

**ORIGINAL**

**COMMISSIONERS**  
BOB STUMP, Chairman  
GARY PIERCE  
BRENDA BURNS  
BOB BURNS  
SUSAN BITTER SMITH

JODI JERICH  
EXECUTIVE DIRECTOR

OPEN MEETING ITEM

2/12/13 - 2/13/13



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2013 JAN 31 A 11:34

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

ARIZONA CORPORATION COMMISSION

SECURITIES DIVISION  
DOCKET CONTROL

**MEMORANDUM**

**TO:** Bob Stump, Chairman  
Gary Pierce  
Brenda Burns  
Bob Burns  
Susan Bitter Smith

**FROM:** Matthew J. Neubert *MJN*  
Director of Securities

**DATE:** January 30, 2013

**RE:** True North Business Ventures LLC, Docket No. S-20854A-12-0367

**CC:** Jodi Jerich, Executive Director

Arizona Corporation Commission  
**DOCKETED**

JAN 31 2013

DOCKETED BY *JM*

Please find attached a proposed Order to Cease and Desist, for Restitution, for Administrative Penalties, and Consent to Same ("Consent Order") by True North Business Ventures LLC and Marvin and Krista Wilson (collectively "Respondents").

In 2011, Respondents offered and sold from their Arizona sole and principal office investment opportunities in the form of Bonds of varying interest and maturities. Partial restitution in the amount of \$86,674.00 has been repaid to date.

The Consent Order finds that Respondents violated A.R.S. §§ 44-1841, 44-1842 and 44-1991 because they offered and sold an unregistered security while unregistered as dealers or salesmen and made untrue statements or misleading omissions of material facts. To deter future violations of the Securities Act, the Consent Order requires Respondents to cease and desist from violating the Securities Act, pay restitution of \$319,016.41 plus interest, and pay an administrative penalty in the amount of \$10,000.

Originator: Steven Briggs

1 **BEFORE THE ARIZONA CORPORATION COMMISSION**

2  
3 COMMISSIONERS

4 BOB STUMP, Chairman  
5 GARY PIERCE  
6 BRENDA BURNS  
7 BOB BURNS  
8 SUSAN BITTER SMITH

9 In the matter of )

DOCKET NO. S-20854A-12-0367

10 TRUE NORTH BUSINESS VENTURES )  
11 LLC, a Wyoming limited liability company; )  
12 and )

DECISION NO. \_\_\_\_\_

13 MARVIN QUINTON WILSON and )  
14 KRISTA DIANNE WILSON, husband and )  
15 wife, )

**ORDER TO CEASE AND DESIST, ORDER  
FOR RESTITUTION, ORDER FOR  
ADMINISTRATIVE PENALTIES AND  
CONSENT TO SAME  
BY: TRUE NORTH BUSINESS VENTURES  
LLC, MARVIN QUINTON WILSON and  
KRISTA DIANNE WILSON**

16 Respondents. )

17 Respondents TRUE NORTH BUSINESS VENTURES LLC, a Wyoming limited liability  
18 company ("TNBV") and MARVIN QUINTON WILSON ("Wilson") ("Respondents") and  
19 KRISTA DIANNE WILSON ("Respondent Spouse") elect to permanently waive any right to a  
20 hearing and appeal under Articles 11 and 12 of the Securities Act of Arizona, A.R.S. § 44-1801 *et*  
21 *seq.* ("Securities Act") with respect to this Order To Cease And Desist, Order for Restitution, Order  
22 for Administrative Penalties and Consent to Same ("Order"). Respondents and Respondent  
23 Spouse admit the jurisdiction of the Arizona Corporation Commission ("Commission"); neither  
24 admit nor deny the Findings of Fact and Conclusions of Law contained in this Order; and consent  
25 to the entry of this Order by the Commission.  
26

...

...

...

I.

