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E. WALLY KINNEY
MEMBER

THE MATTER OF
PENTULTIMATE ASSOCIATES, LLC;
GOLD RIBBON FINANCIAL; AND
DAVID J. RIBEIRO

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Order No. ENF-09-CDO-1673

TO: Pentultimate Associates, LLC
9630 Bruceville Road
Suite No. 106-111
Elk Grove, California 95757
and
c/o National Registered Agents, Inc.
1821 Logan Avenue
Cheyenne, Wyoming 82001

Gold Ribbon Financial
9245 Laguna Springs Drive, Suite 200
Elk Grove, California 95758

David J. Ribeiro
9630 Bruceville Road
Suite No. 106-111
Elk Grove, California 95757
and
4304 46th Avenue
Sacramento, California 95824
and
9245 Laguna Springs Drive, Suite 200
Elk Grove, California 95758

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. 2008) ("Texas Securities Act").

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

FINDINGS OF FACT

1. Pentultimate Associates, LLC, doing business as Pentultimate Associates Financial Services, ("Respondent Pentultimate") is a company that maintains a last known address at 9630 Bruceville Road, Suite No. 106-111, Elk Grove, California 95757. The Registered Agent of Respondent Penultimate is National Registered Agents, Inc., and this company maintains a last known address at 1821 Logan Avenue, Cheyenne, Wyoming 82001.

2. Gold Ribbon Financial (“Respondent Gold Ribbon”) is a purported company that maintains a last known address at 9245 Laguna Springs Drive, Suite 200, Elk Grove, California 95758.
3. David J. Ribeiro (“Respondent Ribeiro”) is the President, Chief Executive Officer and Director of Investment Operations of Respondent Pentultimate and a control person of Respondent Gold Ribbon. Respondent Ribeiro maintains last known addresses at 9630 Bruceville Road, Suite No. 106-111, Elk Grove, California 95757, 4304 46th Avenue, Sacramento, California 95824 and 9245 Laguna Springs Drive, Suite 200, Elk Grove, California 95758.
4. Respondents are offering investments in a Credit Union Co-Op Account Investment Program (the “CUCOA Program”) in Texas. Respondents are describing the benefits of the CUCOA Program as follows:
 - A. Respondents are representing that the CUCOA Program will provide investors with their “fair share of the bailout plan” and that the CUCOA Program takes advantage of “global economic unrest” to realize daily profits;
 - B. Respondents are claiming that the CUCOA Program paid monthly percentage yields of 24.97% in October 2008, 17.21% in November 2008 and 16.75% in December 2008;
 - C. Respondents are claiming that the CUCOA Program paid an annual percentage yield of 183% in 2007 and 276% in 2008;
 - D. Respondents are also claiming that the CUCOA Program has never incurred a daily trading loss since its inception in May 2007; and
 - E. Respondents are representing that investors’ funds are fully insured up to \$100,000 and their principal is never at risk.
5. Respondents are describing the CUCOA Program as an opportunity for investors to become “preferred members” at an international credit union located in the Caribbean Islands. Investors’ monies will reportedly be transferred to a fund located at this international credit union and traded in the foreign currency exchange by currency and commodity traders. Investors can participate in several different predetermined platforms that provide for varying out-of-pocket expenses, fees, and arrangements whereby investors will share in profits generated through the trading of their funds in the foreign currency exchange.
6. Respondents are placing advertisements describing the CUCOA Program in the Financial Services sections of various Craigslist online communities.
7. No securities issued by Respondent Pentultimate or Respondent Gold Ribbon have been registered by qualification, notification or coordination and no permit has been granted for their sale in Texas.

8. Respondents 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 investments in the CUCOA Program, Respondents are intentionally failing to disclose the following material facts:
 - A. The identities and qualifications of the currency and commodities traders responsible for using investor funds to trade on the foreign currency exchange;
 - B. The identity of the international credit union that maintains custody of investor funds and any information related to the capitalization of said international credit union;
 - C. The identity of the company that will insure investor funds and any information that relates to its assets, liabilities, capitalization, or ability to satisfy continued obligations to investors;
 - D. The identity of the owner of the account maintained at the unidentified international credit union that is responsible for receiving investors' funds;
 - E. The existence and nature of any contracts or agreements by and between Respondents, the unidentified international credit union, the unidentified currency and commodity traders, the unidentified company responsible for insuring investors' funds and the unidentified owner of the account responsible for receiving investors' funds;
 - F. That Respondent Ribeiro was subject to the following State and Federal Tax liens:
 - i. Notice of Federal Tax Lien, No. 200512210935 for \$10,901.34 filed on or about December 21, 2005;
 - ii. Notice of Federal Tax Lien, No. 200411100329 for \$130,840.51 filed on or about November 10, 2004;
 - iii. Notice of State Tax Lien, No. 200303051986 for \$90,642.10 filed on or about March 5, 2003;
 - iv. Notice of State Tax Lien, No. 199600079682 for \$21,762.26 filed on or about November 22, 1996;
 - v. Notice of Federal Tax Lien, No. 199600042493 for \$33,081.04 filed on or about June 25, 1996; and
 - vi. Notice of State Tax Lien, No. 199400084492 for \$11,228.59 filed on or about September 19, 1994; and
 - G. That on or about January 3, 2007, Respondent Ribeiro plead nolo contendere to the felony charge of grand theft in People of the State of

California vs David Joseph Ribeiro, Case No. 04F08491, in the Superior Court of California, County of Sacramento, and was thereafter placed on formal probation for a period of 5 years. Said judgment was based upon Respondent Ribeiro's unlawful appropriation of money and personal property from an individual whom Respondent Ribeiro was an agent, servant and employee. Respondent Ribeiro was ordered to pay restitution in the amount of \$6000.00 and further ordered to have no contact with the victim, Heaven Investments, or the victim's clients.

10. In connection with the offer for sale of the CUCOA Program, Respondents are misrepresenting a relevant fact by telling investors that Respondent Ribeiro received a Ph.D. from the University of Arizona at Tucson, when in truth and in fact Respondent Ribeiro never received a Ph.D. from the University of Arizona at Tucson.
11. Respondents are representing that investors will receive a referral fee for introducing new investors to the CUCOA Program, which is materially misleading or otherwise likely to deceive the public because individuals who offer the CUCOA Program in Texas must comply with the registration and anti-fraud provisions of the Texas Securities Act.
12. Respondents are making statements that are materially misleading or otherwise likely to deceive the public by misrepresenting and failing to disclose the material and relevant facts set forth herein.

CONCLUSIONS OF LAW

1. Investments in the CUCOA Program are "securities" 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 times 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 at times when Respondents are not registered pursuant to the provisions of Section 12 of the Texas Securities Act.
4. Respondents are making an offer containing statements that are materially misleading and otherwise likely to deceive the public.
5. Respondents are engaging in fraud in connection with the offer for sale of securities.
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

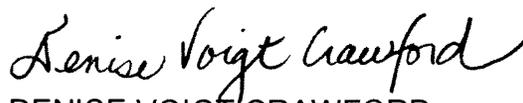
1. It is therefore ORDERED that Respondents immediately CEASE AND DESIST from offering for sale any security in Texas until the security is registered with the Securities Commissioner or is offered for sale pursuant to an exemption from registration under the Texas Securities Act.
2. It is further ORDERED 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 8th day of May, 2009.


DENISE VOIGT CRAWFORD
Securities Commissioner