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Texas State Securities Board

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IN THE MATTER OF
IN TOUCH PARENTS, INC.
DBA INTOUCH PARENTS, INC.;
JAMES ROBERT "BOB" SHAW;
AND JEFF MARTINEZ

§
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§

Order No. ENF-05-CDO-1585

To: In Touch Parents, Inc.
DBA InTouch Parents, Inc.
2295 S. Jones Boulevard, Unit C
Las Vegas, Nevada 89146

James Robert "Bob" Shaw
President and CEO
In Touch Parents, Inc.
2295 S. Jones Boulevard, Unit C
Las Vegas, Nevada 89146

Jeff Martinez
In Touch Parents, Inc.
2295 S. Jones Boulevard, Unit C
Las Vegas, Nevada 89146

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. 2004-2005) ("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. In Touch Parents, Inc., DBA InTouch Parents, Inc. ("Respondent ITP"), maintains a last known address of 2995 S. Jones Boulevard, Unit C, Las Vegas, Nevada 89146.
2. James Robert "Bob" Shaw ("Respondent Shaw") maintains a last known address of 2995 S. Jones Boulevard, Unit C, Las Vegas, Nevada 89146.
3. Jeff Martinez ("Respondent Martinez") maintains a last known address of 2995 S. Jones Boulevard, Unit C, Las Vegas, Nevada 89146.
4. Respondents are offering for sale shares of stock issued by ITP to Texas residents described as "Founders Stock."
5. The ITP shares are not registered by qualification, notification, or coordination and no permit has been issued for their sale in Texas.
6. Respondents are offering ITP shares in Texas through unregistered securities dealers and agents.
7. In connection with the offer for sale of the ITP shares, Respondents are intentionally failing to disclose the material fact that Respondent Shaw is the subject of an Order of Prohibition issued by the Administrator for the Division of Securities of the Wisconsin Department of Financial Institutions on February 11, 2004, for the sale of shares of stock of Greyfield Capital, Inc., formerly known as Greyfield Consultants, Inc.

CONCLUSIONS OF LAW

1. The above-described ITP shares are securities as 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 without the securities being 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 the securities.
5. Respondents' conduct, acts, and practices threaten immediate and irreparable public harm.

6. 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.

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 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 10th day of March, 2005.

Denise Voigt Crawford

DENISE VOIGT CRAWFORD
Securities Commissioner