

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



In the Matter of:

Dennis R. Anderson,

Respondent.

ODS File No. ODS 04-027

AGREEMENT

An investigation into the activities of Dennis R. Anderson (Anderson) was conducted by the Oklahoma Department of Securities (Department), pursuant to Section 405 of the Oklahoma Securities Act (Act), Okla. Stat. *tit.* 71, §§ 1-413, 501, 701-703 (1991 & Supp. 2003), concerning possible violations of Sections 201 and 301 of the Act.

The Department's investigation revealed that on November 14, 1994, Anderson offered and sold a ten percent (10%) interest in his company's profits (Profit Sharing Interest) for \$10,000 to Verma Mosier, an Oklahoma resident. Anderson guaranteed Mosier a return of her principal to be paid over a period of seven (7) years with interest at the rate of (15%) per annum on the unpaid balance of the principal.

Anderson was not registered under the Act to transact business in the state of Oklahoma as an agent of a broker-dealer or an issuer.

The Profit Interest sold by Anderson was not registered pursuant to Section 301 of the Act and no claim of an exemption from the registration provisions of the Act was filed with the Administrator pursuant to Section 401 of the Act.

Anderson desires to settle this matter expeditiously and in a manner consistent with the purposes fairly intended by the policies and provisions of the Act.

The undersigned parties hereto agree as follows:

1. **Permanent Order to Cease and Desist.** Anderson agrees to the issuance of a Permanent Order to Cease and Desist in the form of *Exhibit A* attached hereto and made a part hereof (Order) and voluntarily waives his right to notice, hearing and appeal as provided by the Act, the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities (Rules), and the Oklahoma Administrative Procedures Act, Okla. Stat. *tit.* 75, § 250 *et. seq.*

2. **Compliance with the Act.** Anderson agrees to comply with all provisions of the Act and the Rules including, but not limited to, compliance with Sections 201 and 301 of the Act in connection with offers and/or sales of securities in and/or from the state of Oklahoma. Specifically, Anderson agrees to register as an agent as required by Section 201 of the Act prior to effecting or attempting to effect transactions in securities in or from the state of Oklahoma. In addition, Anderson agrees that he will not offer and/or sell any security in this state unless: (1) it is registered under the Act or the security or transaction is exempted under Section 401 of the Act; or (2) it is a federal covered security.

3. **Restitution.** Anderson agrees to deliver this executed Agreement along with a cashier's check made payable to Verma Mosier in the amount of \$10,000 to the Department **on or before July 22, 2004.**

4. **Entire Agreement.** Anderson voluntarily consents to the issuance of the Order, and represents that the consent and waivers contained herein are voluntary and given without threat, offer, promise, or inducement of any kind or nature having been made or given by the Department, its staff, or the Administrator. Other than the Order, this writing constitutes the entire agreement of the parties with respect to the subject matter hereof and supersedes any and all prior and contemporaneous agreements, representations and understandings of the parties. No supplement, modification or amendment to this Agreement shall be binding unless executed in writing by each of the parties hereto.

5. **Limitation on Agreement.** Nothing in this Agreement shall prohibit the Administrator from furnishing information to any other properly constituted agency or authority. In the event any other agency or authority commences an action in connection with information obtained by the Administrator against the Respondent, the Administrator may assist in such actions as authorized by law. It is further agreed that the execution of this Agreement does not mean that the Administrator has passed in any way upon the merits or qualifications of, or recommended or given approval to, the transactions to which it relates.

6. **Effective Date.** This Agreement shall be effective as of the date on which it is signed by the Administrator as set forth below his signature hereto.

7. **Consideration.** In consideration for this Agreement, the Administrator will not take further action against Anderson in connection with the offer and sale of the above described Profit Sharing Interest to Verma Mosier; provided, however, should Respondent fail to comply with the terms of this Agreement in any material respect or if Respondent has made any false or misleading statements to the Department in connection with this matter, the Department will initiate action against Respondent as authorized by the Act.

8. **Applicability.** This Agreement applies only to the activities of Anderson and to no others.

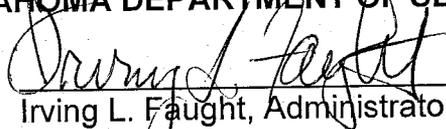
IN WITNESS WHEREOF, the parties have executed this Agreement as of the date and year set forth below their signatures hereto.

DENNIS R. ANDERSON

 _____

Date: 7-14-04

OKLAHOMA DEPARTMENT OF SECURITIES:

By:  _____
Irving L. Faught, Administrator

Date: July 26, 2004

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



In the Matter of:

Dennis R. Anderson,

Respondent.

ODS File No. ODS 04-027

PERMANENT ORDER TO CEASE AND DESIST

The Oklahoma Department of Securities (Department) conducted an investigation into the activities of the named Respondent pursuant to Section 405 of the Oklahoma Securities Act (Act), Okla. Stat. tit. 71, §§ 1-413, 501, 701-703 (1991 & Supp. 2003).

In order to resolve the issues raised in connection with the Department's investigation, Respondent voluntarily executed the Agreement that is attached hereto and incorporated herein by reference and consented to the issuance of this Order.

IT IS HEREBY ORDERED THAT Dennis R. Anderson cease and desist from engaging in violations of Sections 201 and 301 of the Act and from doing any act in furtherance thereof.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 26th day of July, 2004.

(SEAL)



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

CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 26th day of July, 2004, a true and correct copy of the above and foregoing Agreement and Permanent Order to Cease and Desist was mailed by certified mail, return receipt requested, delivery restricted, with postage prepaid thereon addressed to:

Dennis R. Anderson
512 SW 1st Street
Moore, OK 73160

Brenda London Smith

Brenda London Smith
Paralegal