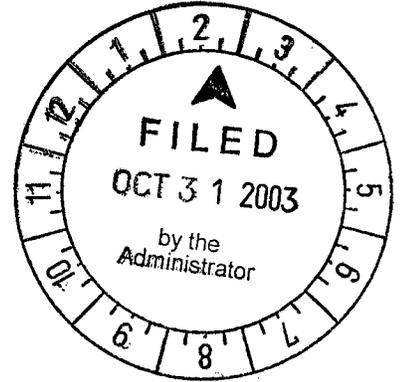


STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
FIRST NATIONAL CENTER, SUITE 860
120 NORTH ROBINSON
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

World Traders Association and
Scott Rinaldo,

Respondents.

File No. ODS 03-084

AFFIDAVIT OF COMPLIANCE
AND
NOTICE OF SERVICE ON THE ADMINISTRATOR

STATE OF OKLAHOMA)
) SS.
COUNTY OF OKLAHOMA)

The undersigned affiant, of lawful age, being first duly sworn upon oath deposes and states:

1. That he is the Administrator of the Oklahoma Department of Securities (Department).
2. A copy of the Notice of Opportunity for Hearing (Notice) with the Recommendation to Issue an Order to Cease and Desist (Recommendation) attached was delivered to Affiant in the office of the Administrator pursuant to Section 818.F of the Oklahoma Business Opportunity Sales Act (Act), Okla. Stat. tit. 71, §§ 801-829 (1991 & Supp. 1999).
3. That a copy of the Notice with the Recommendation attached is being sent this 31st day of October, 2003, by certified mail, return receipt requested, delivery restricted to addressee, to the last known addresses of World Traders Association and Scott Rinaldo in compliance with Section 818.F of the Act.
4. This Affidavit of Compliance shall serve as notice to World Traders Association and Scott Rinaldo that service of process has been effected on the Administrator pursuant to Section 818.F of the Act.
5. That this Affidavit of Compliance is declared filed of record as the date set forth below in compliance with Section 818 of the Act.

FURTHER AFFIANT SAYETH NOT.

Dated this 31st day of October, 2003.

(SEAL)



Irving L. Faught
Administrator

Subscribed and sworn before me this 31st day of October, 2003.



Brenda London Smith
Notary Public

My Commission No.: 01013792
My Commission Expires: August 26, 2005
SEAL

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



In the Matter of:

World Traders Association and
Scott Rinaldo,

Respondents.

File No. ODS 03-084

NOTICE OF OPPORTUNITY FOR HEARING

1. Pursuant to his authority under Section 813 of the Oklahoma Business Opportunity Sales Act (Act), Okla. Stat. Ann. tit. 71, §§ 801-829 (West 2003), the Administrator of the Oklahoma Department of Securities (Department) authorized an investigation into the activities of World Traders Association and Scott Rinaldo in connection with the offer and/or sale of business opportunities in and/or from the state of Oklahoma.

2. On the 31st day of October, 2003, the attached Recommendation to Issue an Order to Cease and Desist (Recommendation) was left in the office of the Administrator.

3. Pursuant to Section 814.B of the Act, the Administrator hereby gives notice to World Traders Association and Scott Rinaldo of their right to request a hearing to show why an order based on the Recommendation should not be issued.

4. The request for a hearing on the Recommendation must be received by the Administrator within fifteen (15) days after service of this Notice. Pursuant to Section 814.B of the Act, failure to request a hearing as provided for herein shall result in the issuance of an order against World Traders Association and Scott Rinaldo to cease and desist from the offer and sale of business opportunities in the State of Oklahoma and for the payment of a civil penalty in the amount of \$5000.00.

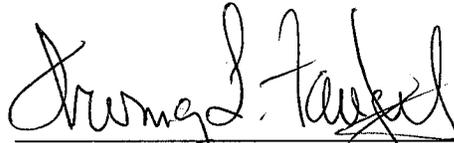
5. The request for hearing shall be in writing and World Traders Association and Scott Rinaldo shall admit or deny each allegation in said request as required by 660:2-9-1(c) of the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities (Rules).

6. Upon receipt of a written request, pursuant to 660:2-9-2 of the Rules, a hearing on this Notice shall be set within sixty (60) days or a written order denying hearing shall be issued.

7. Notice of the date, time and location of the hearing shall be given to World Traders Association and Scott Rinaldo not less than ten (10) days in advance thereof pursuant to 660:2-9-3(a) of the Rules. Additionally, the notice may contain matters to supplement this Notice and the Recommendation attached hereto.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 31st day of October, 2003.

(SEAL)



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

CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 31st day of October, 2003, a true and correct copy of the above and foregoing Notice of Opportunity for Hearing and attached Recommendation to Issue and Order to Cease and Desist was mailed by certified mail, return receipt requested, delivery restricted to addressee, with postage prepaid thereon addressed to:

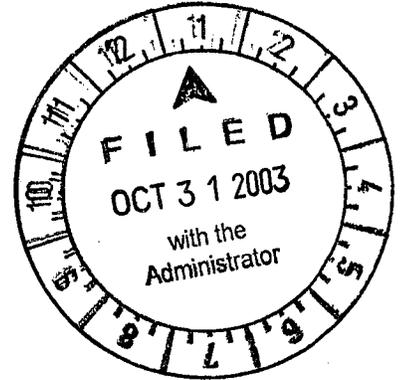
World Traders Association
1800 E. Sahara Avenue, Suite 107
Las Vegas, NV 89104

Scott Rinaldo
4185 S. Paradise Rd. #1115
Las Vegas, NV 89109



Brenda London Smith
Paralegal

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



In the Matter of:

World Traders Association and
Scott Rinaldo,

Respondents.

