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Texas State Securities Board

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SSB Docket No. 03-005

IN THE MATTER OF
OMEGA FINANCIAL GROUP

§
§

Order No. CDO-1495

TO: Omega Financial Group
495 1/2 Atlantic Street
Branson, Missouri 65616

EMERGENCY CEASE AND DESIST ORDER

This is your OFFICIAL NOTICE of the issuance by the Securities Commissioner of the State of Texas ("Securities Commissioner") of an EMERGENCY CEASE AND DESIST ORDER pursuant to Section 23-2 of The Securities Act, TEX. REV. CIV. STAT. ANN. art. 581-1 et seq. (Vernon 1964 & Supp. 2003) ("Texas Securities Act").

The Staff of the Enforcement Division ("the Staff") of the Texas State Securities Board ("the Securities Board") has presented evidence sufficient for the Securities Commissioner to find that:

FINDINGS OF FACT

1. Omega Financial Group ("Respondent") purports to be a private financial organization with the last known business address of 495 1/2 Atlantic Street, Branson, Missouri 65616.
2. On February 11, 2003, at least one Texas resident (the "Offeree") received an unsolicited facsimile transmission that identified and described an investment in the E-System Fund. This facsimile transmission indicated that the Offeree could purchase this investment for \$650.00 and that the purchase thereof would entitle the Offeree to a return of \$2,350.00 "every 30 days, over and over again to infinity, absolutely without working."

The facsimile transmission referred the Offeree to the Internet website accessible at <http://www.sogood.moonfruit.com> (the "Omega Website"). The facsimile transmission contained a "Security Form Password" to be used to access the Omega Website.

3. The Omega Website referenced the aforementioned investment and made available an opportunity to open an E-System Fund Market Share Account (the "Account") with Respondent. The Omega Website indicated that an investor would submit \$650.00 to Respondent and that these funds would be used to purchase 1,000 Fax Blast Market Shares ("Fax Shares") and 4 Market Response Shares ("Market Shares"). Both the Fax Shares and the Market Shares would reportedly be held in the Account.

The Omega Website did not describe the Fax Shares in any significant detail but indicated that "[t]he E System Fund Market Share is a mutual share that only put into our high-quality, short-term unique [sic] marketing returns." The Omega Website did note, however, that all returns associated with the purchase of the Fax Shares and Market Shares would be based exclusively on the efforts of Respondent.

The Omega Website indicated that Respondent would debit \$150.00 from the Account 30 business days after the initial date of investment and that Respondent would use this sum to purchase an additional Fax Share for the investor. The Omega Website explained that Respondent would thereafter transfer \$2,350.00 to the Account. The investor would reportedly be able to access the \$2,350.00 via a Debit Card or an ATM Card provided by Respondent or via the Internet through Paypal.

4. The E-System Fund, the Fax Shares and the Market Shares have not been registered by qualification, notification or coordination and no permit has been granted for their sale within the State of Texas.
5. Respondent has not been registered with the Securities Commissioner as a securities dealer, agent, investment adviser, or investment adviser representative at any time material hereto.

CONCLUSIONS OF LAW

1. The E-System Fund, the Fax Shares and the Market Shares are "securities" as that term is defined in Section 4.A of the Texas Securities Act.
2. Respondent offered for sale the above-described securities in Texas as the term "offer for sale" is defined in Section 4.E of the Texas Securities Act.
3. Respondent violated Section 7 of the Texas Securities Act by offering for sale the above-described securities in Texas without the securities being registered with the Securities Commissioner.
4. Respondent is acting as a "dealer" in securities as that term is defined in Section 4.C of the Texas Securities Act.

5. Respondent violated Section 12 of the Texas Securities Act by offering securities for sale in Texas without being registered pursuant to the provisions of Section 12 of the Texas Securities Act.
6. Respondent's conduct, acts and practices threaten immediate and irreparable harm to the public.
7. The foregoing violations constitute bases for the issuance of an Emergency Cease and Desist Order pursuant to Section 23-2 of the Texas Securities Act.

ORDER

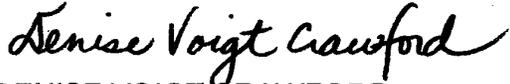
1. It is therefore ORDERED that Respondent immediately CEASE AND DESIST from acting as a securities dealer in Texas until Respondent is registered or an available exemption is utilized.
2. It is further ORDERED that Respondent immediately CEASE AND DESIST from offering securities in Texas until the securities have been registered with the Securities Commissioner or an available exemption is utilized.

NOTICE

Pursuant to Section 23-2 of the Texas Securities Act, you may request a hearing before the 31st day after the date you were served with this Order. The request for a hearing must be in writing, directed to the Securities Commissioner, stating the grounds for the request to set aside and modify the Order. Failure to request a hearing will result in the Order becoming final and non-appealable.

You are advised under Section 29.D of the Texas Securities Act that any knowing violation of an order issued by the Securities Commissioner under the authority of Section 23-2 of the Texas Securities Act is a criminal offense punishable by a fine of not more than \$5,000, or imprisonment in the penitentiary for not more than two years, or by both fine and imprisonment.

SIGNED AND ENTERED by the Securities Commissioner this 12th day of February, 2003.


DENISE VOIGT CRAWFORD
Securities Commissioner