ORIGINAL

OPEN MEETING ITEM

12/6/12

0000140568

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

ERNEST G. JOHNSON
EXECUTIVE DIRECTOR

SECURITIES DIVISION
1300 West Washington, Third Floor
Phoenix, AZ 85007
TELEPHONE: (602) 542-4242
FAX: (602) 388-1335
E-MAIL: securitiesdiv@azcc.gov

ARIZONA CORPORATION COMMISSION

RECEIVED
AZ CORP COMM
DOCKET CONTROL
2012 NOV 26 AM 10 28

MEMORANDUM

Arizona Corporation Commission
DOCKETED
NOV 26 2012
DOCKETED BY

TO: Gary Pierce, Chairman
Bob Stump
Sandra D. Kennedy
Paul Newman
Brenda Burns

FROM: Matthew J. Neubert MN
Director of Securities

DATE: November 21, 2012

RE: *In re MAGLEV Wind Turbine Technologies, Inc., et al.,* Docket No. S-20788A-11-0096 / Ronnie Williams

CC: Ernest G. Johnson, Executive Director

Attached for your consideration is a proposed *Order to Cease and Desist, Order for Restitution, Order for Administrative Penalties, and Consent to Same by Respondent Ronnie Williams* ("Consent Order") executed by Respondent Ronnie Williams ("Williams").

The Consent Order finds that from approximately August 2007 through February 2010, Williams offered and sold to investors located throughout the United States interests in a proposed wind energy development project. The wind energy development project was to be located in Sierra Vista, Arizona. The Consent Order further finds that Williams violated A.R.S. §§ 44-1841 and 44-1842 by offering and selling unregistered securities while being unregistered as dealers or salesmen. It also finds that Williams violated the anti-fraud provisions of A.R.S. § 44-1991.

The Consent Order requires Williams to: (a) permanently cease and desist from violating the Securities Act; (b) pay restitution in the amount of $16,347,279.66; and (c) pay an administrative penalty in the amount of $125,000.00. The Division believes that this Consent Order is appropriate to protect the public welfare.

Originator: Stephen J. Womack

BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

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

In the matter of MAGLEV WIND TURBINE TECHNOLOGIES, INC., a Nevada corporation, MAGLEV RENEWABLE ENERGY RESOURCES, INC., a Wyoming corporation, RENEWABLE ENERGY DEVELOPMENT, INC., an Arizona corporation, RENEWABLE ENERGY SYSTEMS, INC., an Arizona corporation, EDWARD L. MAZUR and JANE DOE MAZUR, husband and wife, RONNIE WILLIAMS and JANE DOE WILLIAMS, husband and wife, MAG T INC., a Florida corporation, RLGMAN CORP., a Florida corporation, STABLE, LLC, an inactive Florida limited liability company, RICHARD L. GREEN, respondent, DONALD ANDREW ROTHMAN, respondent, Respondents.	DOCKET NO. S-20788A-11-0096 DECISION NO. _____ **ORDER TO CEASE AND DESIST, ORDER FOR RESTITUTION, ORDER FOR ADMINISTRATIVE PENALTIES, AND CONSENT TO SAME BY RESPONDENT RONNIE WILLIAMS**

Respondent RONNIE WILLIAMS ("WILLIAMS") elects 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"). WILLIAMS admits the jurisdiction of the Arizona Corporation Commission ("Commission"); neither admits nor denies the Findings of Fact and Conclusions of Law contained in this Order; and consents to the entry of this Order by the Commission.

I. Findings of Fact

A. The Respondents

1. Maglev Wind Turbine Technologies, Inc. ("MWTT") was formed in Nevada on May 17, 2007. Corporation documents filed with the Nevada Secretary of State identify Edward L. Mazur ("Mazur") as director and treasurer and WILLIAMS as president, director and secretary. On September 12, 2007, MWTT filed with the Commission an Application for Authority to Transact Business in Arizona identifying Mazur as chief executive officer and director and WILLIAMS as president and director. MWTT has been offering, selling or issuing interests identified as joint venture interests, as discussed below, within and from Arizona. MWTT has not been registered with the Commission as a securities dealer.

