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Texas State Securities Board

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IN THE MATTER OF §
AMERICAN CAPITAL INVESTMENTS §
CORP.; DAN GOOTEE AKA §
DANNY L. GOOTEE; §
MARTIN MAIR; AND §
MALINDA ZARATE §

Order No. ENF-10-CDO-1681

TO: American Capital Investments Corp.
10161 Park Run Drive, Suite 150
Las Vegas, Nevada 89145
and
c/o State Agent and Transfer Syndicate, Inc.
112 North Curry Street
Carson City, Nevada 89703

Martin Mair
10161 Park Run Drive, Suite 150
Las Vegas, Nevada 89145

Dan Gootee aka Danny L. Gootee
10161 Park Run Drive, Suite 150
Las Vegas, Nevada 89145
and
11437 Orazio Drive
Las Vegas, Nevada 89138

Malinda Zarate
6605 Woodhue Drive
Austin, Texas 78745

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. 2009) ("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. American Capital Investments Corp. ("Respondent ACIC") is a company that maintains a last known address at 10161 Park Run Drive, Suite 150, Las Vegas, Nevada 89145. The Registered Agent of Respondent ACIC is State Agent and Transfer Syndicate, Inc., and this company maintains a last known address at 112 North Curry Street, Carson City, Nevada 89703.

2. Dan Gootee aka Danny L. Gootee ("Respondent Gootee") is the President and Director of Respondent ACIC and maintains last known addresses at 10161 Park Run Drive, Suite 150, Las Vegas, Nevada 89145 and 11437 Orazio Drive, Las Vegas, Nevada 89138.
3. Martin Mair ("Respondent Mair") is the CEO of Respondent ACIC and maintains a last known address at 10161 Park Run Drive, Suite 150, Las Vegas, Nevada 89145.
4. Malinda Zarate ("Respondent Zarate") is a Respondent ACIC account representative and maintains a last known address at 6605 Woodhue Drive, Austin, Texas 78745.
5. Respondents are offering an investment in Texas described as the Private Lender Assistance Network program (the "P.L.A.N. Program") whereby investors can purchase Units, with each Unit representing a single investor quality home, for \$34,900.00 per Unit. Respondents represent that they are dedicated to helping families realize the benefits of home ownership while also creating long term passive wealth for the investor. The P.L.A.N. Program purchase price reportedly includes all costs associated with closing on the property, the initial 12 months of property taxes, marketing costs to find a buyer and the Exclusive P.L.A.N. Investor Guarantee, whereby the investor is promised income payments at \$400.00 per month for the initial 12 months of the investment.
6. In connection with the offer for sale of investments in the P.L.A.N. Program, Respondents ACIC and Gootee are intentionally failing to disclose the material fact that Respondent Gootee is the subject of a civil suit in Stanley I. Coker et al. vs. Dan L. Gootee, et al., Case No. A573962, in the District Court of Nevada, County of Clark, based upon plaintiffs' claim for monies owed pursuant to a personal guaranty made by Respondent Gootee for the total amounts owed under a promissory note and second deed of trust totaling \$2,600,000.00, of which \$200,000.00 was paid by plaintiffs.
7. In connection with the offer for sale of investments in the P.L.A.N. Program, Respondents ACIC and Gootee are intentionally failing to disclose the material fact that Respondent Gootee was the subject of a Notice of Federal Tax Lien, Instrument No. 200908180001373, filed on or about August 18, 2009, and related to the tax periods of 1997, 1998, 1999, 2000, 2001, 2002, 2003, 2004 and 2005 in the amount of \$458,535.12.
8. In connection with the offer for sale of investments in the P.L.A.N. Program, Respondents ACIC and Gootee are intentionally failing to disclose the material fact that Respondent Gootee filed a Voluntary Bankruptcy Petition in the United States Bankruptcy Court of the District of Nevada, styled In the Matter of Danny L. Gootee and Patricia D. Gootee, Debtors, Case No. 04-10877, on January 27, 2004.
9. Respondents represent that investors will receive \$400.00 in income per month for the initial 12 month period of the investment, pursuant to the Exclusive

P.L.A.N. Investor Guarantee, which is materially misleading or otherwise likely to deceive the public in light of the above-described undisclosed material facts and because Respondents set forth no information concerning Respondent ACIC's assets and liabilities, cash reserves or other arrangements to realize investor income payments pursuant to said guaranty.

10. 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 P.L.A.N. Program are "securities" as that term is defined by Section 4.A of the Texas Securities Act.
2. Respondents are making an offer containing statements that are materially misleading and otherwise likely to deceive the public.
3. Respondents ACIC and Gootee are engaging in fraud in connection with the offer for sale of securities.
4. Respondents' conduct, acts, and practices threaten immediate and irreparable public harm.
5. 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 ACIC and Gootee immediately CEASE AND DESIST from engaging in any fraud in connection with the offer for sale of any security in Texas.
2. 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 26th day of January, 2010.


DENISE VOIGT CRAWFORD
Securities Commissioner