17 referring this matter to any governmental agency for administrative, civil, or criminal proceedings
18 that may be related to the matters addressed by this Order.

19 11. ROBERTS understands that this Order does not preclude any other agency or
20 officer of the state of Arizona or its subdivisions from instituting administrative, civil or criminal
21 proceedings that may be related to matters addressed by this Order.

22 12. ROBERTS agrees that he will not apply to the state of Arizona for registration as a
23 securities dealer or salesman or for licensure as an investment adviser or investment adviser
24 representative unless and until such time that all restitution and penalties under this Order are paid
25 in full.

26

CONSENT TO ENTRY OF ORDER

1
2 1. Respondent Garrett L. Wright (“WRIGHT”), an individual, admits the jurisdiction
3 of the Commission over the subject matter of this proceeding. WRIGHT acknowledges that he has
4 been fully advised of his right to a hearing to present evidence and call witnesses, and WRIGHT
5 knowingly and voluntarily waives any and all rights to a hearing before the Commission and all
6 other rights otherwise available under Article 11 of the Securities Act of Arizona (“Securities
7 Act”) and Title 14 of the Arizona Administrative Code. WRIGHT acknowledges that this Order to
8 Cease and Desist, Order of Restitution, Order for Administrative Penalties and Consent to Same
9 (hereinafter “Order”) constitutes a valid final order of the Commission.

10 2. WRIGHT knowingly and voluntarily waives any right he may have under Article
11 12 of the Securities Act to judicial review in any court by way of suit, appeal, or extraordinary
12 relief resulting from the entry of this Order.

13 3. WRIGHT acknowledges and agrees that this Order is entered into freely and
14 voluntarily and that no promise was made or coercion used to induce such entry.

15 4. WRIGHT acknowledges that he has been represented by counsel in this matter,
16 that he has reviewed this Order with his attorney, and that he understands each of the terms and
17 conditions contained therein.

18 5. WRIGHT neither admits nor denies the Findings of Fact and Conclusions of Law
19 contained in this Order. WRIGHT agrees that he shall acknowledge the existence of this Order in
20 any present or future administrative proceeding before the Commission or before any other state
21 agency in connection with the issuance of any license or registration required to engage in the
22 practice of selling securities or provision of investment advisory services.

23 6. By consenting to the entry of this Order, WRIGHT agrees not to take any action or
24 to make, or permit to be made, any public statement denying, directly or indirectly, any Finding of
25 Fact or Conclusion of Law in this Order or creating the impression that this Order is without
26

1 factual basis. WRIGHT will undertake steps necessary to assure that all of his agents and
2 employees understand and comply with this agreement.

3 7. WRIGHT understands and agrees that if the initial restitution payment due under
4 this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and
5 monies seized in connection with this matter on or about May 8, 2002, WRIGHT will have
6 willingly forfeited any and all legal claims and interests in the same asset and monies, and will be
7 forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between WRIGHT and the
9 Commission, WRIGHT understands that this Order does not preclude the Commission from
10 instituting other administrative proceedings based on violations that are not addressed by this
11 Order.

12 9. WRIGHT understands that this Order does not preclude the Commission from
13 referring this matter to any governmental agency for administrative, civil, or criminal proceedings
14 that may be related to the matters addressed by this Order.

15 10. WRIGHT understands that this Order does not preclude any other agency or officer
16 of the state of Arizona or its subdivisions from instituting administrative, civil or criminal
17 proceedings that may be related to matters addressed by this Order.

18 11. WRIGHT agrees that he will not apply to the state of Arizona for registration as a
19 securities dealer or salesman or for licensure as an investment adviser or investment adviser
20 representative unless and until such time that all restitution and penalties under this Order are paid
21 in full.

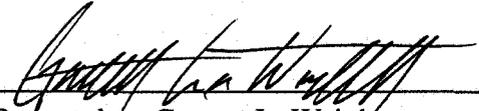
22 12. WRIGHT agrees that he will not exercise any control over any entity that offers or
23 sells securities or provides investment advisory services, within or from Arizona.

24 13. WRIGHT agrees that until restitution and penalties are paid in full, WRIGHT will
25 notify the Director of the Securities Division within 30 days of any change in home address or any
26 change in WRIGHT'S ability to pay amounts due under this Order.

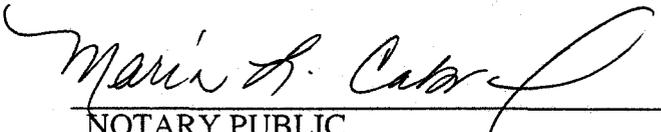
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14. WRIGHT understands that a default shall render him liable to the Commission for its costs of collection and interest at the maximum legal rate.

15. WRIGHT consents to the entry of this Order and agrees to be fully bound by its terms and conditions. If WRIGHT breaches any provision of this Order, the Commission may vacate this Order and restore this case to its active docket.


Respondent Garrett L. Wright

SUBSCRIBED AND SWORN TO before me, by Garrett L. Wright, this 28 day of August, 2002.


