

**STATE OF NORTH DAKOTA
COUNTY OF BURLEIGH**

**BEFORE THE
SECURITIES COMMISSIONER**

In the Matter of Global Prosperity ^{4/5/98})
Group, The Global Leadership)
Council, Paul Whealy, and their)
officers, directors, agents,)
employees and associates)
)
Respondents.)

**CEASE AND DESIST ORDER,
NOTICE OF CIVIL PENALTY,
AND NOTICE OF RIGHT
TO REQUEST A HEARING**

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**THE SECURITIES COMMISSIONER OF THE STATE OF NORTH DAKOTA TO
GLOBAL PROSPERITY GROUP, THE GLOBAL LEADERSHIP COUNCIL, PAUL
WHEALY, AND THEIR OFFICERS, DIRECTORS, AGENTS, EMPLOYEES AND
ASSOCIATES:**

The Securities Commissioner has determined that the Respondents have engaged in, are engaging in, or are about to engage in, acts, practices or transactions, as more fully described below, which are prohibited under Chapter 10-04 of the North Dakota Century Code (N.D.C.C.). It is necessary and appropriate in the public interest and for the protection of investors to restrain these acts, practices, or transactions of the Respondents.

1. The Respondents have offered for sale and/or sold investments which are securities as defined in §10-04-02(13) N.D.C.C., to residents of North Dakota in violation of §10-04-04 N.D.C.C.
2. The subject investments have not been registered with the Securities Commissioner under §10-04-07; §10-04-07.1; §10-04-08; or §10-04-08.1 N.D.C.C.; are not exempt securities under §10-04-05 N.D.C.C; and have not been offered for sale or sold in exempt transactions under §10-04-06 N.D.C.C.
3. The Respondents have failed to register as dealers in violation of §10-04-10(1) N.D.C.C.
4. The Respondents have failed to register any salesman in violation of §10-04-10(2) N.D.C.C.
5. The subject investments are designed to be a "scheme, device or artifice to defraud" North Dakota residents in violation of §10-04-15(2) N.D.C.C.
6. Through the offer of the investment in Global Prosperity Group to Gary Goldade, a resident of North Dakota, on or around April 13, 1998, Respondents violated the Commissioner's Cease and Desist Order issued on April 3, 1998 and received by the Global Leadership Council and the Global Prosperity Group on April 6, 1998.

Commissioner's Cease and Desist Order issued on April 3, 1998 and received by the Global Leadership Council and the Global Prosperity Group on April 6, 1998.

NOW, THEREFORE, IT IS ORDERED, pursuant to §10-04-16 N.D.C.C., that the Respondents immediately shall **CEASE AND DESIST**:

1. From offering for sale or selling in North Dakota the subject investment, or any other investment interest however denominated, unless and until such investment interests have been registered with the Securities Commissioner.
2. From offering for sale or selling investments in North Dakota unless and until they have registered with the Securities Commissioner as dealers or salesmen.
3. From providing a guarantee on rates of return on investments or otherwise engaging in a fraudulent act while offering for sale or selling investments in North Dakota.

This order does not prohibit the offer or sale of securities through exempt securities transactions under §10-04-06 N.D.C.C., nor does it prohibit registered dealers and sales agents from offering or selling exempt securities under §10-04-05 N.D.C.C.

NOTICE OF CIVIL PENALTIES

YOU ARE NOTIFIED that the above-cited violations are sufficient grounds for the imposition of civil penalties pursuant to §10-04-16(1) N.D.C.C.

1. The Securities Commissioner does not order a civil penalty against Respondent, Paul Whealy, but expressly reserves the authority to assess civil penalties against Mr. Whealy regarding the violations outlined above, any other violations subsequently discovered, or any future securities violations or violations of this order.
2. The Securities Commissioner herein assesses civil penalties in the amount of \$10,000 each to the Global Leadership Council and the Global Prosperity Group for violating the Commissioner's Cease and Desist Order dated April 3, 1998 as expressed in number 6 of the Commissioner's findings. The Commissioner also expressly reserves the authority to assess additional civil penalties against the Global Leadership Council, and any or all of its members, and the Global Prosperity Group, and any or all of its officers, directors, agents, employees and associates regarding the violations outlined above (except to the extent that civil penalties have already been assessed), any other violations subsequently discovered, or any future securities violations or violations of this order.

NOTICE OF RIGHT TO REQUEST HEARING

YOU ARE NOTIFIED that pursuant to §10-04-12 N.D.C.C. you may request a hearing before the Securities Commissioner if such a request is made in writing WITHIN TEN (10) DAYS AFTER THE RECEIPT OF THIS ORDER. The respondent has the right to be represented by legal counsel at the hearing.

IN TESTIMONY WHEREOF, witness my hand and seal this 17th day of April, 1998.



A handwritten signature in black ink, reading "SYVER VINJE". The signature is written in a cursive style with a horizontal line underneath.

Syver Vinje
North Dakota Securities Commissioner
600 East Boulevard Ave.
State Capitol – Fifth Floor
Bismarck, ND 58505-0510
(701) 328-2910

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AFFIDAVIT OF MAILING

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I, Jacqui Ferderer, being first duly sworn, state that I am a citizen of the United States over the age of twenty-one years and not a party to or interested in the above-entitled proceeding.

On this 17th day of April, 1998, I deposited in the Central Mailing Bureau of the United States Post Office Department in the State Capitol in Bismarck, North Dakota, a true and correct copy of each of the following documents:

**CEASE AND DESIST ORDER, NOTICE OF CIVIL
PENALTY, AND NOTICE OF RIGHT TO REQUEST A HEARING**

A copy of the above document was securely enclosed in an envelope with postage duly prepaid, sent via certified mail, return receipt requested, addressed to each of the following:

Louis Font
Font & Glazer
62 Harvard St., Ste. 100
Brookline, MA 02106

Global Prosperity Group
Global Leadership Council
2245 N. Green Valley Prky, Ste. 640
Henderson, NV 89014

Paul Whealy
15560 N. Florida Blvd. B4-1171
Scottsdale, AZ 85260

To the best of my knowledge, information, and belief, the address given above is the actual mailing address for the party intended to be served or of the attorney representing that party.

Jacqui Ferderer
Jacqui Ferderer

Subscribed and sworn to before me this 17th day of April, 1998.

Diane Kambeitz
Diane Kambeitz, Notary Public
Burleigh County, North Dakota
My commission expires 03/10/2000