

DENISE VOIGT CRAWFORD
SECURITIES COMMISSIONER



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State Securities Board

MAIL: P.O. BOX 13167
AUSTIN, TEXAS 78711-3167

208 E. 10th Street, 5th Floor
Austin, Texas 78701
Phone (512) 305-8300
FAX (512) 305-8310
<http://www.ssb.state.tx.us>

KENNETH W. ANDERSON, JR.
MEMBER

SSB Docket No. 00-011

IN THE MATTER OF
U.S. PROFESSIONALS, INC.
BENJAMIN YOUNG, AND
KIRK MICHAEL STREULING

§
§
§
§

Order No. CDO-1392

TO: U.S. Professionals, Inc.
c/o Gregory L. Koss, Esq.
7422 Rosemont Road
Dallas, Texas 75217

Benjamin Young
c/o Gregory L. Koss, Esq.
7422 Rosemont Road
Dallas, Texas 75217

Kirk Michael Streuling
c/o Gregory L. Koss, Esq.
7422 Rosemont Road
Dallas, Texas 75217

CEASE AND DESIST ORDER

Be it remembered that U.S. Professionals, Inc. ("Respondent USP"), by and through Benjamin Young ("Respondent Young") and Kirk Michael Streuling ("Respondent Streuling"), individually, and as officers and directors of Respondent USP, appeared before the Securities Commissioner of the State of Texas ("Securities Commissioner") and, without admitting or denying any of the allegations contained herein, consented to the entry of this Order and Undertaking, and the Findings of Fact and Conclusion of Law contained herein.

FINDINGS OF FACT

1. Respondents have waived (a) Respondents' right to notice and hearing in this matter; (b) Respondents' right to appear and present evidence in this matter; (c) Respondents' right to appeal this Order; and (d) all other procedural rights granted to Respondents by The Securities Act, TEX. REV. CIV. STAT. ANN. art. 581-1 et seq. (Vernon 1964 & Supp. 2000) ("Texas Securities Act"), and the Administrative Procedure Act, TEX. GOV'T CODE ANN. § 2001.001 et seq. (Vernon Supp. 2000) ("Administrative Procedure Act").

2. Respondent USP, at all times relevant to this Order, was a Texas corporation with its principal office located at 22 N. Deerfoot Circle, The Woodlands, Texas, 77380.
3. Respondents Young and Streuling, at all times relevant to this Order, were officers and directors of Respondent USP.
4. Respondents offered for sale and sold Revocable Living Trusts for the purpose of entering into Limited Partnership Agreements to invest money for profit through asset enhancement programs.
5. The Revocable Living Trusts for the purpose of entering into Limited Partnership Agreements to invest money for profit through asset enhancement programs are securities as defined by Section 4A of the Texas Securities Act.
6. Respondents have acted as dealers in the offer for sale and sale of securities at a time when Respondents were not registered with the Securities Commissioner as required by Section 12 of the Texas Securities Act.
7. Respondents have offered for sale and sold said securities at a time when said securities were not registered as required by Section 7 of the Texas Securities Act.
8. On or about January 1997, Respondents, in connection with the sale of said securities, represented to several individuals who entered into these programs that their money was safe and would generate a return of 20 to 1.

CONCLUSIONS OF LAW

1. Pursuant to Section 23.A of the Texas Securities Act, the foregoing violations constitute a basis for the issuance of a Cease and Desist Order.

UNDERTAKING

1. Respondents hereby undertake and agree that they will not offer for sale or sell securities from within the State of Texas or to a Texas resident unless they are registered with the Securities Commissioner as required by Section 12 of the Texas Securities Act, or are exempt from the registration requirements thereof.
2. Respondents further undertake and agree that they will not offer for sale or sell securities from within the State of Texas or to a Texas resident unless said securities are registered with the Securities Commissioner as required by Section 7 of the Texas Securities Act, or are exempt from the registration requirements thereof.
3. Respondents further undertake and agree to pay the following amounts to the individuals listed below by money order or cashier's check, via certified mail, and

deliver a copy of said payments to the Securities Commissioner contemporaneously with the delivery of this Order:

<u>Payable to:</u>	<u>Amount</u>
Francisco Lopez	\$10,000
Maria Ramirez fbo Gary Crabtree	\$ 2,000
Ajay Patel	\$12,000
Cathy Mendoza	\$ 5,000
Azucena Castillo	\$ 500
Alicia Romero	\$ 1,000
Miroslava Palomera	\$ 500
Jose Villarreal	\$ 5,000
Maria Ramirez	\$ 3,000
Alfonso Martinez	\$ 1,000
Ines Becerra	\$ 1,000

4. Respondents agree to abide by all terms and conditions of this Order described below.

ORDER

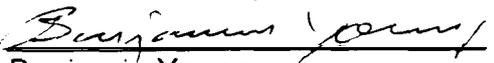
1. It is therefore ORDERED that Respondents CEASE AND DESIST from the offer and sale of the above described securities until said securities are registered or an available exemption is utilized.
2. It is further ORDERED that Respondents CEASE AND DESIST from acting as dealers until they are registered or an available exemption is utilized.
3. It is further ORDERED that Respondents SHALL COMPLY with the terms of the Undertaking as set forth herein.