2. Maglev Renewable Energy Resources, Inc. ("MRER") was formed in Wyoming on July 31, 2007. Corporation documents filed with the Wyoming Secretary of State identify both Mazur and WILLIAMS as directors. On September 21, 2007, MRER filed with the Commission an Application for Authority to Transact Business in Arizona identifying Mazur as chairman and director and WILLIAMS as president and director. MRER has been offering, selling or issuing interests identified as joint venture interests, as discussed below, within and from Arizona. MRER has not been registered with the Commission as a securities dealer.

3. Renewable Energy Development, Inc. ("RED") was formed in Arizona on May 13, 2008. Corporation documents filed with the Commission identify Mazur as chairman and director and WILLIAMS as president and director. RED has been offering, selling or issuing interests identified as

joint venture interests, as discussed below, within and from Arizona. RED has not been registered with the Commission as a securities dealer.

4. Renewable Energy Systems, Inc. ("RES") was formed in Arizona on May 13, 2008. Corporation documents filed with the Commission identify Mazur as chairman and director and WILLIAMS as president and director. RES has been offering, selling or issuing interests identified as joint venture interests, as discussed below, within and from Arizona. RES has not been registered with the Commission as a securities dealer.

5. MWTT, MRER, RED and RES all maintain their principal place of business at 2160 E. Fry Blvd., #283, Sierra Vista, Arizona.

6. At all times relevant, Edward L. Mazur has been a resident of Arizona and has not been married. Mazur has not been registered with the Commission as a securities dealer or securities salesman.

7. At all times relevant, RONNIE WILLIAMS has been a resident of Arizona and has not been married. WILLIAMS has not been registered with the Commission as a securities dealer or securities salesman.

8. Mag T, Inc. ("Mag T") was formed in Florida on about October 4, 2007. Corporation documents filed with the Florida Department of State, Division of Corporations, identify Donald Andrew Rothman as president. Mag T has been offering, selling or issuing interests identified as joint venture interests as discussed below within and from Arizona. Mag T has not been registered with the Commission as a securities dealer.

9. Rlgman Corp. ("Rlgman") was formed in Florida on about March 3, 2006. Corporation documents filed with the Florida Department of State, Division of Corporations, identify Richard L. Green as president. Rlgman has been offering, selling or issuing interests identified as joint venture interests as discussed below within and from Arizona. Rlgman has not been registered with the Commission as a securities dealer.

10. Mag T and Rlgman maintain their principal place at 50 SE 2nd Ave., Boca Raton, Florida.

11. Stable, LLC ("Stable") was formed in Florida on about July 10, 2006. Documents filed with the Florida Department of State, Division of Corporations, identify Rlgman as a managing member. Stable was administratively dissolved on September 14, 2007. Stable maintains its principal place of business at 2300 West Sample Road, Suite 202, Pompano Beach, Florida. Stable has been offering, selling or issuing interests identified as joint venture interests as discussed below within and from Arizona. Stable has not been registered with the Commission as a securities dealer.

12. At all times relevant, Richard L. Green ("Green") has been a resident of Florida. Green has not been registered with the Commission as a securities dealer or securities salesman.

13. At all times relevant, Donald Andrew Rothman ("Rothman") has been a resident of Florida. Rothman has not been registered with the Commission as a securities dealer or securities salesman.

B. The "Confidential Private Placement Memorandums"

14. Since at least June 2007, Respondents Mazur and WILLIAMS, through various entities, including MWTT, MRER, RED and RES, have been involved in the wind energy development business.

15. From around June 2007 through at least December 2009, in an attempt to fund their various wind energy development projects, Mazur and WILLIAMS, through MWTT, MRER, RED, and RES, offered and sold what have been characterized as "joint venture interests" ("interests") to about 318 investors located throughout the United States and Canada, receiving principal investment of at least $18,930,796 while returning to investors about $2,583,517 for a net benefit of at least $16,347,279.

16. In connection with their sales to investors, Respondents have employed various sales agents such as Mag T, Rlgman, Stable, Green, and Rothman, to provide investors with offering documents in the form of "Confidential Private Placement Memorandums," each of which include

as attachments a "Joint Venture Agreement" and various subscription documents (collectively "the PPM(s)" or "the offering materials").

