

DENISE VOIGT CRAWFORD
SECURITIES COMMISSIONER

DON A. RASCHKE
DEPUTY SECURITIES COMMISSIONER

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

Phone: (512) 305-8300
Facsimile: (512) 305-8310



Texas State Securities Board

208 E. 10th Street, 5th Floor
Austin, Texas 78701-2407
www.ssb.state.tx.us

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MEMBER

IN THE MATTER OF
CASH LINK SYSTEMS INC., ALAN LEVINE,
JOHN ROBINETTE, LELAND BALBER,
AND LAWRENCE I. LANG

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Order No. ENF-04-CDO-1554

TO: Cash Link Systems Inc.
10800 Biscayne Blvd.
Suite 600
Miami, FL 33161

Alan Levine
10800 Biscayne Blvd.
Suite 600
Miami, FL 33161

John Robinette
10800 Biscayne Blvd.
Suite 600
Miami, FL 33161

Leland Balber
10800 Biscayne Blvd.
Suite 600
Miami, FL 33161

Lawrence I. Lang
20428 NE 10th CT. Rd.
Miami, FL 33179

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. 2004) ("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. Respondent Cash Link Systems Inc. ("Respondent Cash Link") maintains a last known address at 10800 Biscayne Blvd., Suite 600, Miami, FL 33161.
2. Respondent Alan Levine is President, registered agent, and 100% owner of

Respondent Cash Link, and maintains a last known address at 10800 Biscayne Blvd., Suite 600, Miami, FL 33161.

3. Respondent John Robinette is Regional Director of Respondent Cash Link and maintains a last known address at 10800 Biscayne Blvd., Suite 600, Miami, FL 33161.
4. Respondent Leland Balber is Territory Director, Retail Director, Regional Director, and In-house Representative of Respondent Cash Link and maintains a last known address at 10800 Biscayne Blvd., Suite 600, Miami, FL 33161.
5. Respondent Lawrence I. Lang is initial Officer and/or Director, registered agent and incorporator of Respondent Cash Link and maintains a last known address at 20428 NE 10th CT. Rd., Miami, FL 33179.
6. Respondents are offering Texas residents Automated Teller Machine scrip terminals ("Scrip ATMs") coupled with service contracts ("Cashless ATM Program"). Respondents are offering three Scrip ATMs for \$11,685 and a service contract for an additional \$1,000. After investing \$12,685, the investor does nothing except receive monthly commission checks. The Respondents locate businesses in which to place the Scrip ATMs; install, service, and maintain the Scrip ATMs; and relocate under-performing Scrip ATMs to other businesses. Respondents' "conservative" estimate of a return to investors in the Cashless ATM Program, based on an investment of \$12,685, is \$2,100 per month.
7. The Cashless ATM Program has not been registered by qualification, notification or coordination and no permit has been granted for its sale in Texas.
8. Respondents Cash Link, Alan Levine, John Robinette, Leland Balber, and Lawrence I. Lang have not been registered with the Securities Commissioner as dealers or agents at any time material hereto.
9. In connection with the offer for sale of the above-described Cashless ATM Program Respondents are intentionally failing to disclose the following material facts:
 - a) the risks associated with investors' reliance on management to i) procure and install the Scrip ATMs in viable businesses, ii) service, repair and maintain the Scrip ATMs, iii) relocate non-performing or under-performing ATMs, and iv) collect, process, account for, and forward proceeds to investors;
 - b) the risks that consumers will use other free or lower cost payment alternatives instead of Scrip ATMs;
 - c) the failure rate of other Scrip ATM businesses; and
 - d) sufficient information to independently verify claims such as i) "McDonald's reported that customers using our machine spent up to 50 percent more than if they came in and paid with cash on hand", ii) "Taco Bell reported up to 30 percent increase in average ticket size when customers use our machine. They also said ATM scrip gives them competitive advantage.", and iii) "Burger King told us hundreds of customers use our ATM Scrip machine each month, increasing revenue and enabling them to stop accepting personal checks."

10. In connection with the offer for sale of the above-described Cashless ATM Program Respondents represent that several large, fast-food restaurants use their Scrip ATMs, which is materially misleading in light of the fact that Respondents also represent that this is the first time they have sold Scrip ATMs and they have no units in operation.
11. In connection with the offer for sale of the above-described Cashless ATM Program Respondents represent that they have a proven and very profitable cashless ATM program, which is materially misleading in light of the fact that Respondents also represent that this is the first time they have sold Scrip ATMs and they have no units in operation.
12. In connection with the offer for sale of the above-described Cashless ATM Program Respondents represent that Cash Link is composed of experienced business executives, which is materially misleading in light of the fact that Respondents also represent that Alan Levine is the only owner, director, and executive officer.

CONCLUSIONS OF LAW

1. The above-described Cashless ATM Program is a "security" as that term is defined by Section 4.A of the Texas Securities Act.
2. Respondents are violating Section 7 of the Texas Securities Act by offering securities for sale in Texas at a time when the securities are not registered with the Securities Commissioner.
3. Respondents are violating 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.
4. Respondents are engaging in fraud in connection with the offer for sale of securities.
5. Respondents have made an offer containing a statement that is materially misleading or otherwise likely to deceive the public.
6. Respondents' conduct, acts, and practices threaten immediate and irreparable public harm.
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 Respondents immediately CEASE AND DESIST from offering for sale any security in Texas until the security is registered with the Securities Commissioner or is offered for sale pursuant to an exemption from registration under the Texas Securities Act.

2. It is further ORDERED that Respondents immediately CEASE AND DESIST from acting as securities dealers or agents in Texas until Respondents are registered with the Securities Commissioner or are acting pursuant to an exemption from registration under the Texas Securities Act.
3. It is further ORDERED that Respondents immediately CEASE AND DESIST from engaging in any fraud in connection with the offer for sale of any security in Texas.
4. It is further ORDERED that Respondents immediately CEASE AND DESIST from offering securities in Texas through an offer containing a statement that is materially misleading or otherwise likely to deceive the public.

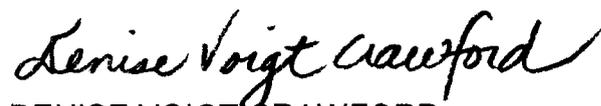
NOTICE

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, and state the grounds for the request to set aside or 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 such fine and imprisonment.

SIGNED AND ENTERED by the Securities Commissioner this 9th day of

February, 2004.


DENISE VOIGT CRAWFORD
Securities Commissioner