File No. ODS 03-084

**RECOMMENDATION TO ISSUE AN
ORDER TO CEASE AND DESIST**

Pursuant to the Oklahoma Business Opportunity Sales Act ("Act"), Okla. Stat. Ann. tit. 71, §§ 801-829 (West 2003), an investigation was conducted into the activities of World Traders Association and Scott Rinaldo (collectively, the "Respondents") in connection with the offer and/or sale of business opportunities in and/or from the state of Oklahoma. Based thereon, the following Findings of Fact, Authorities and Conclusions of Law are submitted to the Administrator, or his designee, in support of the issuance of an order to cease and desist against World Traders Association and Scott Rinaldo.

Findings of Fact

1. World Traders Association ("WTA") is a Nevada corporation that, at all times relevant hereto, was doing business in the state of Oklahoma.
2. Scott Rinaldo ("Rinaldo"), a resident of Nevada, is the president of WTA.
3. WTA advertised for potential members ("Members"), with no prior business experience, to join and gain the skills to set up a business and run it successfully. WTA claimed to provide Members with the knowledge and ability to coordinate the sale of products between suppliers and purchasers.
4. In or about June 2001, an Oklahoma resident ("Oklahoma Member") entered into a contract with WTA ("Member Agreement") wherein the Oklahoma Member paid \$6,950.00 and a monthly fee of \$35.00 for the purchase of instructional training materials, training, support services, access to WTA products, and a list of potential purchasers.

5. The Member Agreement provided that the Oklahoma Member would be responsible for contacting the potential purchasers and that the Oklahoma Member would be responsible for earning income through his work efforts.

6. The Member Agreement further provided that the Oklahoma Member would receive unlimited access to WTA's research department to obtain lists of potential suppliers and purchasers and unlimited access to WTA's support staff.

7. The Member Agreement described above is not registered under the Act.

Authorities

1. Section 802 of the Act provides in pertinent part:

3.a. "Business opportunity" means a contract or agreement, between a seller and purchaser, express or implied, orally or in writing, wherein it is agreed that the seller or a person recommended by the seller shall provide to the purchaser any products, equipment, supplies or services enabling the purchaser to start a business and the seller represents directly or indirectly, orally or in writing, that:

* * *

(6) The seller will provide a marketing plan.

* * *

6. "Marketing plan" means advice or training, provided to the purchaser by the seller or a person recommended by the seller, pertaining to the sale of any products, equipment, supplies or services and the advice or training includes, but is not limited to, preparing or providing:

* * *

b. Training regarding the promotion, operation or management of the business opportunity[.]

12. "Seller" means a person who sells or offers to sell a business opportunity or any agent or person who directly or indirectly acts on behalf of such person.

2. Section 806 of the Act provides:

It is unlawful for any person to offer or sell any business opportunity, as defined in Section 802 of this title, in this state unless the business opportunity is registered under the provisions of the Oklahoma Business Opportunity Sales Act or is exempt under Section 803 of the title.

3. Section 814 of the Act provides in pertinent part:

A. Whenever it appears to the Administrator that any person has engaged in or is about to engage in any act or practice constituting a violation of any provision of the Oklahoma Business Opportunity Sales Act or any rule or order hereunder, the Administrator may:

1. Issue an order directing each person to cease and desist from continuing the act or practice and/or issue an order imposing a civil penalty up to the maximum of Five Thousand Dollars (\$5,000.00) for a single violation or transaction or Fifty Thousand Dollars (\$50,000) for multiple violations or transactions in a single proceeding or series of related proceedings[.]

4. Section 818 of the Act provides in pertinent part:

A. The provisions of the Oklahoma Business Opportunity Sales Act concerning sales and offers to sell apply to person who sell or offer to sell when:

1. An offer to sell is made in this state;

* * *

B. For the purpose of this section, an offer to sell is made in this state, whether or not either party is then present in this state, when:

1. The offer originates from this state; or

2. The offer is directed by the offeror to this state and received at the place to which it is directed or at any post office in this state in the case of a mailed offer.

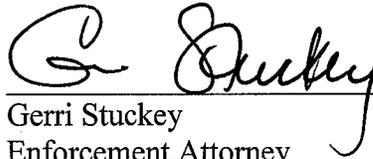
Conclusions of Law

1. The Member Agreements are business opportunities.
2. Respondents offered and sold a business opportunity in the state of Oklahoma.
3. The offer and sale of the Member Agreements by Respondents without registration under the Act is a violation of Section 806 of the Act.

WHEREFORE, it is recommended that the Administrator issue an order against World Traders Association and Scott Rinaldo to cease and desist from the offer and sale of business opportunities in violation of Section 806 of the Act and to impose a civil penalty in the amount of \$5,000.00.

Dated this 31st day of October, 2003.

Respectfully submitted,



Gerri Stuckey
Enforcement Attorney
Oklahoma Department of Securities
120 North Robinson, Suite 860
Oklahoma City, OK 73102
(405) 280-7700