17. Generally, private placement memorandums are provided in connection with the sale of securities that are sold without an initial public offering, usually to a small number of chosen private investors. In this case, the PPMs set forth that the managing venturer does not believe the interests constitute securities. Notwithstanding this assertion, investors were provided with the PPMs in connection with their investments.

18. The PPMs also set forth that the sale of the interests are restricted to accredited investors only. The term "accredited investor" is a term defined by various securities laws and would have no application in the context of the sale of an investment alleged not to be a security.

19. Nevertheless, a significant number of investors were not accredited, and Respondents did not conduct a nonpublic offering or limit the offering to a small number of private investors. Instead, investors with whom Respondents did not have a preexisting relationship were solicited via telephone by sales agents.

20. The offering materials describe at least three distinct joint ventures identified as the Arizona Maglev Wind Turbine Joint Venture 1 ("AMWTJV1"), dated June 15, 2007; the Maglev Renewable Energy Resources Joint Venture ("MRERJV"), dated January 2, 2008; and the Renewable Energy Development Joint Venture ("REDJV"), dated February 16, 2009.

21. The offering materials identify the managing joint venturer of AMWTJV1 and REDJV as MWTT. The offering materials identify MRER as the managing joint venturer for MRERJV. MWTT and MRER are described as entities formed for the principal purpose of acquiring, exploring and producing wind energy.

22. The offering materials describe the primary purpose of the joint ventures to be the acquisition of interests in wind energy properties, including the development of a vertical axis wind turbine utilizing magnetic levitation technology, or "maglev."

23. With regard to the acquisition of interests in wind energy projects, the offering materials represent that MWTT "is currently evaluating one hundred (100) prime wind energy leases comprising approximately 10,000 acres in Arizona, California, Nevada and New Mexico."

24. With regard to the development of a vertical axis wind turbine, the offering materials explain to investors the details related to the development, patent and production of a wind turbine known as the "Maglev Regenedyne™ Turbine."

25. According to the offering materials, each joint venture, through a proposed development agreement, would have the right to participate in the development of wind energy projects and the sale of wind turbines utilizing the maglev technology.

26. Some of the offering materials supplied to investors include a detailed analysis of the market for wind power and the development of wind turbine technology.

27. Promotional materials supplied to investors by Respondents in connection with the anticipated production of wind turbines include projections that the sale of a 1 gigawatt maglev wind turbine would produce a net profit of about $2 billion. Further, of the net profit projected, $200,000,000 would be allocated to the joint venture(s) for pro rata distribution to each unit purchased, resulting in each unit owner receiving a check for $1,000,000. According to the promotional materials, projected revenue for 2010 and 2011 was $12,000,000,000.

28. The offering materials describe the purpose of the investment and set forth how investors' funds are to be used including, but not limited to, expenses for engineering, site preparation, related fees and commissions, legal fees, equipment, payroll taxes and accounting.

29. Investors were informed that they would receive 99 percent of all revenues, if any. Further, investors were also promised that they would receive a 20 percent annual disbursement paid quarterly.

30. Promotional materials forwarded to investors after their initial investment continue to promote the design, development and production of wind turbines and suggest to investors that

the "assets and business interests" of at least one of the joint ventures may be converted into stock of a publicly traded company.

31. Promotional materials in the form of "Partner Updates" further represent to investors that there have been over 2,000 indications of interest in the wind turbines coming from various countries including India, Africa, South America, Europe and the United States. Further, at least one of the partner updates represents to investors that MWTT has "received commitments for over 200 total Megawatts of our mobile units" and that MWTT has "received verbal commitments for our first Gigawatt Turbine."

32. Upon information and belief, no wind turbines have been sold to date.

33. Respondents provided investors with bank account information to allow investors to wire transfer their investment funds to Arizona-based bank accounts in the name of MWTT, MRER, RED and RES.

34. From bank accounts in the name of MWTT or MRER, Respondents Mazur and WILLIAMS paid about $2,583,518 of the amount received from investors to other investors in the form of interest payments.

35. Respondents MWTT, MRER, MAZUR and WILLIAMS failed to inform investors that about $2,583,518 of the amount received from investors would be used to make interest payments to investors.