NOTARY PUBLIC

My Commission Expires:

10/15/05



CONSENT TO ENTRY OF ORDER

1
2 1. Respondent Dan R. Harper (“HARPER”), an individual, admits the jurisdiction of
3 the Commission over the subject matter of this proceeding. HARPER acknowledges that he has
4 been fully advised of his right to a hearing to present evidence and call witnesses, and HARPER
5 knowingly and voluntarily waives any and all rights to a hearing before the Commission and all
6 other rights otherwise available under Article 11 of the Securities Act of Arizona (“Securities
7 Act”) and Title 14 of the Arizona Administrative Code. HARPER acknowledges that this Order to
8 Cease and Desist, Order of Restitution, Order for Administrative Penalties and Consent to Same
9 (hereinafter “Order”) constitutes a valid final order of the Commission.

10 2. HARPER knowingly and voluntarily waives any right he may have under Article
11 12 of the Securities Act to judicial review in any court by way of suit, appeal, or extraordinary
12 relief resulting from the entry of this Order.

13 3. HARPER acknowledges and agrees that this Order is entered into freely and
14 voluntarily and that no promise was made or coercion used to induce such entry.

15 4. HARPER acknowledges that he has been represented by counsel in this matter, that
16 he has reviewed this Order with his attorney, and that he understands each of the terms and
17 conditions contained therein.

18 5. HARPER neither admits nor denies the Findings of Fact and Conclusions of Law
19 contained in this Order. HARPER agrees that he shall acknowledge the existence of this Order in
20 any present or future administrative proceeding before the Commission or before any other state
21 agency in connection with the issuance of any license or registration required to engage in the
22 practice of selling securities or provision of investment advisory services.

23 6. By consenting to the entry of this Order, HARPER agrees not to take any action or
24 to make, or permit to be made, any public statement denying, directly or indirectly, any Finding of
25 Fact or Conclusion of Law in this Order or creating the impression that this Order is without
26

1 factual basis. HARPER will undertake steps necessary to assure that all of his agents and
2 employees understand and comply with this agreement.

3 7. HARPER understands and agrees that if the initial restitution payment due under
4 this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and
5 monies seized in connection with this matter on or about May 8, 2002, HARPER will have
6 willingly forfeited any and all legal claims and interests in the same asset and monies, and will be
7 forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between HARPER and the
9 Commission, HARPER understands that this Order does not preclude the Commission from
10 instituting other administrative proceedings based on violations that are not addressed by this
11 Order.

12 9. HARPER understands that this Order does not preclude the Commission from
13 referring this matter to any governmental agency for administrative, civil, or criminal proceedings
14 that may be related to the matters addressed by this Order.

15 10. HARPER understands that this Order does not preclude any other agency or officer
16 of the state of Arizona or its subdivisions from instituting administrative, civil or criminal
17 proceedings that may be related to matters addressed by this Order.

18 11. HARPER agrees that he will not apply to the state of Arizona for registration as a
19 securities dealer or salesman or for licensure as an investment adviser or investment adviser
20 representative unless and until such time that all restitution and penalties under this Order are paid
21 in full.

22 12. HARPER agrees that he will not exercise any control over any entity that offers or
23 sells securities or provides investment advisory services, within or from Arizona.

24 13. HARPER agrees that until restitution and penalties are paid in full, HARPER will
25 notify the Director of the Securities Division within 30 days of any change in home address or any
26 change in HARPER'S ability to pay amounts due under this Order.

CONSENT TO ENTRY OF ORDER

1
2 1. Respondent Joyce Goodman (“GOODMAN”), an individual, admits the jurisdiction
3 of the Commission over the subject matter of this proceeding. GOODMAN acknowledges that she
4 has been fully advised of her right to a hearing to present evidence and call witnesses, and
5 GOODMAN knowingly and voluntarily waives any and all rights to a hearing before the
6 Commission and all other rights otherwise available under Article 11 of the Securities Act of
7 Arizona (“Securities Act”) and Title 14 of the Arizona Administrative Code. GOODMAN
8 acknowledges that this Order to Cease and Desist, Order of Restitution, Order for Administrative
9 Penalties and Consent to Same (hereinafter “Order”) constitutes a valid final order of the
10 Commission.

11 2. GOODMAN knowingly and voluntarily waives any right she may have under
12 Article 12 of the Securities Act to judicial review in any court by way of suit, appeal, or
13 extraordinary relief resulting from the entry of this Order.

14 3. GOODMAN acknowledges and agrees 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. GOODMAN acknowledges that she has been represented by counsel in this matter,
17 that she has reviewed this Order with her attorney, and that she understands each of the terms and
18 conditions contained therein.

19 5. GOODMAN neither admits nor denies the Findings of Fact and Conclusions of
20 Law contained in this Order. GOODMAN agrees that she shall acknowledge the existence of this
21 Order in any present or future administrative proceeding before the Commission or before any
22 other state agency in connection with the issuance of any license or registration required to engage
23 in the practice of selling securities or provision of investment advisory services.

24 6. By consenting to the entry of this Order, GOODMAN agrees not to take any action
25 or to make, or permit to be made, any public statement denying, directly or indirectly, any Finding
26 of Fact or Conclusion of Law in this Order or creating the impression that this Order is without

1 factual basis. GOODMAN will undertake steps necessary to assure that all of her agents and
2 employees understand and comply with this agreement.

