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BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

- GARY PIERCE – Chairman
- BOB STUMP
- SANDRA D. KENNEDY
- PAUL NEWMAN
- BRENDA BURNS

2011 AUG 24 P 1:42

AZ CORP COMMISSION  
DOCKET CONTROL

IN THE MATTER OF:

DOCKET NO. S-20812A-11-0281

TERRY L. SAMUELS and ELISABETH SAMUELS, husband and wife;

JAMES F. CURCIO and JILL L. CURCIO, husband and wife;

3-CG, LLC, an Arizona limited liability company;

CHOICE PROPERTY GROUP, LLC, an Arizona limited liability company;

AZIN INVESTOR GROUP, LLC, an Arizona limited liability company;

AZIN INVESTOR GROUP II, LLC, an Arizona limited liability company;

AZIN INVESTOR GROUP III, LLC, an Arizona limited liability company;

AZIN INVESTOR GROUP IV, LLC, an Arizona limited liability company;

COMBINED HOLDINGS IV, LLC, an Arizona limited liability company; and

COMBINED HOLDINGS V, LLC, an Arizona limited liability company,

RESPONDENTS.

Arizona Corporation Commission

DOCKETED

AUG 24 2011

DOCKETED BY

**THIRD**  
**PROCEDURAL ORDER**  
**(Schedules Status Conference)**

BY THE COMMISSION:

On July 18, 2011, the Securities Division (“Division”) of the Arizona Corporation Commission (“Commission”) filed a Notice of Opportunity for Hearing (“Notice”) against the following individuals and entities: Terry L. Samuels and Elisabeth Samuels, husband and wife; James F. Curcio and Jill L. Curcio, husband and wife; 3-CG, LLC, an Arizona limited liability

1 company ("3-CG"); Choice Property Group, LLC, an Arizona limited liability company ("CPG");  
2 AZIN Investor Group, LLC, an Arizona limited liability company ("AZING"); AZIN Investor  
3 Group II, LLC, an Arizona limited liability company ("AZING II"); AZIN Investor Group III, LLC,  
4 an Arizona limited liability company ("AZING III"); AZIN Investor Group IV, LLC, an Arizona  
5 limited liability company ("AZING IV"); Combined Holdings IV, LLC, an Arizona limited liability  
6 company ("CH IV"); and Combined Holdings V, LLC, an Arizona limited liability company ("CH  
7 V") (collectively "Respondents") in which the Division alleged multiple violations of the Arizona  
8 Securities Act ("Act") in connection with the offer and sale of securities in the form of notes and  
9 investment contracts. The spouses ("Respondent Spouses") of Respondents Terry Samuels and  
10 James Curcio were joined in the action pursuant to A.R.S. § 44-2031(C) solely for the purpose of  
11 determining the liability of their respective marital communities.

12 The Respondents were duly served with copies of the Notice.

13 On August 2, 2011, signed requests for hearing were filed by Terry and Elisabeth Samuels,  
14 and Terry Samuels on behalf of 3-CG, CPG, CH IV and CH V. A request for hearing was also filed  
15 by James and Jill Curcio; however, only Mr. Curcio signed this request. There were no requests for  
16 hearing filed for AZING, AZING II, AZING III or AZING IV.

17 On August 4, 2011, by Procedural Order, a pre-hearing conference was scheduled on August  
18 23, 2011.

19 On August 10, 2011, an amended request for hearing was filed by the Curcios. This request  
20 was signed by both James and Jill Curcio. Mr. Curcio also signed this request on behalf of AZING,  
21 AZING II, AZING III, and AZING IV as their manager and as the co-manager of CH IV and CH V.

22 On August 17, 2011, by Procedural Order, all of the Respondents were apprised of the pre-  
23 hearing conference as previously ordered by the Commission.

24 On August 23, 2011, at the pre-hearing conference, the Division appeared with counsel, an  
25 attorney appeared on behalf of Mr. and Mrs. Samuels and Mr. Curcio appeared on his own behalf.  
26 Mr. Curcio was advised that, pursuant to Rules of the Arizona Supreme Court, Rule 31, he cannot  
27 represent his spouse in the proceeding. However, since she has signed a request for hearing she may  
28 appear on her own behalf.

1 The Division and Respondents are discussing a possible resolution of the proceeding, but  
2 additional time will be required to conclude any possible Consent Orders which will require the  
3 Commission's approval.

4 Accordingly, a status conference should be scheduled

5 IT IS THEREFORE ORDERED that a **status conference** shall be held **October 27, 2011, at**  
6 **9:30 a.m.**, at the Commission's offices, 1200 West Washington Street, **2<sup>nd</sup> Floor Conference Room,**  
7 **Phoenix, Arizona.**

8 IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113-Unauthorized  
9 Communications) applies to this proceeding as the matter is now set for public hearing.

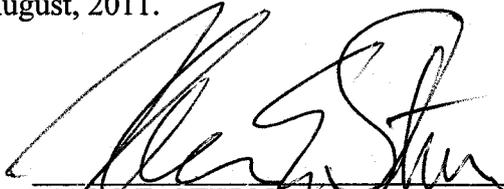
10 IT IS FURTHER ORDERED that withdrawal or representation must be made in compliance  
11 with A.A.C. R14-3-104(E) and Rule 1.16 of the Rules of Professional Conduct (under Rule 42 of the  
12 Rules of the Arizona Supreme Court). Representation before the Commission includes appearances  
13 at all hearings and procedural conferences, as well as all Open Meetings for which the matter is  
14 scheduled for discussion, unless counsel has previously been granted permission to withdraw by the  
15 Administrative Law Judge or the Commission.

16 IT IS FURTHER ORDERED that all parties must comply with Rules 31 and 38 of the Rules  
17 of the Arizona Supreme Court and A.R.S. § 40-243 with respect to practice of law and admission  
18 *pro hac vice*.

19 IT IS FURTHER ORDERED that Respondent's request for discovery shall be taken under  
20 advisement.

21 IT IS FURTHER ORDERED that the Presiding Officer may rescind, alter, amend, or waive  
22 any portion of this Procedural Order either by subsequent Procedural Order or by ruling at hearing.

23 DATED this 24<sup>th</sup> day of August, 2011.

24  
25  
26   
27 **MARC E. STERN**  
**ADMINISTRATIVE LAW JUDGE**

1 Copies of the foregoing mailed/delivered  
2 this 24<sup>th</sup> day of August, 2011 to:

3 Terry L. Samuels  
4 Elisabeth Samuels  
5 3-CG, LLC  
6 CHOICE PROPERTY GROUP, LLC  
7 COMBINED HOLDINGS IV, LLC  
8 COMBINED HOLDINGS V, LLC  
9 3508 North 81<sup>st</sup> Street  
10 Scottsdale, AZ 85251-4858

11 James F. Curcio  
12 Jill L. Curcio  
13 AZIN INVESTOR GROUP, LLC  
14 AZIN INVESTOR GROUP II, LLC  
15 AZIN INVESTOR GROUP III, LLC  
16 AZIN INVESTOR GROUP IV, LLC  
17 9330 East Rocky Lake Drive  
18 Sun Lakes, AZ 85248-7329

19 Matt Neubert, Director  
20 Securities Division  
21 ARIZONA CORPORATION COMMISSION  
22 1300 West Washington Street  
23 Phoenix, AZ 85007

24 ARIZONA REPORTING SERVICE, INC.  
25 2200 North Central Avenue, Suite 502  
26 Phoenix, AZ 85004

27 By:   
28 Debra Broyles  
Secretary to Marc E. Stern