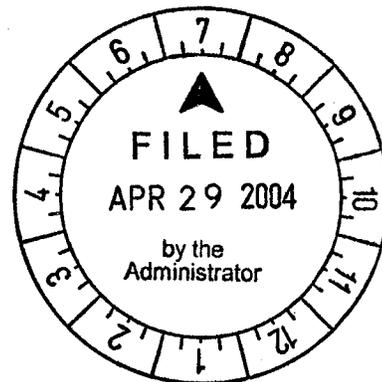


STATE OF OKLAHOMA  
DEPARTMENT OF SECURITIES  
FIRST NATIONAL CENTER, SUITE 860  
120 NORTH ROBINSON  
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

Mobile Cash Systems, LLC,  
Judy A. Poulson, and Frank C. Wyer,

Respondents.

File No. ODS 04-066

**ORDER TO CEASE AND DESIST**

On April 1, 2004, a recommendation to issue an order to cease and desist (Recommendation) against Mobile Cash Systems, LLC (Mobile Cash Systems), Judy A. Poulson (Poulson), and Frank C. Wyer (Wyer) (collectively, the "Respondents"), was filed with the Administrator (Administrator) of the Oklahoma Department of Securities (Department). The issuance of such an order is authorized by Section 814.B of the Oklahoma Business Opportunity Sales Act (Business Opportunity Sales Act), Okla. Stat. tit. 71, §§ 801-829 (2001), and subsection (a) of Section 406 of the Oklahoma Securities Act (Securities Act), Okla. Stat. Ann. tit. 71, §§ 1-413, 501, 701-703 (2001 & Supp. 2003).

On April 2, 2004, the Administrator of the Department issued a Notice of Opportunity for Hearing with the Recommendation attached (Notice). Pursuant to Section 818.F of the Business Opportunity Sales Act and subsection (h) of Section 413 of the Securities Act, the Notice was served on the Administrator of the Department on April 2, 2004, and mailed, together with notice of service on the Administrator, to the last known addresses of Respondents, by certified mail, return receipt requested, and delivery restricted. On April 5, 2004, service was effected on Wyer. On April 22, 2004, the Notice mailed to Mobile Cash Systems at 701 North Green Valley Parkway, Henderson, Nevada 89074-6177 was returned marked "Returned To Sender, Attempt Unknown." On April 26, 2004, the Notice mailed to Poulson at 875 East Silverado Ranch, Las Vegas, Nevada 89123 was returned marked "Returned To Sender, Attempted Not Known."

The Notice specified that failure to request a hearing within fifteen (15) days of service will result in the issuance of an order to cease and desist and the imposition of a civil penalty in the amount of \$5,000.00. No request for hearing or any other response has been received by the Administrator.

The Administrator of the Department, being fully advised in this matter, does hereby adopt the Findings of Fact and Conclusions of Law as set forth below.

### **Findings of Fact**

1. Mobile Cash Systems is a Nevada corporation that, at all times relevant hereto, was doing business in the state of Oklahoma.

2. Poulson, at all times relevant hereto, was a resident of the state of Nevada and the registered agent for Mobile.

3. Wyer, at all times relevant hereto, was a resident of the state of Oklahoma and an advisor selling Mobile products in the state of Oklahoma.

4. In or about 2000, an Oklahoma resident (Oklahoma Member) entered into a contract with Mobile (Agreement) wherein the Oklahoma Member paid \$100,000 for the purchase of twenty (20) wireless terminal machines (WTM's) and a service contract with Mobile. The WTM's utilize mobile payment technology.

5. The Agreement provided that Mobile would place the WTM's with retail merchants in order to enable electronic purchase transactions at the merchants' point of delivery.

6. The Agreement provided that the Oklahoma Member would receive monthly payments resulting from a share of profits generated from the operation of their WTM's.

7. The Agreement further provided that the Oklahoma Member would exercise no managerial or entrepreneurial duties in connection with their investment. The profits of the Oklahoma Member were dependent upon the services provided by Mobile.

8. The Agreement is not registered under the Business Opportunity Act or the Securities Act.

To the extent any of these Findings of Fact should be considered Conclusions of Law, they should be so considered.

### **Conclusions of Law**

1. The Agreement is a business opportunity as defined in Section 803 of the Business Opportunity Sales Act.

2. Respondents offered and sold an unregistered business opportunity in the state of Oklahoma, in violation of Section 806 of the Business Opportunity Sales Act.

3. The Agreement is a security as defined in Section 2 of the Securities Act.
4. Respondents offered and sold an unregistered security in the state of Oklahoma, in violation of Section 301 of the Securities Act.
5. The Administrator has the authority under Section 406 of the Securities Act to order Respondents to cease and desist from engaging in violations of the Securities Act.
6. The Administrator has the authority under Section 814 of the Business Opportunity Sales Act to order Respondents to cease and desist from engaging in violations of the Business Opportunity Sales Act.
7. It is in the public interest to order Respondents to cease and desist from engaging in violations of the Business Opportunity Sales Act and the Securities Act.

To the extent any of these Conclusions of Law should be considered Findings of Fact, they should be so considered.

**ORDER**

**IT IS HEREBY ORDERED** that Respondents cease and desist from offering or selling the Agreement in violation of Section 806 of the Business Opportunity Sales Act and Section 301 of the Securities Act.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 29th day of April, 2004.

(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 29<sup>th</sup> day of April, 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:

Mobile Cash Systems, LLC  
701 N. Green Valley Parkway  
Henderson, NV 89074-6177

Judy A. Poulson  
875 E. Silverado Ranch  
Las Vegas, NV 89123

Frank C. Wyer  
711 N. 5<sup>th</sup> Street  
Jenks, Oklahoma 74037-3343

  
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Brenda London Smith  
Paralegal