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| Becki Anderson Warren, |) | ORDER FOR HEARING |
| James W. Warren, and |) | TO REVOKE REGISTRATION |
| Lawrence W. Warren, |) | AND |
| |) | IMPOSE CIVIL PENALTIES |
| Respondents, |) | AND RESCISSION OFFERS |

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WHEREAS, it is alleged that:

(1) the Respondents, Becki Anderson Warren, James W. Warren, and Lawrence W. Warren, are each registered as salesmen in North Dakota;

(2) the Respondents have offered and sold unregistered securities of "Homestead National 11 '98" and "Radix Ventures, Inc." in North Dakota in violation of N.D.C.C. §§ 10-04-04 and 10-04-11(1)(a);

(3) the Office of the Securities Commissioner has received more than 100 complaints from North Dakota investors who claim losses of more than \$1,000,000 on subordinated debentures and other securities that were offered for sale or sold by the Respondents and by other employees of Offerman & Company;

(4) the Respondents have engaged in unlawful fraudulent and deceitful practices in connection with the offer, sale, or purchase of any security, directly or indirectly, in violation of N.D.C.C. §§ 9-03-08, 9-03-09, 9-10-02, and 10-04-11(1)(c);

(5) the Respondents have engaged in unlawful fraudulent practices in connection with the offer, sale, or purchase of any security, directly or indirectly, in violation of N.D.C.C. §§ 10-04-15 and 10-04-11(1)(a);

(6) the Respondents have engaged in sales practices that were dishonest, fraudulent, or unethical, according to N.D.C.C. § 10-04-11(1)(c), for the offer or sale of subordinated debentures and other securities;

(7) the Respondents have engaged in fraudulent and unethical sales practices and manipulative conduct in violation of Administrative Rules §§ 73-02-09-01, 73-02-09-02, and 73-02-09-03, N.D.C.C. § 10-04-11(1)(a), and the NASD Rules of Fair Practice;

(8) the Respondents do not have a good business reputation in North Dakota, according to N.D.C.C. § 10-04-10(2);

(9) the Respondents have refused or delayed the examination by the Office of the Securities Commissioner into affairs, books, and records that the Respondents are required to keep, according to Administrative Rule § 73-02-07-01, and to provide to the Office of the Securities Commissioner, according to N.D.C.C. §§ 10-04-11(1)(e) and 10-04-11(3); and

(10) the Respondents are subject to civil penalties for each violation of N.D.C.C. ch. 10-04, or any regulation, rule, or order adopted or issued under this chapter in an amount not to exceed \$10,000 for each violation according to N.D.C.C. § 10-04-16(1).

NOW THEREFORE, IT IS HEREBY ORDERED as follows:

(1) a hearing shall be held on Wednesday, March 30, 1994 at 9:00 a.m. at the state capitol in Bismarck, North Dakota to make findings of fact and conclusions of law for the Respondents' registration revocation, civil penalties, rescission offers, or such other remedies and orders as are appropriate under the

circumstances;

(2) the Respondents and the Office of the Securities Commissioner may be represented by counsel and may present witnesses, documents, and evidence at the hearing; and

(3) on or before March 9, 1994, the Respondents and attorneys for the Office of the Securities Commissioner shall prepare and exchange a stipulation of uncontested facts, a statement of disputed issues and facts, a list of potential witnesses with a brief summary of expected testimony for the hearing, and documents that will be presented as exhibits at the hearing.

Dated at Bismarck, North Dakota on February 1, 1994.

(Seal)



Cal Hoovestol

Cal Hoovestol
Securities Commissioner