**FINDINGS OF FACT**

1. WILSON has been an Arizona resident at all relevant times.
2. WILSON was not registered by the Commission as a securities dealer or salesman.
3. WILSON incorporated TNBV as a Wyoming Limited Liability Company on or about June 17, 2010. WILSON has at all times been the Owner, President, CEO, and Operations Manager of TNBV.
4. TNBV has at all times had its principal and sole place of business at Scottsdale, AZ. TNBV was not registered to do business as a foreign corporation in Arizona.
5. TNBV was not registered by the Commission as a securities dealer.
6. KRISTA DIANNE WILSON was at all relevant times the spouse of Respondent WILSON. KRISTA DIANNE WILSON may be referred to as "Respondent Spouse." Respondent Spouse is joined in this action under A.R.S. § 44-2031(C) solely for purposes of determining the liability of the marital community.
7. At all times relevant, WILSON was acting for his own benefit and for the benefit or in furtherance of WILSON's and Respondent Spouse's marital community
8. From at least as early as April, 2011 to as recently as July, 2011, TNBV and/or WILSON issued at least 8 bonds in the name of True North Business VENTURES LLC totaling \$350,000, to 6 investors.
9. WILSON signed the bonds as President and CEO of TNBV.
10. The TNBV bonds were not registered with the Commission.

**A. TNBV's Merchant Services**

11. Most TNBV business during 2010 and 2011 was related to making telemarketing sales of advertising and commerce products collectively described as "merchant services."

1           12.    TNBV connected with potential clients of its merchant services through online  
2 advertising and by purchasing “lead-sheets” which identified likely purchasers for TNBV. TNBV  
3 would call these leads and offer its services.

4           13.    TNBV sold to its clients packages of merchant services which included  
5 combinations of: website creation, online advertising, search engine optimization, consultations,  
6 and credit card merchant processing arrangements. These products were paid for, inter alia, by use  
7 of credit cards.

8           14.    TNBV’s credit card charge back rate grew from approximately 2% for most of 2010  
9 to as high as 15 to 20% due to unauthorized activity of former employees.

10          15.    Credit card charge backs in excess of 1% of credit account volume may cause the  
11 account provider to terminate the account.

12          16.    All six of TNBV’s credit card merchant accounts were terminated as a result of the  
13 excessive chargeback rates.

14          17.    TNBV was experiencing significant losses as early as mid-February, 2011.

15                           **B. TNBV’s Bond Sales**

16          18.    TNBV hired in-house counsel on or about March 11, 2011 expressly for the purpose  
17 of raising capital.

18          19.    On or about April 11, 2011, TNBV issued a “FRAUD UPDATE” letter to its  
19 existing clients warning them of fraudulent schemes of former employees who possessed TNBV  
20 client information.

21          20.    The Fraud Update did not inform TNBV clients of TNBV’s financial distress,  
22 TNBV’s inability to pay employees, the significant decline in TNBV’s sales figures, the significant  
23 increase in TNBV’s charge back rates and/or TNBV’s intention to sell bonds.

24          21.    Between approximately April and July, 2011, TNBV sales agents were instructed to  
25 offer bonds to existing TNBV merchant services clients.

26

1           22.     TNBV sales agents provided potential bond investors with a two-page “TNBV Bond  
2 Prospectus” containing some risk disclosure and financial terms via e-mail and by reading over the  
3 phone.

4           23.     TNBV sales agents possessed no more information to communicate to investors  
5 beyond what was stated on the bond prospectuses.

6           24.     The TNBV Bond Prospectus disclosed only the following generic risks:

7                 a)     “There are certain risks associated with start-up enterprises.”

8                 b)     “Economic instability and governmental investigations/audits are known to  
9 affect business operating in the same space as True North Business Ventures.”

10              c)     “Past performance of True North Business Ventures is not an indicator of  
11 future results.”

12           25.     The TNBV Bond Prospectus further promised the following:

13                 a)     “Investment in True North Business Ventures will set the stage for  
14 aggressive growth of the enterprise while simultaneously helping to insulate the company from  
15 prospective competitors.”

16                 b)     “Investment in True North Business Ventures will allow the company to  
17 execute strategies that will enable a more dominant presence in the company’s niche market.”

