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BEFORE THE ARIZONA CORPORATION

COMMISSIONERS

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

AZ CORP SEC DIVISION  
DOCKET CONTROL

2012 NOV 19 PM 2 57

In the matter of:

DOCKET NO. S-20844A-12-0122

SEED CORPORATION, an Arizona Corporation dissolved by administrative action;

Arizona Corporation Commission  
DOCKETED

RANDALL DUANE SIMONSON and MARILYN J. SIMONSON, husband and wife; and

NOV 19 2012

KARL HENRY REHBERG AKA SHAWN PIERCE, and HELEN REHBERG AKA LISA PIERCE, husband and wife;

DOCKETED  
*DM*

Respondents.

**FIFTH**  
**PROCEDURAL ORDER**  
**(Continues Hearing)**

BY THE COMMISSION:

On March 30, 2012, the Securities Division ("Division") of the Arizona Corporation Commission ("Commission") filed a Notice of Opportunity for Hearing ("Notice") against SEED Corporation ("SEED"), Randall Duane Simonson and Marilyn J. Simonson, husband and wife, and Karl Henry Rehberg aka Shawn Pierce, and Helen Rehberg aka Lisa Pierce, husband and wife (collectively "Respondents"), in which the Division alleged multiple violations of the Arizona Securities Act ("Act") in connection with the offer and sale of securities in the form of stock and notes.

The Respondent Spouses, Marilyn J. Simonson and Helen Rehberg aka Lisa Pierce, were joined in the action for the purpose of determining the liability of the marital communities pursuant to A.R.S. § 44-2031(C).

The Respondents were duly served with copies of the Notice.

On April 13, 2012, Respondents Randall Duane Simonson and Marilyn J. Simonson filed a request for hearing in this matter.

1 On April 23, 2012, by Procedural Order, a pre-hearing conference was scheduled on May 9,  
2 2012, in response to the Simonsons' request for hearing.

3 On May 3, 2012, Respondents Karl Henry Rehberg and Helen Rehberg filed requests for  
4 hearing in this matter.

5 On May 7, 2012, by Procedural Order, a second pre-hearing conference was scheduled on  
6 May 30, 2012, in response to the Rehbergs' requests for hearing.

7 On May 9 and May 30, 2012, the pre-hearing conferences were held as scheduled. The  
8 Division appeared with counsel and the Simonson Respondents appeared on their own behalf at the  
9 May 9, 2012, pre-hearing conference and the parties indicated they were discussing a possible  
10 settlement with respect to the Simonson Respondents.

11 On May 30, 2012, at the second pre-hearing conference scheduled in response to the  
12 Rehbergs' requests for a hearing, the Division appeared with counsel and Mr. Simonson appeared on  
13 his own behalf. The Rehbergs did not appear. The Division and the Simonsons were continuing their  
14 discussions, but in the interim the Division requested that a hearing be scheduled.

15 On May 31, 2012, by Procedural Order, a hearing was scheduled to commence on November  
16 13, 2012, with additional days of hearing on November 26, 27, 28, 29 and 30, 2012.

17 On October 29, 2012, it was determined that a scheduling conflict had arisen with the  
18 scheduled commencement of the proceeding on November 13, 2012, and it was necessary to  
19 reschedule the commencement of the proceeding by Procedural Order to November 26, 2012.

20 On November 19, 2012, it became necessary to continue the proceeding due to on-going  
21 construction renovations at the Commission during the dates of the scheduled hearing.

22 Accordingly, the hearing should be continued.

23 IT IS THEREFORE ORDERED that the **hearing scheduled to commence on November 26,**  
24 **2012, is hereby continued.**

25 IT IS FURTHER ORDERED that the **hearing** shall commence on **January 8, 2013, at 10:00**  
26 **a.m.**, at the Commission's offices, 1200 West Washington Street, Hearing Room No. 1, Phoenix,  
27 Arizona.

28 IT IS FURTHER ORDERED that the parties shall also reserve **January 9 and 10, 2013, for**

1 **additional days of hearing**, if necessary.

2 **IT IS FURTHER ORDERED that if the parties reach a resolution of the issues raised in**  
3 **the Notice prior to the hearing, the Division shall file a Motion to Vacate the proceeding.**

4 IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113-Unauthorized  
5 Communications) is in effect and shall remain in effect until the Commission's Decision in this  
6 matter is final and non-appealable.

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

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 the Presiding Administrative Law Judge may rescind, alter,  
17 amend, or waive any portion of this Procedural Order either by subsequent Procedural Order or by  
18 ruling at hearing.

19 DATED this 19<sup>th</sup> day of November, 2012.

20  
21  
22   
23 MARC E. STERN  
ADMINISTRATIVE LAW JUDGE

24 Copies of the foregoing mailed/delivered  
25 this 19<sup>th</sup> day of November, 2012 to:

26 Randall Duane Simonson  
27 Marilyn J. Simonson  
28 SEED CORPORATION  
10239 East Happy Valley Road  
Scottsdale, AZ 85255-2326

1 Karl Henry Rehberg  
Helen Rehberg  
2 7848 Sonoma Springs Circle, Apt. 108  
Lake Worth, FL 33463-7939  
3

4 Matt Neubert, Director  
Securities Division  
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6

7 ARIZONA REPORTING SERVICE, INC.  
2200 North Central Avenue, Suite 502  
Phoenix, AZ 85004-1481  
8

9 By:   
10 Debra Broyles  
Secretary to Marc E. Stern  
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