3 7. GOODMAN understands and agrees that if the initial restitution payment due under
4 this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and
5 monies seized in connection with this matter on or about May 8, 2002, GOODMAN will have
6 willingly forfeited any and all legal claims and interests in the same asset and monies, and will be
7 forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between GOODMAN and the
9 Commission, GOODMAN understands that this Order does not preclude the Commission from
10 instituting other administrative proceedings based on violations that are not addressed by this
11 Order.

12 9. GOODMAN understands that this Order does not preclude the Commission from
13 referring this matter to any governmental agency for administrative, civil, or criminal proceedings
14 that may be related to the matters addressed by this Order.

15 10. GOODMAN understands that this Order does not preclude any other agency or
16 officer of the state of Arizona or its subdivisions from instituting administrative, civil or criminal
17 proceedings that may be related to matters addressed by this Order.

18 11. GOODMAN agrees that she will not apply to the state of Arizona for registration as
19 a securities dealer or salesman or for licensure as an investment adviser or investment adviser
20 representative unless and until such time that all restitution and penalties under this Order are paid
21 in full.

22 12. GOODMAN agrees that she will not exercise any control over any entity that offers
23 or sells securities or provides investment advisory services, within or from Arizona.

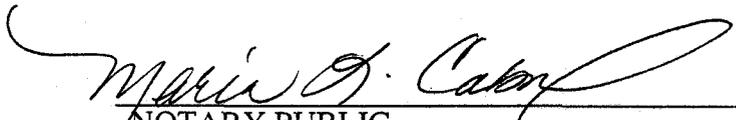
24 13. GOODMAN agrees that until restitution and penalties are paid in full, GOODMAN
25 will notify the Director of the Securities Division within 30 days of any change in home address or
26 any change in GOODMAN'S ability to pay amounts due under this Order.

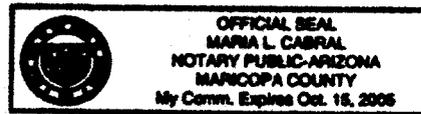
1 14. GOODMAN understands that a default shall render her liable to the Commission
2 for its costs of collection and interest at the maximum legal rate.

3 15. GOODMAN consents to the entry of this Order and agrees to be fully bound by its
4 terms and conditions. If GOODMAN breaches any provision of this Order, the Commission may
5 vacate this Order and restore this case to its active docket.

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7 
8 Respondent Joyce Goodman

9
10 SUBSCRIBED AND SWORN TO before me, by Joyce Goodman, this 28 day of
11 Aug, 2002.

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14 NOTARY PUBLIC



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17 My Commission Expires:

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CONSENT TO ENTRY OF ORDER

1
2 1. Respondent Bob's Cash Express, Inc. ("CASH EXPRESS"), an Arizona
3 corporation, admits the jurisdiction of the Commission over the subject matter of this proceeding.
4 CASH EXPRESS acknowledges that it has been fully advised of its right to a hearing to present
5 evidence and call witnesses, and that CASH EXPRESS knowingly and voluntarily waives any and
6 all rights to a hearing before the Commission and all other rights otherwise available under Article
7 11 of the Securities Act of Arizona ("Securities Act") and Title 14 of the Arizona Administrative
8 Code. CASH EXPRESS acknowledges that this Order to Cease and Desist, Order of Restitution,
9 Order for Administrative Penalties and Consent to Same (hereinafter "Order") constitutes a valid
10 final order of the Commission.

11 2. CASH EXPRESS knowingly and voluntarily waives any right it may have under
12 Article 12 of the Securities Act to judicial review by any court by way of suit, appeal, or
13 extraordinary relief resulting from the entry of this Order.

14 3. CASH EXPRESS acknowledges and agrees that this Order is entered into freely
15 and voluntarily and that no promise was made or coercion used to induce such entry.

16 4. CASH EXPRESS acknowledges that it has been represented by counsel in this
17 matter, that CASH EXPRESS'S principal has reviewed this Order with such counsel, and that
18 CASH EXPRESS'S principal understands each of the terms and conditions contained therein.

19 5. CASH EXPRESS neither admits nor denies the Findings of Fact and Conclusions
20 of Law contained in this Order. CASH EXPRESS agrees that it shall acknowledge the existence
21 of this Order in any present or future administrative proceeding before the Commission or before
22 any other state agency in connection with the issuance of any license or registration required to
23 engage in the practice of selling securities or provision of investment advisory services.

24 6. By consenting to the entry of this Order, CASH EXPRESS agrees not to take any
25 action or to make, or permit to be made, any public statement denying, directly or indirectly, any
26 Finding of Fact or Conclusion of Law in this Order or creating the impression that this Order is

1 without factual basis. CASH EXPRESS will undertake steps necessary to assure that all of its
2 agents and employees understand and comply with this agreement.

3 7. CASH EXPRESS understands and agrees that if the initial restitution payment due
4 under this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset
5 and monies seized in connection with this matter on or about May 8, 2002, CASH EXPRESS will
6 have willingly forfeited any and all legal claims and interests in the same asset and monies, and
7 will be forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between CASH EXPRESS and
9 the Commission, CASH EXPRESS understands that this Order does not preclude the Commission
10 from instituting other administrative proceedings based on violations that are not addressed by this
11 Order.