18           26.     At no time did TNBV inform bond purchasers that:

19                 a)     Prior to the first bond sale, TNBV “sales were almost non-existent and things  
20 began caving in fast” as described in a post-hoc letter by WILSON.

21                 b)     Fraudulent charge backs and/or other market conditions had left TNBV  
22 unable to pay its employees and on the verge of closing its business.

23                 c)     TNBV’s profitability had significantly decreased such that by August, 2011,  
24 TNBV’s gross company revenue generated for the first eight months of 2011 was just \$423,000,  
25 compared to over \$1.1 million for the full year of 2010.

26

1 d) TNBV's merchant accounts used to bill clients were closed or in danger of  
2 closing due to TNBV's excessively high charge back rate.

3 27. TNBV ultimately sold at least 8 unsecured bonds in the name of TRUE NORTH  
4 BUSINESS VENTURES LLC to six investors. The bonds were signed by Marvin Wilson as  
5 president and CEO, bore interest between 10 and 60 percent, and matured on various dates between  
6 2013 to 2016.

7 **II.**

8 **CONCLUSIONS OF LAW**

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

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

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

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

17 5. Respondents violated A.R.S. § 44-1991(A)(2) by making untrue statements or  
18 misleading omissions of material facts.

19 6. Respondents' conduct is grounds for a cease and desist order pursuant to A.R.S.  
20 § 44-2032.

21 7. Respondents' conduct is grounds for an order of restitution pursuant to A.R.S. § 44-  
22 2032..

23 8. Respondents' conduct is grounds for administrative penalties under A.R.S. § 44-  
24 2036 .



1 without notice or demand. Respondent agrees and understands that acceptance of any partial or late  
2 payment by the Commission is not a waiver of default by the Commission.

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

11 IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2036, that TRUE NORTH  
12 BUSINESS VENTURES LLC and MARVIN QUINTON WILSON individually, and the marital  
13 community of Respondent MARVIN QUINTON WILSON and KRISTA DIANNE WILSON shall  
14 pay an administrative penalty in the amount of \$25,000; provided however, in the event that all  
15 sums due and owing for restitution hereunder are paid in accordance with the repayment schedule  
16 set forth herein above, said administrative penalty shall be automatically reduced to \$10,000.  
17 Payment is due in full 3/18/2016. Payment shall be made to the "State of Arizona." Any amount  
18 outstanding shall accrue interest from the date judgment is entered at the rate of 5 percent per  
19 annum.

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

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

26 ...

1 ...

2 ...

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

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

7 BY ORDER OF THE ARIZONA CORPORATION COMMISSION

8

9

CHAIRMAN COMMISSIONER

10

11

12

COMMISSIONER COMMISSIONER COMMISSIONER

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17

IN WITNESS WHEREOF, I, JODI JERICH, 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 January,  
2013.

18

19

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JODI JERICH  
EXECUTIVE DIRECTOR

21

22

DISSENT

23

24

DISSENT

25

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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](mailto:sabernal@azcc.gov).

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2 (SCB)

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**CONSENT TO ENTRY OF ORDER**

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2           1.       Respondents TRUE NORTH BUSINESS VENTURES LLC, a Wyoming limited  
3 liability company, and MARVIN QUINTON WILSON (“Wilson”) (“Respondents”) and KRISTA  
4 DIANNE WILSON (“Respondent Spouse”) admit the jurisdiction of the Commission over the  
5 subject matter of this proceeding. Respondents and Respondent Spouse acknowledge that  
6 Respondents and Respondent Spouse have been fully advised of Respondents’ and Respondent  
7 Spouse’s right to a hearing to present evidence and call witnesses and Respondents and Respondent  
8 Spouse knowingly and voluntarily waive any and all rights to a hearing before the Commission and  
9 all other rights otherwise available under Article 11 of the Securities Act and Title 14 of the  
10 Arizona Administrative Code. Respondents and Respondent Spouse acknowledge that this Order  
11 to Cease And Desist, Order for Restitution, Order for Administrative Penalties, and Consent to  
12 Same (“Order”) constitutes a valid final order of the Commission.

