

OFFICE OF THE MISSISSIPPI SECRETARY OF STATE BUSINESS
REGULATION AND ENFORCEMENT DIVISION

IN THE MATTER OF:)

AREA BENEFITS, INCORPORATED)

1257 Commercial Drive)

Suite A)

Conyers, Georgia 30094)

Respondent)

ADMINISTRATIVE PROCEEDING
NUMBER: C-03-0318

2008 NOV -9 09A 11:13

RECEIVED

CONSENT AGREEMENT

I.

This agreement is hereby entered into between the State of Mississippi, Secretary of State's Office, Business Regulation and Enforcement Division ("Division"), by and through James O. Nelson, II, Assistant Secretary of State, and AREA BENEFITS, INC. (hereinafter "ABI"), by and through its agent.

018576

The Division, having the power to administer and to provide for the enforcement of all provisions of the Mississippi Charitable Solicitations Act (hereinafter "Act"), and Respondent do hereby enter into this Consent Agreement in resolution of the following allegations by the Division of violations of certain provisions of the Act:

1. According to Miss. Code Ann. §79-11-513 (Rev. 2001), no person shall act as a professional fund-raiser for a charitable organization before he has registered with the Secretary of State. The Division alleges that ABI acted as a professional fund-raiser for a charitable organization without being registered in violation of this provision.

2. Pursuant to Miss. Code Ann. §79-11-509(4)(a) (Rev. 2001), the Secretary of State may summarily issue a cease and desist order against an organization that has engaged in any activity that is a violation of the Act.

3. Pursuant to Miss. Code Ann. §79-11-509 (Rev. 2001), ABI is subject to a denial of its registration on the following grounds:

- a. ABI filed an incomplete registration;
- b. ABI filed registration materials with the Secretary of State that contained false and misleading information;
- c. ABI and its solicitors have engaged in dishonesty and misrepresentation; and,
- d. ABI has violated numerous provisions of the Act.

II.

Respondent, under the terms of this consent agreement and solely for the purpose of resolving the foregoing allegations, stipulates without a hearing to the matters set forth above in Paragraph I and hereby consents to the issuance of this Consent Agreement and further consents to and agrees to the undertakings contained herein. Furthermore, the undersigned agent for the Respondent acknowledges that he has been lawfully vested with the authority to enter into this Consent Agreement on behalf of the Respondent.

III.

THEREFORE, in consideration of a final resolution of the matters set forth above in Paragraph I, the Division and Respondent hereby agree and stipulate to the following:

1. ABI shall remit payment in the amount of Twelve Thousand Five Hundred Dollars (\$12,500.00) payable to the "Mississippi Secretary of State" upon execution of this agreement.
2. ABI agrees not to submit a registration application as a professional fund raiser and/or fund raising counsel to the Division for nine (9) years from the date of the execution of this agreement.

3. This Consent Agreement is in resolution of the matters contained in Paragraph I. Thus, any matters in Paragraph I will not be used as a basis for action by the Division except as set forth in Paragraph IV *infra*.
4. The Division alleges that ABI violated Miss. Code Ann. §79-11-513. That provision prohibits acting as a professional fund-raiser for a charitable organization without being registered.

IV.

In the event Respondent fails or neglects to comply with any of these agreements, stipulations or undertakings set forth in this Consent Agreement or the Memorandum of Understanding, the Division may, without notice to Respondent, unilaterally rescind this Agreement and institute any legal or administrative proceedings it deems appropriate, but not limited to, proceedings to address the matters set forth in Paragraph I *supra*. The Division reserves the right to consider the violations described herein should Respondent violate the Act in the future.

ERIC CLARK
Secretary of State

By: James O. Nelson, II / jnb Date: 11/9/04
JAMES O. NELSON, II
Assistant Secretary of State

AREA BENEFITS, INC.

Sign Name: Gary Loyne Date: 11-2-04
Print Name: GARY LOYNE
Title: President