12 9. CASH EXPRESS understands that this Order does not preclude the Commission
13 from referring this matter to any governmental agency for administrative, civil, or criminal
14 proceedings that may be related to the matters addressed by this Order.

15 10. CASH EXPRESS understands that this Order does not preclude any other agency
16 or officer of the state of Arizona or its subdivisions from instituting administrative, civil or
17 criminal proceedings that may be related to matters addressed by this Order.

18 11. CASH EXPRESS agrees that it will not apply to the state of Arizona for
19 registration as a securities dealer or for licensure as an investment adviser unless and until such
20 time that all restitution and penalties under this Order are paid in full.

21 12. CASH EXPRESS agrees that it will not exercise any control over any entity that
22 offers or sells securities or provides investment advisory services, within or from Arizona.

23 13. CASH EXPRESS agrees that until restitution and penalties are paid in full, CASH
24 EXPRESS will notify the Director of the Securities Division within 30 days of any change in
25 address or any change in CASH EXPRESS'S ability to pay amounts due under this Order.

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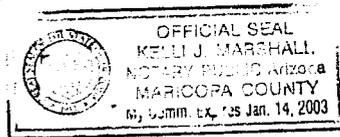
1 14. CASH EXPRESS understands that a default shall render it liable to the
2 Commission for its costs of collection and interest at the maximum legal rate.

3 15. CASH EXPRESS consents to the entry of this Order and agrees to be fully bound
4 by its terms and conditions. If CASH EXPRESS breaches any provision of this Order, the
5 Commission may vacate this Order and restore this case to its active docket.

6
7
8 Bob's Cash Express, Inc.

9
10 By: Robert H. Roberts
11 Its: President
12

13
14 SUBSCRIBED AND SWORN TO before me, by Robert H. Roberts, this 30th day of
15 August, 2002.



18 Kelli J. Marshall
19 NOTARY PUBLIC

20 My Commission Expires:

21 January 14, 2003
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CONSENT TO ENTRY OF ORDER

1
2 1. Respondent Bob's Land One, Inc. ("LAND ONE"), an Arizona corporation, admits
3 the jurisdiction of the Commission over the subject matter of this proceeding. LAND ONE
4 acknowledges that it has been fully advised of its right to a hearing to present evidence and call
5 witnesses, and that LAND ONE knowingly and voluntarily waives any and all rights to a hearing
6 before the Commission and all other rights otherwise available under Article 11 of the Securities
7 Act of Arizona ("Securities Act") and Title 14 of the Arizona Administrative Code. LAND ONE
8 acknowledges that this Order to Cease and Desist, Order of Restitution, Order for Administrative
9 Penalties and Consent to Same (hereinafter "Order") constitutes a valid final order of the
10 Commission.

11 2. LAND ONE knowingly and voluntarily waives any right it may have under Article
12 12 of the Securities Act to judicial review by any court by way of suit, appeal, or extraordinary
13 relief resulting from the entry of this Order.

14 3. LAND ONE acknowledges and agrees 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. LAND ONE acknowledges that it has been represented by counsel in this matter,
17 that LAND ONE'S principal has reviewed this Order with such counsel, and that LAND ONE'S
18 principal understands each of the terms and conditions contained therein.

19 5. LAND ONE neither admits nor denies the Findings of Fact and Conclusions of
20 Law contained in this Order. LAND ONE agrees that it shall acknowledge the existence of this
21 Order in any present or future administrative proceeding before the Commission or before any
22 other state agency in connection with the issuance of any license or registration required to engage
23 in the practice of selling securities or provision of investment advisory services.

24 6. By consenting to the entry of this Order, LAND ONE agrees not to take any action
25 or to make, or permit to be made, any public statement denying, directly or indirectly, any Finding
26 of Fact or Conclusion of Law in this Order or creating the impression that this Order is without

1 factual basis. LAND ONE will undertake steps necessary to assure that all of its agents and
2 employees understand and comply with this agreement.

3 7. LAND ONE understands and agrees that if the initial restitution payment due under
4 this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and
5 monies seized in connection with this matter on or about May 8, 2002, LAND ONE will have
6 willingly forfeited any and all legal claims and interests in the same asset and monies, and will be
7 forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between LAND ONE and the
9 Commission, LAND ONE understands that this Order does not preclude the Commission from
10 instituting other administrative proceedings based on violations that are not addressed by this
11 Order.

12 9. LAND ONE understands that this Order does not preclude the Commission from
13 referring this matter to any governmental agency for administrative, civil, or criminal proceedings
14 that may be related to the matters addressed by this Order.

15 10. LAND ONE understands that this Order does not preclude any other agency or
16 officer of the state of Arizona or its subdivisions from instituting administrative, civil or criminal
17 proceedings that may be related to matters addressed by this Order.

18 11. LAND ONE agrees that it will not apply to the state of Arizona for registration as a
19 securities dealer or for licensure as an investment adviser unless and until such time that all
20 restitution and penalties under this Order are paid in full.

21 12. LAND ONE agrees that it will not exercise any control over any entity that offers or
22 sells securities or provides investment advisory services, within or from Arizona.