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

16           3.       Respondents and Respondent Spouse acknowledge and agree that this Order is  
17 entered into freely and voluntarily and that no promise was made or coercion used to induce such  
18 entry.

19           4.       Respondents and Respondent Spouse have been represented by an attorney in this  
20 matter, Respondents have reviewed this order with their attorney, Robert D. Mitchell, and  
21 understand all terms it contains. Respondents and Respondent Spouse acknowledge that their  
22 attorney has apprised them of their rights regarding any conflicts of interest arising from dual  
23 representation. Respondents and Respondent Spouse acknowledge that they have each given their  
24 informed consent to such representation.

25           5.       Respondents and Respondent Spouse neither admit nor deny Findings of Fact and  
26 Conclusions of Law contained in this Order; and consent to the entry of this Order by the

1 Commission. Respondents and Respondent Spouse agree that Respondents and Respondent Spouse  
2 shall not contest the validity of the Findings of Fact and Conclusions of Law contained in this  
3 Order in any present or future proceeding in which the Commission is a party concerning the denial  
4 or issuance of any license or registration required by the state to engage in the practice of any  
5 business or profession.

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

11 7. While this Order settles this administrative matter between Respondents and  
12 Respondent Spouse and the Commission, Respondents and Respondent Spouse understand that this  
13 Order does not preclude the Commission from instituting other administrative or civil proceedings  
14 based on violations that are not addressed by this Order.

15 8. Respondents and Respondent Spouse understand that this Order does not preclude  
16 the Commission from referring this matter to any governmental agency for administrative, civil, or  
17 criminal proceedings that may be related to the matters addressed by this Order.

18 9. Respondents and Respondent Spouse understand that this Order does not preclude  
19 any other agency or officer of the state of Arizona or its subdivisions from instituting  
20 administrative, civil, or criminal proceedings that may be related to matters addressed by this  
21 Order.

22 10. Respondents agree that neither of them will apply to the state of Arizona for  
23 registration as a securities dealer or salesman or for licensure as an investment adviser or  
24 investment adviser representative until such time as all restitution and penalties under this Order are  
25 paid in full.

26

1           11.     Respondents agree that neither of them will exercise any control over any entity that  
2 offers or sells securities or provides investment advisory services within or from Arizona until  
3 such time as all restitution and penalties under this Order are paid in full.

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

8           13.     Respondent WILSON and Respondent Spouse acknowledge that any restitution or  
9 penalties imposed by this Order are obligations of Respondent WILSON as well as the marital  
10 community of Respondent WILSON and Respondent Spouse.

11          14.     Respondents and Respondent Spouse consent to the entry of this Order and agree to  
12 be fully bound by its terms and conditions.

13          15.     Respondents and Respondent Spouse acknowledge and understand that if  
14 Respondents and Respondent Spouse fail to comply with the provisions of the order and this  
15 consent, the Commission may bring further legal proceedings against Respondents and Respondent  
16 Spouse, including application to the superior court for an order of contempt.

17          16.     Respondents and Respondent Spouse understand that default shall render  
18 Respondents and Respondent Spouse liable to the Commission for its costs of collection and  
19 interest at the maximum legal rate.

20          17.     Respondents and Respondent Spouse agree and understand that if Respondents and  
21 Respondent Spouse fail to make any payment as required in the Order, any outstanding balance  
22 shall be in default and shall be immediately due and payable without notice or demand.  
23 Respondents and Respondent Spouse agree and understand that acceptance of any partial or late  
24 payment by the Commission is not a waiver of default by the Commission.

25 ...

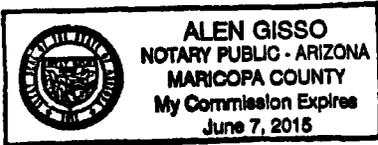
26 ...

18. MARVIN QUINTON WILSON represents that he is the President and CEO of TRUE NORTH BUSINESS VENTURES LLC and has been authorized by TRUE NORTH BUSINESS VENTURES LLC to enter into this Order for and on behalf of it.

