

STATE OF NORTH DAKOTA
COUNTY OF BURLEIGH

BEFORE THE
SECURITIES COMMISSIONER

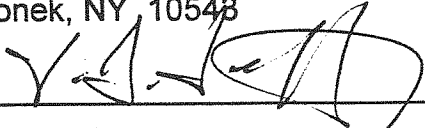
In the Matter of Temper of the Times)
Communications, Inc.)
)
Respondents)

**CONSENT TO ENTRY OF
ORDER**

.....
The undersigned states that he/she has read the foregoing Consent Order, that he/she knows and fully understands its contents and effects and is authorized to execute this Consent to Entry of Order on behalf of Respondent. Respondent understands its right to be represented by counsel at a hearing and has waived its right to a hearing regarding this matter. Respondent consents to the entry of this Consent Order without admitting or denying the findings of fact or conclusions of law contained therein. It is further expressly understood that the Consent Order constitutes the entire order and agreement regarding this matter between the Commissioner and the Respondent, there being no other promises or agreements, either express or implied.

Dated this 5TH day of December, 1997.

Temper of the Times Communications, Inc.
1010 Mamaronek Avenue
Mamaronek, NY, 10548

By: 
Its: PRESIDENT

Subscribed and sworn before me this 5 day of December, 1997.



Notary Public
My Commission Expires:

(Notary Seal)

RODNEY C. DRYSDALE
Notary Public, State of New York
No. 01DR5044480
Qualified in Putnam County
Commission Expires May 30, 1999

STATE OF NORTH DAKOTA
COUNTY OF BURLEIGH

BEFORE THE
SECURITIES COMMISSIONER

In the Matter of Temper of the Times)
Communications, Inc.)
)
Respondents)

CONSENT ORDER

.....

The North Dakota Securities Commissioner has advised Respondents that he is prepared to commence formal action pursuant to NDCC chapter 10-04 and has determined as follows:

1. Respondent filed an application to become registered as a dealer in North Dakota on or around August 8, 1997, pursuant to NDCC §10-04-10.
2. During the course of the investigation into Respondent's application, the Commissioner discovered that Respondent:
 - a) Engaged in securities transactions in North Dakota as an unregistered dealer in violation of NDCC §10-04-10, and
 - b) Engaged in securities transactions in North Dakota as an unregistered salesman in violation of NDCC §10-04-10.
3. Pursuant to NDCC §10-04-10(5) and §10-04-11(1)(a), the Commissioner may deny the registration of any dealer if, after a hearing or opportunity for hearing as provided in NDCC §10-04-12, the Commissioner finds that such dealer has violated or failed to comply with any provisions of this chapter or any order or rule of the Commissioner under NDCC chapter 10-04.
4. Pursuant to NDCC §10-04-16, whenever it shall appear to the Commissioner that any person has engaged in, is engaging in, or is about to

engage in any act or practice which is declared illegal in NDCC chapter 10-04, the Commissioner may, in his discretion, issue any order and collect civil penalties against any person in an amount not to exceed \$10,000 for each violation.

5. The activities described above are violations of North Dakota law and are sufficient grounds for the Commissioner to impose civil penalties or to deny respondent's application.

6. Respondents acknowledge their right to a hearing and have, upon the advise of their counsel or knowledge of their right to counsel, willingly waived their right to a hearing and have agreed to an informal disposition of this matter.

7. This Order is necessary and appropriate in the public interest.

NOW THEREFORE, The Commissioner hereby ORDERS that:

1. Respondents are prohibited from transacting business with any person in North Dakota, or with a North Dakota resident, unless registered as a dealer, or properly exempted from registration under North Dakota law.
2. Respondents are prohibited from employing any person to represent them as a salesman to any person in North Dakota or to any North Dakota resident unless such person is registered as a salesman, or properly exempted from registration under North Dakota law.
3. Respondents shall pay to the Office of the North Dakota Securities Commissioner a civil penalty in the amount of \$1,500 payable upon execution of this order.

4. Upon completion of the terms herein, Respondent's violations of North Dakota law will not prohibit its registration as allowed by NDCC §10-04-11.

Dated this 9th day of December, 1997.



Harold P. Kocher

Harold P. Kocher
Interim Securities Commissioner
State Capital – 5th Floor
600 East Boulevard Ave.
Bismarck, ND 58505-0510
(701) 328-2910