23 13. LAND ONE agrees that until restitution and penalties are paid in full, LAND ONE
24 will notify the Director of the Securities Division within 30 days of any change in address or any
25 change in LAND ONE'S ability to pay amounts due under this Order.

26 ...

CONSENT TO ENTRY OF ORDER

1
2 1. Respondent Challenge/Land USA, Inc. ("CHALLENGE"), an Arizona corporation,
3 admits the jurisdiction of the Commission over the subject matter of this proceeding.
4 CHALLENGE acknowledges that it has been fully advised of its right to a hearing to present
5 evidence and call witnesses, and that CHALLENGE knowingly and voluntarily waives any and all
6 rights to a hearing before the Commission and all other rights otherwise available under Article 11
7 of the Securities Act of Arizona ("Securities Act") and Title 14 of the Arizona Administrative
8 Code. CHALLENGE acknowledges that this Order to Cease and Desist, Order of Restitution,
9 Order for Administrative Penalties and Consent to Same (hereinafter "Order") constitutes a valid
10 final order of the Commission.

11 2. CHALLENGE knowingly and voluntarily waives any right it may have under
12 Article 12 of the Securities Act to judicial review by any court by way of suit, appeal, or
13 extraordinary relief resulting from the entry of this Order.

14 3. CHALLENGE acknowledges and agrees 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. CHALLENGE acknowledges that it has been represented by counsel in this matter,
17 that CHALLENGE'S principal has reviewed this Order with such counsel, and that
18 CHALLENGE'S principal understands each of the terms and conditions contained therein.

19 5. CHALLENGE neither admits nor denies the Findings of Fact and Conclusions of
20 Law contained in this Order. CHALLENGE agrees that it shall acknowledge the existence of this
21 Order in any present or future administrative proceeding before the Commission or before any
22 other state agency in connection with the issuance of any license or registration required to engage
23 in the practice of selling securities or provision of investment advisory services.

24 6. By consenting to the entry of this Order, CHALLENGE agrees not to take any
25 action or to make, or permit to be made, any public statement denying, directly or indirectly, any
26 Finding of Fact or Conclusion of Law in this Order or creating the impression that this Order is

1 without factual basis. CHALLENGE will undertake steps necessary to assure that all of its agents
2 and employees understand and comply with this agreement.

3 7. CHALLENGE understands and agrees that if the initial restitution payment due
4 under this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset
5 and monies seized in connection with this matter on or about May 8, 2002, CHALLENGE will
6 have willingly forfeited any and all legal claims and interests in the same asset and monies, and
7 will be forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between CHALLENGE and the
9 Commission, CHALLENGE understands that this Order does not preclude the Commission from
10 instituting other administrative proceedings based on violations that are not addressed by this
11 Order.

12 9. CHALLENGE understands that this Order does not preclude the Commission from
13 referring this matter to any governmental agency for administrative, civil, or criminal proceedings
14 that may be related to the matters addressed by this Order.

15 10. CHALLENGE understands that this Order does not preclude any other agency or
16 officer of the state of Arizona or its subdivisions from instituting administrative, civil or criminal
17 proceedings that may be related to matters addressed by this Order.

18 11. CHALLENGE agrees that it will not apply to the state of Arizona for registration
19 as a securities dealer or for licensure as an investment adviser unless and until such time that all
20 restitution and penalties under this Order are paid in full.

21 12. CHALLENGE agrees that it will not exercise any control over any entity that
22 offers or sells securities or provides investment advisory services, within or from Arizona.

23 13. CHALLENGE agrees that until restitution and penalties are paid in full,
24 CHALLENGE will notify the Director of the Securities Division within 30 days of any change in
25 address or any change in CHALLENGE'S ability to pay amounts due under this Order.

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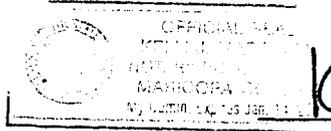
14. CHALLENGE understands that a default shall render it liable to the Commission for its costs of collection and interest at the maximum legal rate.

15. CHALLENGE consents to the entry of this Order and agrees to be fully bound by its terms and conditions. If CHALLENGE breaches any provision of this Order, the Commission may vacate this Order and restore this case to its active docket.

Challenge/Land USA, Inc.

By: Robert H. Roberts
Its: CEO

SUBSCRIBED AND SWORN TO before me, by Robert H. Roberts, this 30th day of August, 2002.

 OFFICIAL SEAL
Kelli J. Marshall
NOTARY PUBLIC

My Commission Expires:
January 14, 2003

CONSENT TO ENTRY OF ORDER

1
2 1. Respondent Arizona Digital Security Tech., Inc. ("ADST"), an Arizona
3 corporation, admits the jurisdiction of the Commission over the subject matter of this proceeding.
4 ADST acknowledges that it has been fully advised of its right to a hearing to present evidence and
5 call witnesses, and that ADST knowingly and voluntarily waives any and all rights to a hearing
6 before the Commission and all other rights otherwise available under Article 11 of the Securities
7 Act of Arizona ("Securities Act") and Title 14 of the Arizona Administrative Code. ADST
8 acknowledges that this Order to Cease and Desist, Order of Restitution, Order for Administrative
9 Penalties and Consent to Same (hereinafter "Order") constitutes a valid final order of the
10 Commission.

