

STATE OF OKLAHOMA  
DEPARTMENT OF SECURITIES  
FIRST NATIONAL CENTER, SUITE 860  
120 NORTH ROBINSON  
OKLAHOMA CITY, OK 73102



In the Matter of:

United Business Concepts of America and  
Peter DePalma,

Respondents.

File No. ODS 09-072

**ORDER TO CEASE AND DESIST**

On February 25, 2011, a recommendation to issue an order to cease and desist (Recommendation) against United Business Concepts of America (UBCOA) and Peter DePalma (DePalma) (collectively, "Respondents") was filed by the Enforcement Division with the Administrator of the Oklahoma Department of Securities (Department). The issuance of such order is authorized by Section 814 of the Oklahoma Business Opportunity Sales Act (Act), Okla. Stat. tit. 71, §§ 801-829 (2001).

On February 25, 2011, the Administrator of the Department issued a Notice of Opportunity for Hearing with the Recommendation attached (Notice). The Notice was mailed to Respondents, by certified mail, return receipt requested, and delivery restricted, on February 25, 2011. On March 3, 2011, the Notice mailed to Respondents was returned marked "Return To Sender, Not Deliverable As Addressed, Unable To Forward." Pursuant to Section 818 of the Act, service on Respondents was made by serving the Administrator on February 25, 2011. Respondents have not made a request for hearing to the Administrator.

**Findings of Fact**

1. UBCOA purports to be an incorporated entity located in Bartlesville, Oklahoma.
2. DePalma is the owner of UBCOA.
3. Respondents offer to provide assistance and training to help individuals maximize their success in owning and operating their own business.
4. Respondents entered into an "eBC Candidate Agreement" with at least one purchaser (EBC Agreement). The purchaser was required to pay \$750 in connection with the EBC Agreement.
5. The EBC Agreement outlined that UBCOA would provide member support, license cost reimbursement, access to a member website, access to website building, eCommerce

hosting, an online shopping cart, payment processing, video tutorials, product sourcing, online marketing instruction, eCommerce training, advertising credits, free business cards, domain registration and business consulting.

6. The purchaser was promised a directory listing legitimate wholesale and drop shippers as part of her EBC Agreement.

7. Respondents failed to provide the promised services and list of wholesalers to the purchaser.

8. The EBC Agreement offered and sold by Respondents was not registered under the Act.

9. Respondents omitted to state material facts in connection with the offer, sale, and/or purchase of the EBC Agreement including, but not limited to, the following:

a. that the EBC Agreement is a business opportunity; and

b. that the EBC Agreement is not registered under the Act nor is it exempt from registration.

10. Respondents did not file consents to service of process with the Administrator.

11. It is in the public interest to issue an order to cease and desist against Respondents.

To the extent any of these Findings of Fact are more properly characterized as Conclusions of Law, they should be so considered.

### **Conclusions of Law**

1. The EBC Agreement offered and sold by Respondents is a business opportunity.

2. Respondents offered and sold a business opportunity in and/or from the state of Oklahoma.

3. The offer and sale of the EBC Agreement by Respondents in and/or from this state without registration under the Act is a violation of Section 806 of the Act.

4. Respondents made untrue statements of material fact and omitted to state material facts in connection with the offer and sale of a business opportunity in this state, in violation of Section 819 of the Act.

5. Respondents engaged in acts and practices that operated as a fraud or deceit in connection with the offer and sale of a business opportunity in this state, in violation of Section 819 of the Act.

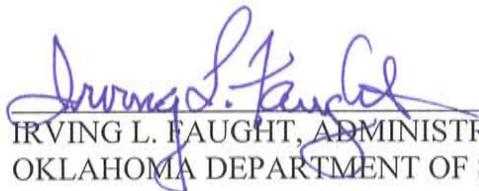
To the extent any of these Conclusions of Law are more properly characterized as Findings of Fact, they should be so considered.

**Order**

**IT IS HEREBY ORDERED** that Respondents cease and desist from the offer and sale of business opportunities in and/or from the state of Oklahoma in violation of Sections 806 and 819 of the Act.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 25th day of March 2011.

(SEAL)

  
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IRVING L. FAUGHT, ADMINISTRATOR OF THE  
OKLAHOMA DEPARTMENT OF SECURITIES

CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 25th day of March, 2011, a true and correct copy of the above and foregoing *Order to Cease and Desist* was mailed by certified mail, return receipt requested, delivery restricted, with postage prepaid thereon, addressed to:

United Business Concepts of America  
4100 SE Adams Road, Suite C101  
Bartlesville, OK 74003

Peter DePalma  
4100 SE Adams Road, Suite C101  
Bartlesville, OK 74003

Brenda London

Brenda London  
Paralegal