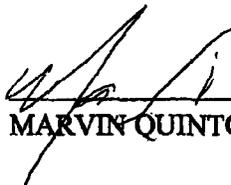
  
\_\_\_\_\_  
TRUE NORTH BUSINESS VENTURES LLC  
By MARVIN QUINTON WILSON  
Its President and CEO

STATE OF ARIZONA )  
County of *maricopa* )<sup>SS</sup>

SUBSCRIBED AND SWORN TO BEFORE me this 30<sup>th</sup> day of January, 2013.

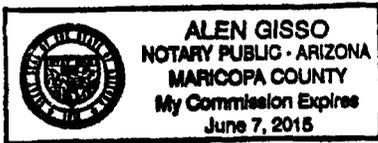


  
\_\_\_\_\_  
NOTARY PUBLIC

  
\_\_\_\_\_  
MARVIN QUINTON WILSON

STATE OF ARIZONA )  
County of *maricopa* )<sup>SS</sup>

SUBSCRIBED AND SWORN TO BEFORE me this 30<sup>th</sup> day of January, 2013.

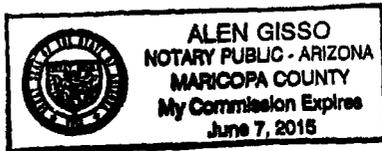


  
\_\_\_\_\_  
NOTARY PUBLIC

*Krista Dianne Wilson*  
KRISTA DIANNE WILSON

STATE OF ARIZONA     )  
County of *maricopa*    ) <sup>SS</sup>

SUBSCRIBED AND SWORN TO BEFORE me this 30<sup>th</sup> day of January, 2013.



*A. Gisso*  
NOTARY PUBLIC

1 SERVICE LIST FOR: In the matter of TRUE NORTH BUSINESS VENTURES LLC, a  
2 Wyoming Limited Liability Company; and MARVIN QUINTON WILSON and KRISTA  
3 DIANNE WILSON, husband and wife,

4 TRUE NORTH BUSINESS VENTURES LLC  
5 c/o Robert D. Mitchell  
6 Mitchell & Associates, P.C.  
7 Viad Corporate Center  
8 1850 North Central Avenue Suite 2030  
9 Phoenix, Arizona 85004

10 MARVIN QUINTON WILSON and KRISTA DIANNE WILSON, husband and wife  
11 c/o Robert D. Mitchell  
12 Mitchell & Associates, P.C.  
13 Viad Corporate Center  
14 1850 North Central Avenue Suite 2030  
15 Phoenix, Arizona 85004

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## True North Ventures - Amortization of Investor Restitution

Rate Period ..... : Monthly

Nominal Annual Rate .... : 5.000 %

## CASH FLOW DATA

Event	Date	Amount	Number	Period	End Date
1 Loan	02/21/2013	319,016.41	1		
2 Payment	03/18/2013	6,000.00	12	Monthly	02/18/2014
3 Payment	03/18/2014	11,468.73	24	Monthly	02/18/2016

