

STATE OF NORTH DAKOTA

BEFORE THE

COUNTY OF BURLEIGH

SECURITIES COMMISSIONER

In the Matter of American Dream)
Systems, Inc.; Coupon Connection of)
America, Inc.,)
)
Respondents.)

CONSENT ORDER

.....
The North Dakota Securities Commissioner has advised the respondents, American Dream Systems, Inc. and Coupon Connection of America, Inc. that the Commissioner is prepared to commence formal action pursuant to North Dakota Century Code Chapter 10-04 and has reason to believe as follows:

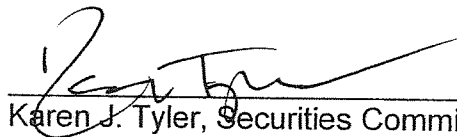
1. During 2003, Respondents offered and sold an unregistered franchise to one resident of North Dakota. Respondents collected at least \$33,695 from a North Dakota resident based on the sale of that franchise and fees associated with that franchise.
2. Pursuant to Chapter 51-19 N.D.C.C., no person may sell franchises in North Dakota unless they are registered or exempt from registration. When it shall appear to the Commissioner that any person has engaged in, or is engaging in, or is about to engage in any act or practice which is declared illegal in this chapter, the Commissioner may issue any order and collect civil penalties against any person found in an administrative action to have violated any provision of the chapter in an amount not to exceed \$10,000 for each violation.
3. On May 12, 2003, the Securities Commissioner issued a Desist and Refrain Order against the Respondents based on the facts briefly outlined above.
4. Respondents have returned \$33,695 to the North Dakota franchise investor, plus \$900 in attorney fees.
5. The violations described above are sufficient grounds for the Commissioner to assess civil penalties against the respondents, pursuant to section 51-19-13 N.D.C.C.
6. Respondents acknowledge their right to a hearing on this matter and waive this right to a hearing and to present arguments to the Commissioner.
7. Respondents agree to resolve this matter with the Securities Commissioner by this Consent Order.
8. The following Order is necessary and appropriate in the public interest.

NOW, THEREFORE, IT IS ORDERED, THAT:

1. Respondents shall not transact any franchise business with any person in North Dakota unless the franchise is registered or properly exempted under Chapter 51-19 N.D.C.C.
2. Respondents shall not engage in any fraudulent, misleading or deceptive conduct while conducting any business dealings in North Dakota.
3. The Desist and Refrain Order dated May 12, 2003 is hereby vacated.
4. This Order shall be effective upon signature of the Commissioner and the Respondents.

Signed and Sealed this 24th day of February, 2004.





Karen J. Tyler, Securities Commissioner
Office of the Securities Commissioner
State Capitol-5th Floor
600 East Boulevard Ave.
Bismarck, ND 58505-0510
(701) 328-2910

STATE OF NORTH DAKOTA

BEFORE THE

COUNTY OF BURLEIGH

SECURITIES COMMISSIONER

In the Matter of American Dream)
Systems, Inc.; Coupon Connection of)
America, Inc.,)
Respondents.)

CONSENT TO ENTRY
OF ORDER

.....
Based on mutual concessions and a willingness to resolve all matters discussed in the foregoing Consent Order, the undersigned, on behalf of the Respondents, American Dream Systems, Inc. and Coupon Connection of America, Inc., states that:

1. He has read the foregoing Consent Order, and knows and fully understands its contents and effects.
2. The Respondents have been advised of their rights to a hearing with regard to this matter, and has specifically waived those rights to a hearing.
3. The Respondents have been advised that any willful violation of this order is a Class B Felony pursuant to Section 10-04-18(1) N.D.C.C. and is punishable by a \$10,000 fine and 10 years' imprisonment, with respect to a natural person, pursuant to Section 12.1-32-01(3) N.D.C.C. or by a \$35,000 fine with respect to an organization, pursuant to Section 12.1-32-01.1(2) N.D.C.C.
4. The foregoing Consent Order constitutes the entire settlement agreement between the Respondent and the Securities Commissioner, there being no other promises or agreements, either expressed or implied.
5. The Respondents admit the accuracy of the factual determinations of the Commissioner, as set forth in the foregoing Consent Order, and are specifically precluded from denying the Commissioner's determinations in any forum, public or otherwise.
6. The Respondents consent to entry of the foregoing Consent Order by the Securities Commissioner, and do so willingly for the purpose of resolving the issues described in the foregoing Consent Order.

Dated this 13 day of February, 2004.

American Dream Systems, Inc.
Coupon Connection of America, Inc.

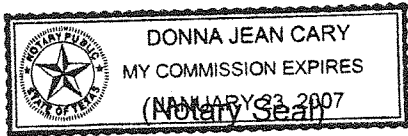
BY: Donald L. Farmer, President

DONALD L. Farmer

(print name)

ITS: President
(affiliation with respondents)

Subscribed and Sworn before me this 13 day of February, 2004.



Donna Jean Cary
Notary Public
State: TX County: Harris
My Commission Expires: 1/23/07