

STATE OF MAINE
OFFICE OF SECURITIES
121 STATE HOUSE STATION
AUGUSTA, ME 04333

IN RE:

Marketing Solutions International, Inc.
and Consolidated Marketing Group, LC

CEASE AND DESIST ORDER
04-095

FINDINGS OF FACT AND CONCLUSIONS OF LAW

1. Marketing Solutions International, Inc. ("Marketing Solutions") was incorporated in Nevada on February 19, 2002. Its address is 619 South Bluff, St. George, Utah 84770. Marketing Solution's corporate status was revoked in March 2005 due to failure to renew its license. Marketing Solutions' registered agent was Ladd Eldredge, located at the same address.
2. Consolidated Marketing Group, LC ("Consolidated Marketing") was incorporated in Utah on August 6, 1998. Its address is the same as the address of Marketing Solutions. As of August 11, 2005, Consolidated Marketing's corporate status was still active. During the time when Marketing Solutions' corporate status was active, Consolidated Marketing was an officer and/or director of Marketing Solutions.
3. Marketing Solutions has purported to offer an "internet success coaching program" where "you will find ideas for your internet business, website development and marketing both online and offline."
4. A Maine consumer attended a Marketing Solutions seminar held in Portland, Maine, on or about May 19, 2003. At the seminar, the Maine consumer was induced into entering into a Website Monthly Hosting Agreement with IrvineWebWorks, Inc., to establish a website and hosting account in the Maine consumer's name. Pursuant to the terms of the Website Monthly Hosting Agreement, the Maine consumer agreed to pay IrvineWebWorks, Inc., \$29.95 per website per month
5. Furthermore, on or about June 23, 2003, the Maine consumer paid Consolidated Marketing \$5,000.00 for the following products, as described in its invoice, in order to start her home-based business:

<u>Product Description</u>	<u>Quantity</u>
Smart Web Stores Marketing Package	1
Executive Mentoring	12
Web Traffic Solutions – 2000 Unique Visitors	2
Search Engine Submissions (10 pages)	1

6. Upon this payment, the Maine consumer was provided a toll-free number to obtain her “executive mentoring,” i.e., assistance from “web coaches” to set up her website. However, the assistance that the Maine consumer received was minimal and inadequate.
7. Marketing Solutions and Consolidated Marketing have accordingly sold services and products to the Maine consumer for the purpose of enabling the Maine consumer to start a business pursuant to 32 M.R.S.A. § 4691(3).
8. Pursuant to 32 M.R.S.A. § 4696, the seller of a business opportunity shall register with the Administrator prior to selling, offering to sell, advertising or undertaking any other act relating to the promotion of business opportunities in Maine.
9. The Maine Office of Securities (“the Office”) has no record that either Marketing Solutions or Consolidated Marketing is, or was at all times relevant to this matter, registered as a business opportunity in Maine.
10. Pursuant to 32 M.R.S.A. § 4692, the seller of a business opportunity shall provide all purchasers with a disclosure statement meeting the requirements of 32 M.R.S.A. § 4691 *et seq.*
11. The Maine consumer did not receive any form of disclosure statement from Marketing Solutions or Consolidated Marketing.
12. Pursuant to 32 M.R.S.A. § 4699(1), it shall be unlawful for any seller of a business opportunity to fail to comply with any provision of 32 M.R.S.A. § 4691 *et seq.*, including, but not limited to:
 - A. failing to register pursuant to 32 M.R.S.A. §§ 4696 and 4697;
 - B. failing to provide all purchasers of the business opportunity with a disclosure statement as required by 32 M.R.S.A. § 4692.
13. On June 1, 2004, the Office sent a certified letter to Marketing Solutions, notifying it that it had been offering, selling, and advertising business opportunities in Maine contrary to the provisions of 32 M.R.S.A. § 4691 *et seq.* The Office requested that Marketing Solutions provide a list of all Maine persons who had purchased its business opportunity. The Office further requested that Marketing Solutions make rescission offers to all such Maine persons.

- 14. Marketing Solutions has failed to respond to the Office’s letter.
- 15. On June 6, 2005, the Office sent a certified letter to Consolidated Marketing, notifying it that it had been offering, selling, and advertising business opportunities in Maine contrary to the provisions of 32 M.R.S.A. § 4691 *et seq.* The Office requested that Consolidated Marketing provide a list of all Maine persons who had purchased its business opportunity. The Office further requested that Consolidated Marketing make rescission offers to all such Maine persons.
- 16. By letter dated June 20, 2005, attorneys for Consolidated Marketing informed the Office that Consolidated Marketing ceased operations in early 2004 and had no assets from which the Maine consumer could be paid rescission but otherwise failed to respond to the Office’s requests or allegations.
- 17. For the reasons stated above, the Administrator reasonably believes that Marketing Solutions and Consolidated Marketing have engaged, are engaging or are about to engage in acts or practices constituting violations of 32 M.R.S.A. § 4691 *et seq.*
- 18. On August 18, 2005, the Administrator issued a Notice of Intent to Issue a Cease and Desist Order. The Notice gave Marketing Solutions and Consolidated Marketing thirty (30) days to request a hearing on the matter. To date, no hearing has been requested.

FINAL ORDER

Now, therefore it is ORDERED that Marketing Solutions and Consolidated Marketing immediately CEASE AND DESIST from violating any provisions of the Regulations of the Sales of Business Opportunities, 32 M.R.S.A. § 4691 *et seq.*

Pursuant to 32 M.R.S.A. § 4700(5), this is a final order, entered after notice and opportunity for hearing. A party to this order may obtain judicial review of the order in Superior Court by filing a petition within thirty (30) calendar days after receipt of the order, in accordance with 5 M.R.S.A. § 1101 *et seq.* and Rule 80C of the Maine Rules of Civil Procedure.

Date: 9/20/2005

/s/ Michael J. Colleran
 Michael J. Colleran
 Securities Administrator

Reviewed by:

Date: 9/19/2005

/s/ Bonnie E. Russell
 Bonnie E. Russell
 Assistant Securities Administrator

Date: 9/19/2005

/s/ Michael W. Atleson
Michael W. Atleson
Staff Attorney

Presented by:

Date: 9/19/2005

/s/ Christian D. Van Dyck
Christian D. Van Dyck
Investigator/Examiner