## AMORTIZATION SCHEDULE - U.S. Rule (no compounding)

	Date	Payment	Interest	Principal	Balance
Loan	02/21/2013				319,016.41
1	03/18/2013	6,000.00	1,092.52	4,907.48	314,108.93
2	04/18/2013	6,000.00	1,308.79	4,691.21	309,417.72
3	05/18/2013	6,000.00	1,289.24	4,710.76	304,706.96
4	06/18/2013	6,000.00	1,269.61	4,730.39	299,976.57
5	07/18/2013	6,000.00	1,249.90	4,750.10	295,226.47
6	08/18/2013	6,000.00	1,230.11	4,769.89	290,456.58
7	09/18/2013	6,000.00	1,210.24	4,789.76	285,666.82
8	10/18/2013	6,000.00	1,190.28	4,809.72	280,857.10
9	11/18/2013	6,000.00	1,170.24	4,829.76	276,027.34
10	12/18/2013	6,000.00	1,150.11	4,849.89	271,177.45
2013 Totals		60,000.00	12,161.04	47,838.96	
11	01/18/2014	6,000.00	1,129.91	4,870.09	266,307.36
12	02/18/2014	6,000.00	1,109.61	4,890.39	261,416.97
13	03/18/2014	11,468.73	1,089.24	10,379.49	251,037.48
14	04/18/2014	11,468.73	1,045.99	10,422.74	240,614.74
15	05/18/2014	11,468.73	1,002.56	10,466.17	230,148.57
16	06/18/2014	11,468.73	958.95	10,509.78	219,638.79
17	07/18/2014	11,468.73	915.16	10,553.57	209,085.22
18	08/18/2014	11,468.73	871.19	10,597.54	198,487.68
19	09/18/2014	11,468.73	827.03	10,641.70	187,845.98
20	10/18/2014	11,468.73	782.69	10,686.04	177,159.94
21	11/18/2014	11,468.73	738.17	10,730.56	166,429.38
22	12/18/2014	11,468.73	693.46	10,775.27	155,654.11
2014 Totals		126,687.30	11,163.96	115,523.34	
23	01/18/2015	11,468.73	648.56	10,820.17	144,833.94
24	02/18/2015	11,468.73	603.47	10,865.26	133,968.68
25	03/18/2015	11,468.73	558.20	10,910.53	123,058.15
26	04/18/2015	11,468.73	512.74	10,955.99	112,102.16
27	05/18/2015	11,468.73	467.09	11,001.64	101,100.52
28	06/18/2015	11,468.73	421.25	11,047.48	90,053.04
29	07/18/2015	11,468.73	375.22	11,093.51	78,959.53
30	08/18/2015	11,468.73	329.00	11,139.73	67,819.80

## True North Ventures - Amortization of Investor Restitution

Date	Payment	Interest	Principal	Balance
31 09/18/2015	11,468.73	282.58	11,186.15	56,633.65
32 10/18/2015	11,468.73	235.97	11,232.76	45,400.89
33 11/18/2015	11,468.73	189.17	11,279.56	34,121.33
34 12/18/2015	11,468.73	142.17	11,326.56	22,794.77
2015 Totals	137,624.76	4,765.42	132,859.34	
35 01/18/2016	11,468.73	94.98	11,373.75	11,421.02
36 02/18/2016	11,468.73	47.71	11,421.02	0.00
2016 Totals	22,937.46	142.69	22,794.77	
Grand Totals	347,249.52	28,233.11	319,016.41	

True North Ventures - Amortization of Investor Restitution

Last interest amount increased by 0.12 due to rounding.

1 **BEFORE THE ARIZONA CORPORATION COMMISSION**

2 COMMISSIONERS

3 BOB STUMP, Chairman  
4 GARY PIERCE  
5 BRENDA BURNS  
6 BOB BURNS  
7 SUSAN BITTER SMITH

8 In the matter of )  
9 TRUE NORTH BUSINESS VENTURES LLC, a )  
10 Wyoming limited liability company; and )  
11 MARVIN QUINTON WILSON and KRISTA )  
12 DIANNE WILSON, husband and wife, )  
13 Respondents. )

S-20854A-12-0367

**NOTICE OF FILING OF PROPOSED  
OPEN MEETING AGENDA ITEM**

14 Pursuant to A.A.C. R14-4-303, you are hereby notified that the attached: Order To Cease  
15 And Desist And Order For Administrative Penalties was filed with the Arizona Corporation  
16 Commission's Docket Control.

17 Dated: 1/31/13

18 By:   
Steven C. Briggs, Enforcement Attorney

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

21 TRUE NORTH BUSINESS VENTURES LLC  
22 c/o Robert D. Mitchell  
23 Mitchell & Associates, P.C.  
24 Viad Corporate Center  
25 1850 North Central Avenue Suite 2030  
26 Phoenix, Arizona 85004

MARVIN QUINTON WILSON and KRISTA DIANNE WILSON, husband and wife  
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Phoenix, Arizona 85004

Dated: 1/31/13

By:   
Emie R. Bridges, Executive Assistant

Decision No. \_\_\_\_\_