11 2. ADST knowingly and voluntarily waives any right it may have under Article 12 of
12 the 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. ADST acknowledges and agrees 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. ADST acknowledges that it has been represented by counsel in this matter, that
17 ADST'S principal has reviewed this Order with such counsel, and that ADST'S principal
18 understands each of the terms and conditions contained therein.

19 5. ADST neither admits nor denies the Findings of Fact and Conclusions of Law
20 contained in this Order. ADST agrees that it shall acknowledge the existence of this Order in any
21 present or future administrative proceeding before the Commission or before any other state
22 agency in connection with the issuance of any license or registration required to engage in the
23 practice of selling securities or provision of investment advisory services.

24 6. By consenting to the entry of this Order, ADST agrees not to take any action or to
25 make, or permit to be made, any public statement denying, directly or indirectly, any Finding of
26 Fact or Conclusion of Law in this Order or creating the impression that this Order is without

1 factual basis. ADST will undertake steps necessary to assure that all of its agents and employees
2 understand and comply with this agreement.

3 7. ADST understands and agrees that if the initial restitution payment due under this
4 Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and monies
5 seized in connection with this matter on or about May 8, 2002, ADST will have willingly forfeited
6 any and all legal claims and interests in the same asset and monies, and will be forever barred and
7 estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between ADST and the
9 Commission, ADST understands that this Order does not preclude the Commission from
10 instituting other administrative proceedings based on violations that are not addressed by this
11 Order.

12 9. ADST understands that this Order does not preclude the Commission from referring
13 this matter to any governmental agency for administrative, civil, or criminal proceedings that may
14 be related to the matters addressed by this Order.

15 10. ADST understands that this Order does not preclude any other agency or officer of
16 the state of Arizona or its subdivisions from instituting administrative, civil or criminal
17 proceedings that may be related to matters addressed by this Order.

18 11. ADST agrees that it will not apply to the state of Arizona for registration as a
19 securities dealer or for licensure as an investment adviser unless and until such time that all
20 restitution and penalties under this Order are paid in full.

21 12. ADST agrees that it will not exercise any control over any entity that offers or sells
22 securities or provides investment advisory services, within or from Arizona.

23 13. ADST agrees that until restitution and penalties are paid in full, ADST will notify
24 the Director of the Securities Division within 30 days of any change in address or any change in
25 ADST'S ability to pay amounts due under this Order.

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14. ADST understands that a default shall render it liable to the Commission for its costs of collection and interest at the maximum legal rate.

15. ADST consents to the entry of this Order and agrees to be fully bound by its terms and conditions. If ADST breaches any provision of this Order, the Commission may vacate this Order and restore this case to its active docket.

Arizona Digital Security Tech., Inc.

By: Robert H. Roberts
Its: president

SUBSCRIBED AND SWORN TO before me, by Robert H. Roberts, this 30th day of August, 2002.

 Kelli J Marshall
NOTARY PUBLIC

My Commission Expires:
January 14, 2003

CONSENT TO ENTRY OF ORDER

1
2 1. Respondent American Dish Tech., Inc. ("ADT"), an Arizona corporation, admits
3 the jurisdiction of the Commission over the subject matter of this proceeding. ADT acknowledges
4 that it has been fully advised of its right to a hearing to present evidence and call witnesses, and
5 that ADT knowingly and voluntarily waives any and all rights to a hearing before the Commission
6 and all other rights otherwise available under Article 11 of the Securities Act of Arizona
7 ("Securities Act") and Title 14 of the Arizona Administrative Code. ADT acknowledges that this
8 Order to Cease and Desist, Order of Restitution, Order for Administrative Penalties and Consent to
9 Same (hereinafter "Order") constitutes a valid final order of the Commission.

10 2. ADT knowingly and voluntarily waives any right it may have under Article 12 of
11 the Securities Act to judicial review by any court by way of suit, appeal, or extraordinary relief
12 resulting from the entry of this Order.

13 3. ADT acknowledges and agrees that this Order is entered into freely and voluntarily
14 and that no promise was made or coercion used to induce such entry.

15 4. ADT acknowledges that it has been represented by counsel in this matter, that
16 ADT'S principal has reviewed this Order with such counsel, and that ADT'S principal understands
17 each of the terms and conditions contained therein.

18 5. ADT neither admits nor denies the Findings of Fact and Conclusions of Law
19 contained in this Order. ADT agrees that it shall acknowledge the existence of this Order in any
20 present or future administrative proceeding before the Commission or before any other state
21 agency in connection with the issuance of any license or registration required to engage in the
22 practice of selling securities or provision of investment advisory services.

23 6. By consenting to the entry of this Order, ADT agrees not to take any action or to
24 make, or permit to be made, any public statement denying, directly or indirectly, any Finding of
25 Fact or Conclusion of Law in this Order or creating the impression that this Order is without
26

1 factual basis. ADT will undertake steps necessary to assure that all of its agents and employees
2 understand and comply with this agreement.

