

**STATE OF NORTH DAKOTA
COUNTY OF BURLEIGH**

**BEFORE THE
SECURITIES COMMISSIONER**

In the Matter of Tradeway Securities)
Group, Inc.)
Respondent.)

CONSENT ORDER

.....
The North Dakota Securities Commissioner has advised the Respondent, Tradeway Securities Group, Inc. that he is prepared to commence formal action pursuant to NDCC Chapter 10-04 and has determined as follows:

1. That on Respondents filed an application to become registered as a Dealer in North Dakota on April 18, 1997, pursuant to NDCC §10-04-10.
2. Information obtained by the North Dakota Office of the Securities Commissioner during a review of the Respondent's application discovered that Respondent:
 - a) Transferred accounts of three North Dakota residents and made a statement to the Office of the Securities Commissioner that they had not transferred any North Dakota accounts.
 - b) Has been the subject of several disciplinary actions by other jurisdictions.
3. Pursuant to NDCC §10-04-15, no person is permitted to make or caused to be made any materially false statement required to be filed pursuant to this chapter.
4. Pursuant to NDCC §10-04-16, when it shall appear to the Commissioner that any person has engaged in, or is engaging in, or is about to engage in

any act or practice which is declared illegal in this chapter, the Commissioner may, in his discretion, issue any order and collect civil penalties against any person found in an administrative action to have violated any provision of the chapter in an amount not to exceed \$10,000 for each violation.

5. The information described above is sufficient grounds for the Commissioner to assess civil penalties against Respondent pursuant to NDCC §10-04-16. Further, this information is sufficient grounds for the denial of Respondent's application for registration as a dealer in North Dakota.
6. Respondent acknowledges its right to a hearing on this matter and, upon advise of counsel, waives its right to a hearing in this matter and to present arguments to the Commissioner.
7. Respondent, without admitting or denying the Commissioner's findings put forth above, agree to resolve this matter with the Office of the Securities Commissioner by this agreement, and this is evidenced by its representative's signature below.
8. The following Order is necessary and appropriate in the public interest.

NOW, THEREFORE, IT IS ORDERED, THAT:

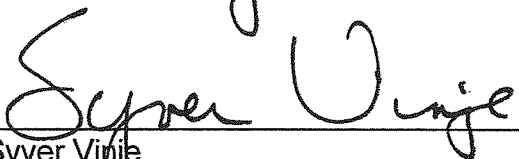
1. Respondents shall not transact any securities business with any person in North Dakota unless registered as a dealer or properly exempted under NDCC Chapter 10-04.
2. Respondents shall not employ any person to represent them as a securities salesman for any securities business with any person in North Dakota

unless such person is registered as a salesman or properly exempted under NDCC Chapter 10-04.

3. Respondents shall pay a civil penalty of \$1000 to the Office of the Securities Commissioner pursuant to NDCC §10-04-16.
4. Respondents shall, within ten days of the execution of this Consent Order, withdraw their application for registration as a dealer in North Dakota.
5. This Order shall be effective upon signature of the Commissioner.

Signed and Sealed this 28th day of January, 1998.





Syver Vinje
North Dakota Securities Commissioner
State Capitol-5th Floor
600 East Boulevard Ave.
Bismarck, ND 58505-0510
(701) 328-2910

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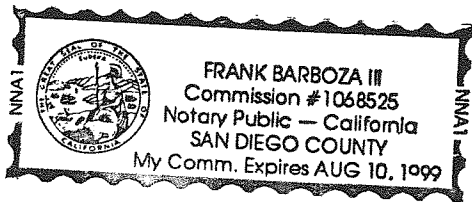
In the Matter of Tradeway Securities)
Group, Inc.)
)
Respondent.)

CONSENT TO ENTRY
OF ORDER

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The undersigned, acting on behalf of Tradeway Securities Group, Inc., states that he/she has read the foregoing Consent Order; that he/she knows and fully understands its contents and effects; that he/she is authorized to execute this Consent to Entry of Order on behalf of the Respondents; that Respondents have waived their rights to a hearing with respect to this matter; and that Respondents consent to entry of the Consent Order by the Securities Commissioner without admitting or denying the findings of fact and conclusions of law contained herein. It is further expressly understood that the Consent Order constitutes the entire settlement agreement between the parties hereto, there being no other promises or agreements, either expressed or implied.

Dated this 23rd day of JANUARY, 1998.



Tradeway Securities Group, Inc.
18401 Von Karman Avenue, Ste. 400
Irvine, CA 92715

By: ROBERT M. GUILTIAN
(Type or Print Name)

Signed: [Signature]
Capacity: CEO/SEC

Subscribed and Sworn before me this 23rd day of January, 1998

(Notary Seal)

[Signature]
Notary Public
State: CA County: San Diego
My Commission Expires: Aug. 10, 1999