36. Mazur and WILLIAMS are identified as authorized signors on the bank accounts for MWTT, MRER, RED and RES.

37. To date, no investor has received all of their promised returns and most investors have not received a return of their principal investment amount.

C. Joint Venture Management

38. The offering materials provided to investors purport to grant "extensive and significant management powers" to investors including, but not limited to, the ability to replace the managing joint venturer. Pursuant to the terms and conditions set forth in the offering materials, however, investors are required to acknowledge before investing that they agree to the delegation of management of the day-to-day "Operations" to the managing joint venturer, MWTT or MRER. "Operations" is broadly defined within the respective joint venture agreements to include "any Joint Venture activity related to acquiring the Prospect properties or conducting any activity incident to the foregoing as may be deemed necessary by the Venturers [inclusive of investors and managing venturers] in furtherance of the Joint Venture purpose."

39. Although the offering materials allegedly confer "extensive and significant management powers" to the investors and explicitly confer upon investors the right to select or replace the managing joint venturer, investors were not provided with any information related to the identity or contact information of other investors to allow them to come together and exercise any of those powers.

40. Respondents Mazur, WILLIAMS, MWTT, MRER, RED and RES did not provide investors with the opportunity to exercise any meaningful venture powers. Instead, Mazur and WILLIAMS unilaterally made all decisions, regardless of whether the decisions were related to the daily business operations underlying the various wind energy development projects. For example, investors were not consulted with or otherwise ever made aware of the various commission agreements executed with Green, Rothman, Mag T, Rlgman and Stable, which agreements are described below. Investors were not consulted on hiring key personnel. Further, Mazur and WILLIAMS never consulted with investors before deciding to change the terms related to how investors were going to be compensated.

41. The offering materials set forth that the managing venturers' (MWTT, MRER) ability to manage the joint ventures is "predominantly dependent upon the managing venturers' directors and principal executive officers [Mazur and WILLIAMS]."

42. The following description of Mazur is included within the offering materials:

> "Mr. Mazur is one of the premier specialists in building wind energy companies which endeavor to accomplish timely completion schedules as well as maximize Project revenues. Mr. Mazur is the foremost authority on the diversified application of Magnetic Levitation Technology or Maglev. At 60, Mr. Mazur's philosophy for good health and success is focused on moderation and prevention. His solution for limiting the unabated used (sic) of fossil fuels, which is the scourge and double edged sword for mankind, rises in the form of Wind Power with Maglev. Mr. Mazur has researched variable renewable energy sources since 1981 and has established a proven maglev wind power generation model based on kinetic energy of which the major components are wind and speed. Mr. Mazur has also qualified maglev wind power applications for the transportation industries to include automotive (leisure and commercial), marine, aircraft (fixed wing and rotary) and autonomous freight vehicles (AFV). Mr. Mazur's unparalleled knowledge of the diversified renewable energy markets and extreme engineering industries and the location of the most desirable wind/solar energy properties will maximize Project Production Revenues. The management and consulting team has hundreds of years of combined experience in related fields of expertise and experience."

43. The following description of WILLIAMS is included within the offering materials:

> "Mr. Ron Williams has 25 years of innovative sales, management, and marketing experience in financial database consulting, and unique consumer products related to magnetic field fuel enhancement for diesel, and gasoline combustion engines. Mr Williams has been Ed Mazur's "right hand" man in research, development, and financing for the Regenedyne Turbine project over the last 6 years. Mr. Williams brings an insightful management perspective for the direction the company must pursue in addition to collaborating the selection process of Regenedyne's professional team. Mr. Williams will primarily handle the operational management of the company."

44. Investors had no significant knowledge related to the wind energy development business and did not possess the requisite business knowledge and experience to select an

appropriate managing venturer to replace either MWTT or MRER to manage the day-to-day business operations.

45. As a result, the approximately 318 investors widely dispersed across the United States were entirely dependent upon Mazur and WILLIAMS's alleged expertise and their unique, specialized knowledge with regard to the wind energy development projects. Accordingly, investors were unable to effectively exercise any of the managerial powers and authority allegedly conferred upon them in the offering materials.