SIGNED AND ENTERED BY THE SECURITIES COMMISSIONER this 28th day of April, 2000.

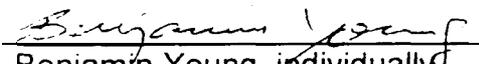

DENISE VOIGT CRAWFORD
Securities Commissioner

Respondents:

U.S. Professionals, Inc.

By: 
Benjamin Young
Officer and Director

By: 
Kirk Michael Streuling
Officer and Director


Benjamin Young, individually


Kirk Michael Streuling, individually

Approved as to Form:



David Grauer
Director
Enforcement Division

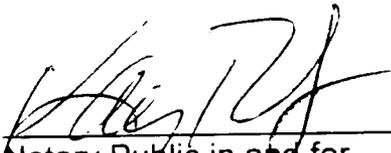
ACKNOWLEDGMENT

On the 21 day of April, 2000, U.S. Professionals Inc. ("Respondent USP"), by and through Kirk Michael Streuling, its officer and director, personally appeared before me, executed the foregoing Order and Undertaking, and acknowledged that:

1. Kirk Michael Streuling is duly authorized to enter into the foregoing Order and Undertaking on behalf of Respondent USP;
2. Kirk Michael Streuling has read the foregoing Order and Undertaking;
3. Respondent USP has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent USP knowingly and voluntarily consents to the entry of the foregoing Order and Undertaking and, without admitting or denying them, the Findings of Fact and Conclusion of Law contained therein.
5. Respondent USP, by consenting to the entry of the foregoing Order and Undertaking, has knowingly and voluntarily waived its rights as set forth therein.



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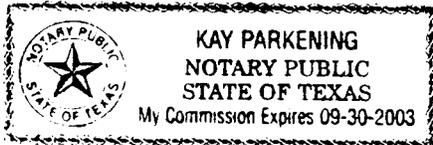
Notary Public in and for
The State of TEXAS

My commission expires on: 9-30-2003

ACKNOWLEDGMENT

On the 21 day of April, 2000, U.S. Professionals Inc. ("Respondent USP"), by and through Benjamin Young, officer and director, personally appeared before me, executed the foregoing Order and Undertaking, and acknowledged that:

1. Benjamin Young is duly authorized to enter into the foregoing Order and Undertaking on behalf of Respondent USP;
2. Benjamin Young has read the foregoing Order and Undertaking;
3. Respondent USP has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent USP knowingly and voluntarily consents to the entry of the foregoing Order and Undertaking and, without admitting or denying them, the Findings of Fact and Conclusion of Law contained therein.
5. Respondent USP, by consenting to the entry of the foregoing Order and Undertaking, has knowingly and voluntarily waived its rights as set forth therein.



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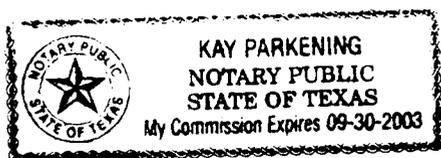
Notary Public in and for
The State of TEXAS

My commission expires on: 9-30-2003

ACKNOWLEDGMENT

On the 21 day of April 2000, Benjamin Young ("Respondent Young"), personally appeared before me, executed the foregoing Order and Undertaking, and acknowledged that:

1. Respondent Young has read the foregoing Order and Undertaking;
2. Respondent Young has been fully advised of his rights under the Texas Securities Act and the Administrative Procedure Act;
3. Respondent Young knowingly and voluntarily consents to the entry of the foregoing Order and Undertaking and, without admitting or denying them, the Findings of Fact and Conclusion of Law contained therein.
4. Respondent Young, by consenting to the entry of the foregoing Order and Undertaking, has knowingly and voluntarily waived his rights as set forth therein.



Kay Parkening
Notary Public in and for
The State of TEXAS

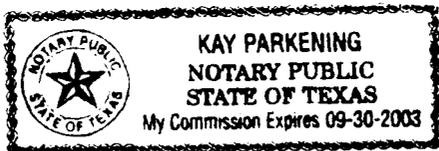
[affix notary seal here]

My commission expires on: 9-30-2003

ACKNOWLEDGMENT

On the 21 day of April, 2000, Kirk Michael Streuling ("Respondent Streuling"), personally appeared before me, executed the foregoing Order and Undertaking, and acknowledged that:

1. Respondent Streuling has read the foregoing Order and Undertaking;
2. Respondent Streuling has been fully advised of his rights under the Texas Securities Act and the Administrative Procedure Act;
3. Respondent Streuling knowingly and voluntarily consents to the entry of the foregoing Order and Undertaking and, without admitting or denying them, the Findings of Fact and Conclusion of Law contained therein.
4. Respondent Streuling, by consenting to the entry of the foregoing Order and Undertaking, has knowingly and voluntarily waived his rights as set forth therein.





Notary Public in and for
The State of TEXAS

[affix notary seal here]

My commission expires on: 9-30-2003