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## Texas State Securities Board

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IN THE MATTER OF  
GLOBAL EAGLE MEDIA, INC., RMB  
INTERNATIONAL DISTRIBUTION, INC.,  
WAVERIDER INTERNATIONAL, LLC, &  
BRUCE F. BROWN

§  
§  
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§

Order No. ENF-12-CDO-1720

TO: Global Eagle Media, Inc.  
PO Box 17689, San Diego, CA 92177

RMB International Distribution, Inc.  
PO Box 17689, San Diego, CA 92177

Waverider International, LLC  
PO Box 17689, San Diego, CA 92177

Bruce F. Brown  
2936 Naugatuck Avenue, San Diego, CA 92117

### AGREED CEASE AND DESIST ORDER

Be it remembered that Global Eagle Media, Inc. ("Respondent Global Eagle"), by its President, Bruce F. Brown, RMB International Distribution, Inc. ("Respondent RMB"), by its Director, Bruce F. Brown, Waverider International, LLC ("Respondent Waverider"), by and through its Managing Member, Bruce F. Brown and Bruce F. Brown ("Respondent Brown"), individually, appeared before the Securities Commissioner of Texas ("Securities Commissioner") and consented to the entry of this Order and the Findings of Fact and Conclusions of Law contained herein.

### FINDINGS OF FACT

1. Respondents' have waived (a) Respondents' right to notice and a hearing in this matter; (b) Respondents' right to appear and present evidence in this matter; (c) Respondents' right to appeal this Order; and (d) all other procedural rights granted to Respondents by The Securities Act, TEX. REV. CIV. STAT. ANN. art. 581-1 et seq. (West 2010 & Supp. 2011) (the "Texas Securities Act"), and the

Administrative Procedure Act, TEX. GOV'T CODE ANN. § 2001.001 et seq. (West 2008 & Supp. 2011).

2. Respondent Global Eagle maintains a last known mailing address of PO Box 17689, San Diego, CA 92177.
3. Respondent RMB maintains a last known mailing address of PO Box 17689, San Diego, CA 92177.
4. Respondent Waverider maintains a last known mailing address of PO Box 17689, San Diego, CA 92177.
5. At all times material hereto, Respondent Brown was President of Respondent Global Eagle, a Director of Respondent RMB, and a Managing Member of Respondent Waverider. His last known address is 2936 Naugatuck Avenue, San Diego, CA 92117.
6. Respondents offered and sold shares of stock and promissory notes in Texas.
7. The shares of stock and promissory notes were not registered by qualification, notification or coordination and no permit was granted for their sale in Texas.
8. Respondents were not registered with the Securities Commissioner as dealers or agents at any time material hereto.

#### CONCLUSIONS OF LAW

1. The shares of stock and promissory notes are "securities" as that term is defined by Section 4.A of the Texas Securities Act.
2. Respondents violated Section 7 of the Texas Securities Act by offering securities for sale in Texas at a time when the securities were not registered with the Securities Commissioner.
3. Respondents 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.
4. The foregoing violations constitute bases for the issuance of an Agreed Cease and Desist Order pursuant to Section 23.A of the 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.

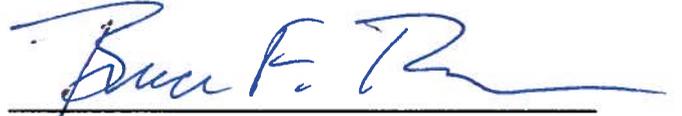
2. It is further ORDERED that Respondents immediately CEASE AND DESIST from the offer and sale of securities in Texas until Respondents are registered with the Securities Commissioner as a dealer or agent or an available exemption from registration is utilized.

SIGNED AND ENTERED by the Securities Commissioner this 14<sup>th</sup> day of October, 2012.

  
JOHN MORGAN  
Securities Commissioner

Respondents:

Global Eagle Media, Inc.

A handwritten signature in blue ink, appearing to read "Bruce F. Brown", written over a horizontal line.

By: Bruce F. Brown, President

RMB International Distribution, Inc.

A handwritten signature in blue ink, appearing to read "Bruce F. Brown", written over a horizontal line.

By: Bruce F. Brown, Director

Waverider International, LLC

A handwritten signature in blue ink, appearing to read "Bruce F. Brown", written over a horizontal line.

By: Bruce F. Brown, Managing Member

Bruce F. Brown

A handwritten signature in blue ink, appearing to read "Bruce F. Brown", written over a horizontal line.

By: Bruce F. Brown, Individually

Approved as to Form:



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Joseph J. Rotunda  
Director  
Enforcement Division



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Angela Cole  
Assistant Director  
Enforcement Division

ACKNOWLEDGEMENT

On the 27<sup>th</sup> day of September, 2012, Global Eagle Media, Inc. ("Respondent Global Eagle"), by and through its President, Bruce F. Brown, personally appeared before me, executed the foregoing Order and acknowledged that:

1. Bruce F. Brown is authorized to enter into the foregoing Order on behalf of Respondent Global Eagle;
2. Bruce F. Brown has read the foregoing Order;
3. Respondent Global Eagle has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent Global Eagle knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact and Conclusions of Law contained therein; and
5. Respondent Global Eagle, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.



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Notary Public in and for  
the State of California

My commission expires on: June 7, 2014

ACKNOWLEDGEMENT

On the 27<sup>th</sup> day of September, 2012, RMB International Distribution, Inc. ("Respondent RMB"), by and through its Director, Bruce F. Brown, personally appeared before me, executed the foregoing Order and acknowledged that:

1. Bruce F. Brown is authorized to enter into the foregoing Order on behalf of Respondent RMB;
2. Bruce F. Brown has read the foregoing Order;
3. Respondent RMB has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent RMB knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact and Conclusions of Law contained therein; and
5. Respondent RMB, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.



[affix notary seal here]

  
\_\_\_\_\_  
Notary Public in and for  
the State of California

My commission expires on: June 7, 2014

ACKNOWLEDGEMENT

On the 27<sup>th</sup> day of September, 2012, Waverider International, LLC ("Respondent Waverider"), by and through its Managing Member, Bruce F. Brown, personally appeared before me, executed the foregoing Order and acknowledged that:

1. Bruce F. Brown is authorized to enter into the foregoing Order on behalf of Respondent Waverider;
2. Bruce F. Brown has read the foregoing Order;
3. Respondent Waverider has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent Waverider knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact and Conclusions of Law contained therein; and
5. Respondent Waverider, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.



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\_\_\_\_\_  
Notary Public in and for  
the State of California

My commission expires on: June 7, 2014

ACKNOWLEDGEMENT

On the 27<sup>th</sup> day of September, 2012, Bruce F. Brown ("Respondent Brown") personally appeared before me, executed the foregoing Order and acknowledged that:

1. Respondent has read the foregoing Order;
2. Respondent has been fully advised of his rights under the Texas Securities Act and the Administrative Procedure Act;
3. Respondent knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact and Conclusions of Law contained therein; and
4. Respondent, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived his rights as set forth therein.



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\_\_\_\_\_  
Notary Public in and for  
the State of California

My commission expires on: June 7, 2014