3 7. ADT understands and agrees that if the initial restitution payment due under this
4 Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and monies
5 seized in connection with this matter on or about May 8, 2002, ADT will have willingly forfeited
6 any and all legal claims and interests in the same asset and monies, and will be forever barred and
7 estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between ADT and the
9 Commission, ADT understands that this Order does not preclude the Commission from instituting
10 other administrative proceedings based on violations that are not addressed by this Order.

11 9. ADT understands that this Order does not preclude the Commission from referring
12 this matter to any governmental agency for administrative, civil, or criminal proceedings that may
13 be related to the matters addressed by this Order.

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

17 11. ADT agrees that it will not apply to the state of Arizona for registration as a
18 securities dealer or for licensure as an investment adviser unless and until such time that all
19 restitution and penalties under this Order are paid in full.

20 12. ADT agrees that it will not exercise any control over any entity that offers or sells
21 securities or provides investment advisory services, within or from Arizona.

22 13. ADT agrees that until restitution and penalties are paid in full, ADT will notify the
23 Director of the Securities Division within 30 days of any change in address or any change in
24 ADT'S ability to pay amounts due under this Order.

25 14. ADT understands that a default shall render it liable to the Commission for its costs
26 of collection and interest at the maximum legal rate.

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15. ADT consents to the entry of this Order and agrees to be fully bound by its terms and conditions. If ADT breaches any provision of this Order, the Commission may vacate this Order and restore this case to its active docket.

American Dish Tech., Inc.

By: Robert H. Roberts
Its: president

SUBSCRIBED AND SWORN TO before me, by Robert H. Roberts, this 30th day of August, 2002.



Kelli J. Marshall
NOTARY PUBLIC

My Commission Expires:

January 14, 2003

1 JANET NAPOLITANO
Attorney General
2 (Firm State Bar No. 14000)
Jeffrey A. Rueter, # 015277
3 Assistant Attorney General
1275 West Washington Street
Phoenix, Arizona 85007
4 Telephone: (602) 542-3881
Attorneys for the STATE
5

6 IN THE SUPERIOR COURT OF THE STATE OF ARIZONA
7 IN AND FOR THE COUNTY OF MARICOPA

8 IN THE MATTER OF:)
9 BOB'S CASH EXPRESS, INC.,) NO. SW 2002-000333
ET AL. AS DESCRIBED)
10 IN APPENDIX ONE HERETO)
11

12 1) The undersigned hereby consent to entry of final judgment forfeiting the property
13 listed on Appendix One hereto, pursuant to the terms set forth in the proposed Order to Cease and
14 Desist, Order of Restitution, Order for Administrative Penalties and Consent to Same By:
15 Respondents Bob's Cash Express, Inc., Bob's Land One, Inc., Challenge/Land USA, Inc., Arizona
16 Digital Security Tech., Inc, American Dish Tech., Inc., Robert H. Roberts, Garrett L. Wright, Dan
17 R. Harper, and Joyce Goodman (hereafter ACC Order) before the Arizona Corporation Commission
18 in Docket No. S-03474A-02-0000, a copy of which is attached hereto.
19

20 2) The undersigned acknowledge that they have been served with a copy of the Notice
21 of Pending Forfeiture, admit the jurisdiction of the Court, agree that the findings of fact and
22 conclusions of law set forth in the proposed ACC Order will be entered, are aware of their right to
23 trial in this matter and have waived same.
24

25 3) The undersigned state that, except as provided in the proposed ACC Order, no
26 promise of any kind or nature whatsoever was made to anyone to induce the undersigned to enter
27 into this Consent to Forfeiture and that they have entered into this Consent to Forfeiture voluntarily.
28

4) The undersigned acknowledge that the State's acceptance of this Consent to Forfeiture is solely for the purpose of settling this in rem forfeiture proceeding, and does not preclude the State, or any subdivision thereof, from instituting other civil or criminal proceedings as may be appropriate now or in the future.

Agreed:



MICHAEL SALCIDO, Esq.
Gust Rosenfeld PLC
201 E Washington Suite 800
Phoenix, AZ 85003-2327
Attorney for Bob's Cash Express, Bob's Land One, Arizona Digital Security, American Dish Tech, Robert H. Roberts, Dan R. Harper Joyce Goodman, and Garrett L. Wright

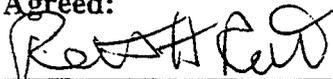
Accepted:

JANET NAPOLITANO
Attorney General

By:

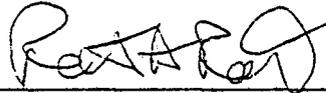
Jeffrey A. Rueter
Assistant Attorney General

Agreed:

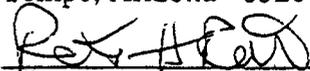


BOB'S CASH EXPRESS, INC.
2155 East University Drive, Suite 110
Tempe, Arizona 85281

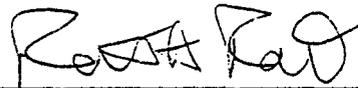
Agreed:



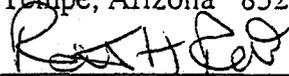
ARIZONA DIGITAL SECURITY TECH., INC.
2155 East University Drive, Suite 110
Tempe, Arizona 85281



