

STATE OF NORTH DAKOTA
COUNTY OF BURLEIGH

BEFORE THE
SECURITIES COMMISSIONER

In the matter of)	
Nation Wide Wireless Corporation a/k/a)	CEASE AND DESIST ORDER
NationWide Wireless Corporation; Philip)	REQUEST FOR ADMISSIONS
Caratozzolo; Greater Columbia Basin)	NOTICE OF OPPORTUNITY
Wireless Cable, LLC and its)	FOR HEARING
Officers, Directors,)	NOTICE OF PENALTIES
Agents and Employees)	NOTICE OF COSTS
)	
)	
Respondents,)	

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WHEREAS the Securities Commissioner has reasonable grounds to believe that:

- (1) Nation Wide Wireless Corporation a/k/a NationWide Wireless Corporation; Philip Caratozzolo; Greater Columbia Basin Wireless Cable, LLC ("Respondents"); and its officers, directors, agents or employees 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.);
- (2) it is necessary or appropriate in the public interest or for the protection of investors to restrain these acts, practices, or transactions;
- (3) the Respondents have offered for sale, solicited an order or offer to buy, or sold securities in North Dakota;
- (4) the subject securities have not been registered with the Securities Commissioner under 10-04-04 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.;
- (5) the Respondents are not registered as dealers or salesmen under 10-04-10 N.D.C.C.;
 - (6) on or around November 30, 1994, Petitioner sent, via Certified Mail, an inquiry letter to Respondents;
 - (7) the Respondent failed to respond to the inquiry letter;
 - (8) the post office markings on the above referenced inquiry letter indicate that delivery was attempted on December 8, 1994, December 12, 1994, and December 15, 1994, the letter was then returned marked "unclaimed" on December 19, 1994;
 - (9) on or around December 28, 1994, Petitioner sent, via Certified Mail, a Request for Admissions and Subpoena Duces Tecum;
 - (10) the Respondent failed to respond to the Request for Admissions and Subpoena Duces Tecum and the statements of fact and conclusions of law contained therein are, therefore, deemed admitted by the Respondent;
 - (11) the post office markings on the above referenced Request for Admissions and Subpoena Duces Tecum indicate that delivery was attempted on January 6, 1995, January 11, 1995, and January 21, 1995, the letter was then returned marked "unclaimed" on January 26, 1995;
 - (12) pursuant to Rule 4(k) of the North Dakota Rules of Civil Procedure the refusal by Respondent to accept service is considered service.

NOW, THEREFORE, IT IS ORDERED, pursuant to N.D.C.C. § 10-04-16, that Nation Wide Wireless Corporation a/k/a Nationwide Wireless Corporation; Philip Caratozzolo; Greater Columbia Basin Wireless Cable, LLC and its officers, directors, agents, servants or employees immediately CEASE AND DESIST:

1. From offering for sale or selling in North Dakota the subject securities, or any other security however denominated of any issuer, unless and until such securities have been registered with the Securities Commissioner; provided, however, that nothing in this part of the order shall apply to exempt securities under 10-04-05 N.D.C.C., or to exempt transactions under 10-04-06, N.D.C.C.;

2. From offering for sale or selling in North Dakota subject securities, or any other security however denominated of any issuer, unless and until they have registered as dealers or salesmen with the Securities Commissioner; provided, however, that nothing in this part of the order shall apply to exempt transactions under 10-04-06, N.D.C.C.

YOU ARE NOTIFIED that the above-cited violations, are sufficient grounds for the imposition of a civil penalty and administrative cost, pursuant to 10-04-16 N.D.C.C.

YOU ARE NOTIFIED that pursuant to 10-04-16(1) N.D.C.C., the Commissioner hereby orders payment of a civil penalty of \$10,000.

YOU ARE NOTIFIED that pursuant to 10-04-17 N.D.C.C., the Commissioner hereby orders Respondent to make a rescission offer for any securities sold to any North Dakota residents with whom Respondent has conducted business in the past, or with whom Respondent is presently conducting business.

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 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 26th day of January, 1995.

(SEAL)



CAL HOOVESTOL
SECURITIES COMMISSIONER

COPY

IN THE MATTER OF:

Nation Wide Wireless Corporation a/k/a)
NationWide Wireless Corporation; Philip)
Caratozzolo; Greater Columbia Basin)
Wireless Cable, LLC and its)
Officers, Directors,)
Agents and Employees)
Respondents,)

AFFIDAVIT
OF
MAILING

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Jocelyn Smith-Whitney, being first duly sworn under oath,
deposes and says:

1. That she is 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.

2. That on the 26th day of January 1995, she deposited in the Central Mailing Bureau of the United States Post Office Department in the State Capitol in Bismarck, North Dakota, true and correct copies of the following document:

CEASE AND DESIST ORDER
NOTICE OF OPPORTUNITY FOR HEARING
NOTICE OF PENALTIES
NOTICE OF COSTS

3. That a copy of the above document was securely enclosed in an envelope with postage duly prepaid and addressed as follows:

Philip Caratozzolo, CEO
Nation Wide Wireless Corporation
17383 Sunset Boulevard Suite 300
Pacific Palisades, CA 90272

4. That to the best of her knowledge, information, and belief, the address given above is the actual post office address of the party intended to be so served.

Jocelyn Smith-Whitney

Jocelyn Smith-Whitney

Subscribed and sworn to before me this 26th day of January 1995.

Cheryl Fleck

CHERYL FLECK Notary Public
State of North Dakota
My commission expires June 23, 1999