

STATE OF NORTH DAKOTA

BEFORE THE

COUNTY OF BURLEIGH

SECURITIES COMMISSIONER

In the Matter of The Right )  
Combination, Inc., Jim Silkwood, ) CEASE AND DESIST ORDER  
and all other Officers, Directors, ) AND NOTICE OF OPPORTUNITY  
Agents, Servants, and Employees ) FOR HEARING  
of The Right Combination, Inc. )

THE SECURITIES COMMISSIONER OF THE STATE OF NORTH DAKOTA TO THE RIGHT COMBINATION, INC., JIM SILKWOOD, AND ALL OTHER OFFICERS, DIRECTORS, AGENTS, SERVANTS, AND EMPLOYEES OF THE RIGHT COMBINATION, INC.

1. It appears to the Securities Commissioner that The Right Combination, Inc., Jim Silkwood, and all other officers, directors, agents, servants or employees of The Right Combination, Inc. ("Respondents"), have engaged, are engaging, or are about to engage in certain 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 further appears to the Securities Commissioner that it is necessary or appropriate in the public interest or for the protection of investors to restrain these acts, practices, or transactions.

2. The Respondents have offered for sale, solicited an order or offer to buy, or sold in North Dakota securities in the form of a program, contract, or other arrangement in which persons invest in a common enterprise the returns of which depend to any extent upon inducing other persons to participate or invest in the enterprise.

3. The subject securities have not been registered with the Securities Commissioner under Section 10-04-04, N.D.C.C.; are not exempt securities under Section 10-04-05, N.D.C.C.; and have not been offered for sale or sold in exempt transactions under Section 10-04-06, N.D.C.C.

4. The Respondents are not registered as dealers or salesmen under Section 10-04-10, N.D.C.C.

NOW, THEREFORE, IT IS ORDERED, pursuant to Section 10-04-16, N.D.C.C., that The Right Combination, Inc., Jim Silkwood, and all other officers, directors, agents, servants, of employees immediately cease and desist:

A. 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 Section 10-04-05, N.D.C.C., or to exempt transactions under Section 10-04-06, N.D.C.C.

B. From offering for sale or selling in North Dakota the subject securities, or any other security however denominated of any issuer, unless and until they have been 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 Section 10-04-06, N.D.C.C.

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

YOU ARE ALSO NOTIFIED that any person aggrieved by this order may request a hearing before the Securities Commissioner if such a request is made within ten days after receipt of this order.

IN TESTIMONY WHEREOF, witness my hand and seal this 19th day of March, 1990.

(SEAL)

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GLENN POMEROY  
SECURITIES COMMISSIONER

STATE OF NORTH DAKOTA

BEFORE THE

COUNTY OF BURLEIGH

SECURITIES COMMISSIONER

In the Matter of The Right  
Combination, Inc., Jim Silkwood,  
and all other Officers, Directors,  
Agents, Servants and Employees of  
The Right Combination, Inc.

AFFIDAVIT OF MAILING

STATE OF NORTH DAKOTA )  
 ) ss.  
COUNTY OF BURLEIGH )

RaNelle Anderson, 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 19th day of March, 1990, 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 documents:

CEASE AND DESIST ORDER AND NOTICE OF OPPORTUNITY FOR HEARING  
(Chapter 10-04, N.D.C.C.)

CEASE AND DESIST ORDER AND NOTICE OF OPPORTUNITY FOR HEARING  
(Chapter 51-23, N.D.C.C.)

3. That copies of the above documents were securely enclosed in envelopes with postage duly prepaid, certified mail, return receipt requested, and addressed as follows:

Merritt Burrus  
2404 Broadway  
San Diego, CA 92102

The Right Combination, Inc.  
Mission Professional Building  
504 West Mission Avenue, Suite 204  
Escondido, CA 92025

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

RS  
RANELLE ANDERSON

Subscribed and sworn to before me this 21 day of March, 1990.

Margaret Brintnell  
Notary Public