D. Agreements for Payment of Commission

46. On about July 9, 2007, Mazur, on behalf of MWTT, entered into an agreement titled "Employment Agreement" with Green and Rothman, on behalf of Stable. Pursuant to the terms of the agreement, Stable, through Green and Rothman, agreed to ". . . provide such investor relation services with regard to certain capital introduction opportunities with investors. The services may include various types of financial arrangements, including directing investment by the investors into the company."

47. In exchange for the services to be provided by Stable, through Green and Rothman, Mazur, on behalf of MWTT, agreed to compensate Stable 50 percent of any funds invested with MWTT.

48. In a July 9, 2007, addendum to the above agreement, Mazur, on behalf of MWTT, agreed to pay additional compensation to Green and Rothman in the form of a share of the net profits received upon the sale of wind turbines. Pursuant to the addendum, Green and Rothman would be entitled to receive an amount equal to the amount raised by them multiplied by a certain rate of return calculated based upon the net profit earned from the sale of wind turbines. A sample calculation set forth in the addendum, based upon projected figures and contingent on the sale of wind turbines, results in Green and Rothman, together, being entitled to receive $125 million from MWTT. The addendum also contemplates Green and Rothman being compensated in the event no wind turbines are sold, but, instead, revenue is generated from the sale of electricity. In this

scenario and according to the terms contained in the addendum, Green and Rothman would be entitled to receive one percent of quarterly sales revenue. Finally, the addendum to the agreement requires that Green and Rothman be compensated if "this joint venture" becomes involved "in a public arena."

49. On about August 1, 2008, Mazur, as CEO, and WILLIAMS, both of whom acting on behalf of MWTT, entered into a subsequent agreement setting forth the compensation to be paid to Green and Rothman related to the sale of the "Gigawatt Maglev Turbine."

50. Pursuant to the terms contained in the August 1, 2008, agreement, Green and Rothman would receive, in addition to the compensation payable to them pursuant to the July 9, 2007, agreement and addendum, a share of the net profits from the sale of the "Gigawatt Maglev Wind Turbine." A sample calculation set forth in the August 1, 2008, agreement, based upon projected figures and contingent upon there being sales of the "Gigawatt Maglev Wind Turbine," results in Green and Rothman together being entitled to receive $125 million.

51. Unlike the July 9, 2007, agreement and addendum, the August 1, 2008, agreement sets forth that Green and Rothman would be compensated a share of gross profits from the sale of the "Megawatt Turbines." This additional calculation of compensation to be paid to Green and Rothman is based upon them being treated as though they had purchased interests in one of the joint ventures. A sample calculation based on certain projected revenues results in a projected payment to Green and Rothman each of $3,125,000 per quarter.

52. Similar to the July 9, 2007, agreement and addendum, the August 1, 2008, agreement contemplates Green and Rothman being compensated in the event no wind turbines are sold, but revenue is instead generated from the sale of electricity. In this event, Green and Rothman would be entitled to receive one percent of quarterly sales revenue. The August 1, 2008, agreement also requires that Green and Rothman be compensated if "this joint venture or MWTT" becomes involved "in the public arena."

53. Finally, the August 1, 2008, agreement requires that Green and Rothman be compensated if there is a change in control or ownership of MWTT or if MAZUR sells substantially all of his ownership interest or otherwise relinquishes control of MWTT.

54. On January 25, 2010, in an addendum to the August 1, 2008, agreement, Mazur and WILLIAMS, on behalf of all maglev wind turbine companies or corporations owned by them, agreed with Green and Rothman to pay additional compensation to Green and Rothman. Pursuant to the January 25, 2010, addendum, Green and Rothman would receive "10% of all capitol (sic) raised thru their [Green and Rothman] effort or contact." Further, Green and Rothman would receive a five percent ownership interest in any maglev wind turbine company or corporation owned by Mazur or WILLIAMS.

55. In yet another agreement requiring compensation to be paid to Green and Rothman, on August 21, 2009, WILLIAMS, on behalf of MWTT, agreed with Green and Rothman to compensate Mag T and Rlgman, together, one half of one percent of all amounts raised by Green and Rothman from investors.

56. The above agreements and addendums do not clearly specify to which joint venture they are applicable.

57. Beginning around October 2007 and continuing to at least January 2010 and pursuant to some or all of the agreements set forth above, Mazur and WILLIAMS, through MWTT, MRER, RED and RES, paid sales agents, such as Green, Rothman, Mag T, Rlgman and Stable, about $7,797,788 in sales commissions.

