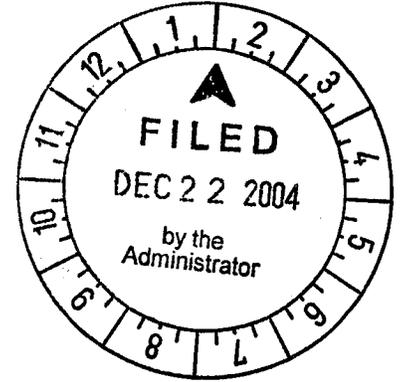


STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
FIRST NATIONAL CENTER
120 N. ROBINSON, SUITE 860
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

Go Auto Club,
Jim Hill, and
Gary Bolz,

Respondents.

ODS File No. 04-037

ORDER TO CEASE AND DESIST

On November 3, 2004, a recommendation to issue an order to cease and desist (Recommendation) against Gary Bolz (Bolz) was filed with the Administrator (Administrator) of the Oklahoma Department of Securities (Department). Section 1-604 of the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2003) authorizes the Administrator to issue orders to cease and desist. The activities conducted by Bolz and described herein constitute violations of the Oklahoma Securities Act (Predecessor Act), Okla. Stat. tit. 71, §§ 1-413, 501, 701-703 (2001 & Supp. 2003), and would also constitute violations of the Act.

On November 3, 2004, the Administrator of the Department issued a Notice of Opportunity for Hearing with the Recommendation attached (Notice). Pursuant to Section 1-611 of the Act, the Notice was served on the Administrator of the Department on November 3, 2004, and mailed to the last known addresses of Respondent, by certified mail, return receipt requested, and delivery restricted. The Notice was served on Respondent on November 18, 2004.

The Notice specified that failure to request a hearing within thirty (30) days of service of the Notice would result in the issuance of an order to cease and desist. No request for hearing has been received by the Administrator within the time limit specified in the Notice.

The Administrator, being fully advised in the premises, hereby finds that this action is necessary and appropriate in the public interest and sets forth the following Findings of Fact and Conclusions of Law in support thereof.

Findings of Fact

1. Go Auto Club was an unincorporated association with principal operations located in Carmel, Indiana, that, at all times relevant hereto, was doing business over the Internet and in the state of Oklahoma. Jim Hill, a resident of Indiana, was the Founder of Go Auto Club.

2. Bolz, a resident of Oklahoma, was an affiliate of Go Auto Club. Bolz has never been registered to offer or sell securities under the Act.

3. In June of 2003, Go Auto Club began advertising on the Internet for potential members (Members) to join and gain the opportunity to earn commissions and a new \$40,000 vehicle or \$30,000 cash by recruiting other Members to join the program. Members were eligible to earn the \$40,000 vehicle or \$30,000 cash after they had recruited 120 new Members.

4. Beginning in August 2003, Bolz told Oklahoma residents at a community church that Go Auto Club was offering a special investment program in which only Members were entitled to participate. Under the special program, Members did not have to wait until they recruited 120 new Members to receive a free vehicle.

5. For those persons interested in this special investment program (Investors), Bolz signed them up as Members of Go Auto Club and directed them to finance a vehicle from an automobile dealership that was offering a cash rebate. Bolz advised the Investors that Go Auto Club would make their note payments and encouraged them to buy the top of the line fully loaded vehicle of their choice as well as the factory extended warranty and the credit life insurance on the note.

6. Bolz then directed the Investors to send the sum of three note payments to Hill at Go Auto Club. Bolz explained that Go Auto Club would invest the money in overseas credit unions where, when aggregated with other Investors' money, they could make a 10% return compounded daily. Bolz explained that Go Auto Club would use the interest earned to pay off the Investors' notes within three years.

7. When asked how an investment could reap such rewards, Bolz told the Oklahoma residents to have faith in God. When asked who was going to pay for the vehicle, Bolz told at least one Oklahoma resident that God would pay for it.

8. At least 28 persons, 16 of whom were Oklahoma residents, purchased vehicles on credit and sent an amount equal to three of their note payments to Hill.

9. Subsequent to the vehicle purchases and the Investors sending their money to Hill and Go Auto Club, Hill and Go Auto Club determined that the company they planned to invest the money through was no longer in business. Hill provided the Investors with a promissory note from another company he was associated with called Global Opulence that promised to pay the Investors back their three note payments plus 6% interest over three months. Bolz told the Investors that Go Auto Club and Hill still planned to pay off the entire amounts of their vehicle notes, but, for legal reasons, the promissory note could only reflect the return of the three note payments plus interest.

10. Hill and Go Auto Club made some of the initial payments on the vehicle notes. However, Hill and Go Auto Club have since discontinued note payments and did not fulfill the bargain on which the Investors relied.

11. The interests in the special investment program offered and sold by Bolz were not registered under the Predecessor Act.

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 interests in the special investment program are securities pursuant to the Predecessor Act.

2. In connection with the offer, sale, or purchase of securities, Bolz made untrue statements of material fact and omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, in violation of subsection (2) of Section 101 of the Predecessor Act.

3. In connection with the offer, sale, or purchase of securities, Bolz engaged in acts, practices, or a course of business which operated as a fraud or deceit upon Oklahoma residents in violation of subsection (3) of Section 101 of the Predecessor Act.

4. Bolz was not registered to transact business as a broker-dealer or agent in violation of Section 201 of the Predecessor Act.

5. Bolz offered and sold unregistered securities in Oklahoma in violation of Section 301 of the Predecessor Act.

6. The Administrator has the authority under Section 1-604 of the Act and Section 406 of the Predecessor Act to order Bolz to cease and desist from engaging in the described violations.

7. It is in the public interest to order Bolz to cease and desist from the described violations.

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 Bolz cease and desist from any further actions in or from the state of Oklahoma in connection with the offer or sale of the securities described above and from any other act or practice constituting a violation of the Act.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 22nd day of December, 2004.

(SEAL)



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

CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 22nd day of December, 2004, 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:

Gary Bolz
P.O. Box 1336
Newcastle, OK 73065

Gary Bolz
3109 East Highway 37
Tuttle, OK 73089



Brenda London Smith
Paralegal