BOB'S LAND ONE, INC.
2155 East University Drive, Suite 110
Tempe, Arizona 85281



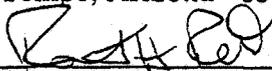
AMERICAN DISH TECH., INC.
2155 East University Drive, Suite 110
Tempe, Arizona 85281



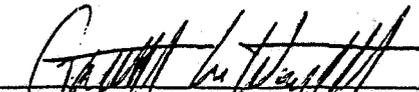
CHALLENGE/LAND USA, INC.
2155 East University Drive, Suite 110
Tempe, Arizona 85281



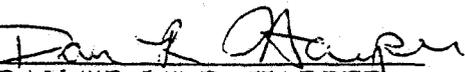
JOYCE GOODMAN
2141 South Palo Verde Drive
Apache Junction, Arizona 85220



ROBERT H. ROBERTS
1300 West Warner Road, #2113
Gilbert, Arizona 85233



GARRETT L. WRIGHT
5530 North 17th Avenue, Apt. #A23
Phoenix, AZ 85015



DAN ("D.J.") R. HARPER
550 East Earll Drive, #7
Phoenix, Arizona 85012

APPENDIX ONE TO CONSENT TO FORFEITURE

Item One: Funds seized from bank accounts, totaling \$166,367.87, plus all interest accruing on said funds, including the following Bank Accounts:

- a. Bob's Cash Express House Acct. #0078277432
- b. Bob's Cash Express Payroll Acct. #0078277440
- c. Bob's Cash Express Operations Acct. #0078277459
- d. Bob's Cash Express Investor Acct. #0078277467
- e. Bob's Land One Acct. #0078277424
- f. Arizona Digital Security Tech Acct. #0086885301
- g. American Dish Tech Acct. #0086885298
- h. Bob's Cash Express Acct. #0086885719
- i. Bob's Cash Express Petty Cash Acct. #0086884852
- j. Arizona Digital Security Tech Acct. II #0086883392

Item Two: Vehicle or its value posted as bond in the amount of \$33,645.00.

- a. Description: 2000 Cadillac Escalade 4-door SUV
License Plate: 468-EGE
VIN: 1GYEK13R6YR145299
Registered Owner: ARIZONA DIGITAL SECURITY TECH
2155 East University Avenue,
Suite 110, Tempe, AZ
- Lienholders: NONE

Consent to Forfeiture of Computer Equipment

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2
3 1) The undersigned hereby consents to the forfeiture of any and all ownership interest
4 in the personal computers, computer-related server equipment, and any related computer hardware
5 previously seized by warrant issued by the Superior Court of the State of Arizona in and for the
6 County of Maricopa in the Matter of Bob's Cash Express, Inc., et al., designated SW 2002-000333.

7 2) The undersigned understands and agrees that the voluntary forfeiture of these items
8 will be deemed a partial payment towards the restitution obligations arising out of the Arizona
9 Corporation Commission's Order to Cease and Desist, Order of Restitution, Order for
10 Administrative Penalties and Consent to Same By: Respondents Bob's Cash Express, Bob's Land
11 One, Inc., Challenge/Land USA, Inc., Arizona Digital Security Tech, Inc., American Dish Tech,
12 Inc., Robert H. Roberts Garrett L. Wright, Dan R. Harper, and Joyce Goodman (Docket No. S-
13 03474A-02-0000, hereinafter the "ACC Order"), and that any proceeds resulting from a sale of these
14 items will be credited towards the Respondents' restitution obligations as included in the ACC
15 Order.

16 3) The undersigned acknowledges that the dollar amount credited to the restitution
17 obligations as outlined in the ACC Order will be determined by the net sales proceeds of these
18 items, if any, and that the Arizona Corporation Commission will have sole discretion with respect to
19 the manner, terms and timing of the equipment's liquidation.

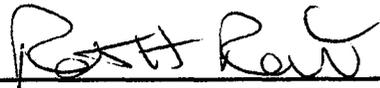
20 4) The undersigned affirms that he is the rightful owner of the computer equipment that
21 is the subject of this forfeiture, and that they are authorized under law to forfeit this property free of
22 any competing ownership claims.

23 5) The undersigned states that, except as provided in the ACC Order, no promise of any
24 kind or nature was made to induce the undersigned to enter in this Consent to Forfeiture, and that the
25 undersigned has entered into this Consent to Forfeiture freely and voluntarily.

26
EXHIBIT B

1 6) The undersigned acknowledges that the Arizona Corporation Commission's
2 acceptance of this Consent to Forfeiture is solely for the purpose of satisfying a portion of the
3 restitution obligation as set forth in the ACC Order, and that it does not preclude the Arizona
4 Corporation Commission, or any other state agency or subdivision thereof, from instituting other
5 civil or criminal proceedings as may be warranted both now or in the future.

6
7
8 **Signed:**

9 
10 **ROBERT H. ROBERTS**
11 1300 West Warner Road, #2113
12 Gilbert, Arizona 85233

13
14 **Agreed to as to form and content:**

15 
16
17 **MICHAEL SALCIDO, Esq.**
18 Renaud, Cook & Drury, P.A.
19 Two Renaissance Square
20 40 North Central Avenue, Suite 1600
21 Phoenix, Arizona 85004
22 Attorneys for Respondent
23 Robert H. Roberts,
24
25
26