58. Respondents failed to inform investors that Mazur, WILLIAMS, MWTT, MRER, RED or RES would use funds received from investors to pay sales commissions to sales agents, such as Green, Rothman, Mag T, Rlgman and Stable, in an amount totaling about $7,797,788.

II. Conclusions of Law

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

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

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

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

5. WILLIAMS violated A.R.S. § 44-1991 by (a) employing a device, scheme, or artifice to defraud, (b) making untrue statements or misleading omissions of material facts, and (c) engaging in transactions, practices, or courses of business that operate or would operate as a fraud or deceit.

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

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

8. WILLIAMS's conduct is grounds for administrative penalties under A.R.S. § 44-2036.

III. Order

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

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

IT IS FURTHER ORDERED that WILLIAMS comply with the attached Consent to Entry of Order.

IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2032, that WILLIAMS shall pay restitution to the Commission in the principal amount of $16,347,279.66, subject to legal setoffs, including any payments made to investors by the Commission pursuant to this Order and by third parties, pursuant to A.A.C. R14-4-308. Payment is due in full on the date of this Order. Payment shall be made to the "State of Arizona" to be placed in an interest-bearing account controlled by the Commission. Any principal amount outstanding shall accrue interest at the rate of 4.25 percent per annum from the date of this Order until paid in full.

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

IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2036, that WILLIAMS shall pay an administrative penalty in the amount of $125,000. Payment is due in full on the date of this Order. Payment shall be made to the "State of Arizona." Any outstanding amount shall accrue interest from the date judgment is entered at the rate of 4.25 percent per annum until paid in full.

IT IS FURTHER ORDERED that payments received by the state of Arizona shall first be applied to the restitution obligation. Upon payment in full of the restitution obligation, payments shall be applied to the penalty obligation.

IT IS FURTHER ORDERED that if WILLIAMS fails to comply with this order, the Commission may bring further legal proceedings against him, including application to the Superior Court for an order of contempt.

IT IS FURTHER ORDERED that no finding of fact or conclusion of law contained in this Order shall be deemed binding against any Respondent under this docket number who has not consented to the entry of this Order.

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

BY ORDER OF THE ARIZONA CORPORATION COMMISSION

CHAIRMAN COMMISSIONER

COMMISSIONER COMMISSIONER COMMISSIONER

IN WITNESS WHEREOF, I, ERNEST G. JOHNSON, Executive Director of the Arizona Corporation Commission, have hereunto set my hand and caused the official seal of the Commission to be affixed at the Capitol, in the City of Phoenix, this _____ day of _____, 2012.

ERNEST G. JOHNSON
EXECUTIVE DIRECTOR

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.

(sjw)

CONSENT TO ENTRY OF ORDER

1. Respondent RONNIE WILLIAMS ("WILLIAMS") admits the jurisdiction of the Commission over the subject matter of this proceeding. WILLIAMS acknowledges that he has been fully advised of his right to a hearing to present evidence and call witnesses, and he knowingly and voluntarily waives any and all rights to a hearing before the Commission and all other rights otherwise available under Article 11 of the Securities Act and Title 14 of the Arizona Administrative Code. WILLIAMS acknowledges that this Order to Cease and Desist, Order for Restitution, Order for Administrative Penalties and Consent to Same ("Order") constitutes a valid final order of the Commission.

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

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

4. WILLIAMS understands and acknowledges that he has a right to seek counsel regarding this Order and that he has had the opportunity to seek counsel prior to signing this Order. WILLIAMS acknowledges and agrees that, despite the foregoing, he freely and voluntarily waives any and all right to consult or obtain counsel prior to signing this Order.

6. WILLIAMS neither admits nor denies the Findings of Fact and Conclusions of Law contained in this Order. WILLIAMS agrees that he shall not contest the validity of the Findings of Fact and Conclusions of Law contained in this Order in any present or future proceeding in which the Commission or any other state agency is a party concerning the denial or issuance of any license or registration required by the State to engage in the practice of any business or profession.

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

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

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

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

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

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

12. WILLIAMS agrees that he will not control the decision of any entity to offer or sell securities or provide investment advisory services within or from Arizona, until such time as all restitution and penalties under this Order are paid in full. This restriction does not preclude WILLIAMS from participating in or contributing to the decision-making of any such entity through membership in a committee or board, or through his involvement in corporate governance.

13. WILLIAMS agrees that he will not exercise any control over any entity that offers or sells securities or provides investment advisory services within or from Arizona until such time as all restitution and penalties under this Order are paid in full.

14. WILLIAMS agrees that he will continue to cooperate with the Securities Division including, but not limited to, providing complete and accurate testimony at any hearing in this

matter and cooperating with the State of Arizona in any related investigation or any other matters arising from the activities described in this Order.

15. WILLIAMS represents that he has not been married since 1996.

16. WILLIAMS consents to the entry of this Order and agrees to be fully bound by its terms and conditions.

17. WILLIAMS acknowledges and understands that if he fails to comply with the provisions of the Order and this consent, the Commission may bring further legal proceedings against him, including application to the Superior Court for an order of contempt.

18. WILLIAMS agrees and understands that if he fails to make any payment as required in the Order, any outstanding balance shall be in default as to him and shall be immediately due and payable without notice or demand. WILLIAMS agrees and understands that acceptance of any partial or late payment by the Commission is not a waiver of default by the Commission.

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

Ronnie Williams

STATE OF ARIZONA)
) ss
County of Cochise)

SUBSCRIBED AND SWORN TO BEFORE me this 20th day of November, 2012.

NOTARY PUBLIC

My commission expires:
September 14, 2015

MELISSA BARRERA
NOTARY PUBLIC - ARIZONA
Cochise County
My Commission Expires
September 14, 2015

SERVICE LIST FOR MAGLEV WIND TURBINE TECHNOLOGIES, INC., *et al.*

Edward L. Mazur
6304 E. De Mello St.
Hereford, AZ 85615

Ronnie Williams
3617 Blackbird Dr.
Sierra Vista, AZ 85635

Douglas F. Behm
DOUGLAS F. BEHM, PLLC
14362 N. Frank Lloyd Wright Blvd., Suite 1000
Scottsdale, AZ 85260

BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

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

In the matter of MAGLEV WIND TURBINE TECHNOLOGIES, INC., a Nevada corporation, MAGLEV RENEWABLE ENERGY RESOURCES, INC., a Wyoming corporation, RENEWABLE ENERGY DEVELOPMENT, INC., an Arizona corporation, RENEWABLE ENERGY SYSTEMS, INC., an Arizona corporation, EDWARD L. MAZUR and JANE DOE MAZUR, husband and wife, RONNIE WILLIAMS and JANE DOE WILLIAMS, husband and wife, MAG T INC., a Florida corporation, RLGMAN CORP., a Florida corporation, STABLE, LLC, an inactive Florida limited liability company, RICHARD L. GREEN, respondent, DONALD ANDREW ROTHMAN, respondent, Respondents.	DOCKET NO. S-20788A-11-0096 **NOTICE OF FILING OF PROPOSED OPEN MEETING AGENDA ITEM RE: RESPONDENT RONNIE WILLIAMS** (Assigned to the Honorable Marc E. Stern)

Pursuant to A.A.C. R14-4-303, you are hereby notified that the attached: *Order to Cease and Desist, Order for Restitution, Order for Administrative Penalties, and Consent to Same by*

Respondent Ronnie Williams was filed with the Arizona Corporation Commission's Docket Control.

Dated: November 21, 2012 By: Stephen J. Womack

Stephen J. Womack
Enforcement Attorney
Securities Division
Arizona Corporation Commission

I hereby certify that I have this day served the foregoing document on all parties of record in this proceeding by mailing a copy thereof, properly addressed with first class postage prepaid to:

Edward L. Mazur
6304 E. De Mello St.
Hereford, AZ 85615

Ronnie Williams
3617 Blackbird Dr.
Sierra Vista, AZ 85635

Douglas F. Behm
DOUGLAS F. BEHM, PLLC
14362 N. Frank Lloyd Wright Blvd., Suite 1000
Scottsdale, AZ 85260

Dated: 11/26/12 By: Emie R. Bridges

Emie R. Bridges, Executive Assistant