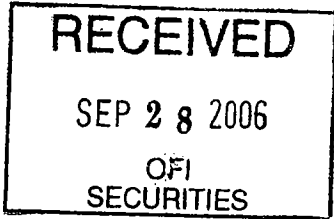


COMMONWEALTH OF KENTUCKY  
OFFICE OF FINANCIAL INSTITUTIONS  
DIVISION OF SECURITIES



IN THE MATTER OF: )  
 )  
Anthony Prichard d/b/a )  
Genuine Investment Opportunity (eBay site) and its agents, )  
employees, and control persons )  
12513 Live Oak Drive )  
Louisville, Kentucky 40243-2129 )  
 )  
Respondents )

Agreed Order

WHEREAS, Respondents hereto are Anthony Prichard and Great Investment Opportunity, possibly an entity, or the business entity that is to be formed pursuant to a listing on the eBay Internet site under the name "Great Investment Opportunity," and its employees, agents, and/or control persons. The actual name that the entity herein assumed or would have assumed could be different altogether than the names contained herein. Nevertheless, the referenced entity, whether formed or to be formed, by whatever name it has or would have had, is a Respondent herein. Anthony Prichard is named in his personal capacity. Respondent Anthony Prichard, owner and/or control person of the Respondent entity, in his personal capacity, has been accused of violating the Securities Act of Kentucky ("Act") by the Executive Director ("Executive Director") of the Office ("Office") of Financial Institutions of the Commonwealth of Kentucky. There is no evidence in this matter to suggest that any of the Respondents herein are affiliated with, or connected with, eBay or any of its parents, affiliates, subdivisions, or subsidiaries, nor is it (eBay) being named in this matter. From all indications in this matter, the eBay website was merely used by the Respondent or Respondents as a conduit to solicit investors. No information or evidence has been uncovered in this matter to indicate that eBay or its

parent, affiliates, subdivisions, or subsidiaries knew or should have known of the violations herein for purposes of assigning any liability for same. The violations occurred recently, apparently in the year 2006, and

**WHEREAS**, upon information and belief, Anthony Prichard listed on the eBay site on the Internet one “Great Investment Opportunity,” possibly an entity, or the business entity that is or was to be formed pursuant to a listing on the eBay Internet site. In such listing, he sought investors to place money with him to invest in the stock markets on his and their collective behalf in exchange for a return or financial reward to all investors from such activity, the investors not being required to do anything other than advancing funds for investment. It appeared that no investors were obtained and no transactions occurred. However, pursuant to an interview with Anthony Prichard in 2006, he and a partner engaged in a similar such transaction in the past. Anthony Prichard assured the Office that he would rescind this transaction or series of transactions and disband the business arrangement with this partner. Anthony Prichard further assured the Office that no other such transaction or transactions had occurred. Anthony Prichard was advised by the Office that such conduct (the eBay listing and the other transaction) would violate the Act absent registration of both the interests offered and sold and the registration of Mr. Prichard himself and that he could not continue his proposed transaction or transactions without taking very major steps to obtain necessary registrations, such registrations not presently existing or being underway, and

**WHEREAS**, Anthony Prichard stated that he did not wish to continue this conduct and these transactions in such manner as to require that he obtain registrations under the Act and that he only wished to engage in trading in the stock market for himself alone

without any investors and in such a manner that would not invoke the registration requirements of the Act, and

**WHEREAS**, Respondent Anthony Pritchard has accepted a settlement wherein he agrees not to engage in any conduct that violates the Act and he agrees to comply with the Act and all regulations and administrative orders issued pursuant to the Act, and where he agrees to obtain any registrations or licenses required pursuant to the Act prior to engaging in any conduct that requires such registration or license. Prichard's agreement is in return for the Executive Director refraining from bringing charges against him for violations of the Act and from seeking all of the sanctions available to the Executive Director for such violations of the Act, including more severe sanctions. Prichard's agreement further avoids his admitting or denying the allegations against him and avoids the allegations becoming adjudicated facts. The Executive Director has taken the position that by his acceptance of the offer, Respondent Anthony Prichard would not be a threat to the public, provided that he honors the agreement and an Administrative Order is entered to carry it out, and that it would not be in the public interest to seek maximum sanctions, including a fine, against said Respondent; and

**WHEREAS**, Prichard asserts that he has or will promptly rescind the one transaction referenced herein and cease any activity regulated by or through the Act by the entity involved in that transaction or dissolve said entity, and this agreement is expressly conditioned upon Prichard honoring this undertaking; and

**WHEREAS**, Prichard expressly states that he has read and is aware of the statements and allegations contained in this Agreed Order, and that he affixes his signature with full and complete knowledge of his right to demand a hearing in lieu thereof, at which

hearing he would be entitled to be represented by an attorney, to confront and cross-examine witnesses for the Office, and to present evidence on his own behalf. Prichard expressly waives any right to a hearing and any right to appeal of same to which he may be otherwise entitled. Prichard consents to and acknowledges the Office's jurisdiction over this matter and agrees that this Agreed Order may be published on the Internet; and

**WHEREAS**, Respondent acknowledges and agrees as follows with respect to this matter:

1. Respondent understands that if he violates this Agreed Order, whether in the near future or far into the future, the Executive Director may file an action in Franklin Circuit Court for an Order of Injunction to enforce this Agreed Order, said Court Order containing the same terms as this Agreed Order, pursuant to CR 65. Respondent hereby admits to the jurisdiction of the Court and consents to entry of the injunctive relief by the Franklin Circuit Court or any other court of competent jurisdiction, upon application for same by the Executive Director.

2. Respondent understands that there might be significant delay by the Executive Director filing in circuit court for injunctive relief in this matter and consents to any delay by the Executive Director in such filing for injunctive relief and/or enforcement by the circuit court. Respondent understands and agrees that any delay in presenting this Agreed Order to the Circuit Court or delay in its entry by the Circuit Court shall not be construed as an indication that anything less than a permanent injunction is adequate for protection of the public.

3. Respondent knows and understands that by executing this Agreed Order, it shall be posted on the Internet in full. Respondent consents to the posting of this Agreed Order on the Internet and waives any objections thereto.

4. Respondent Anthony Prichard is bound to all terms of this Agreed Order in his personal capacity independent of the entity that is utilized herein or was to be utilized, and this Agreed Order may be enforced against him with or without the addition of said entity as a party.

5. Respondent Anthony Prichard shall take steps to ascertain in advance whether contemplated conduct or a contemplated transaction or series of transactions would violate this Agreed Order or the Act. Such steps shall include contacting the Office for an opinion regarding the contemplated conduct or transaction(s).

**NOW, THEREFORE,** upon mutual Agreement of the Executive Director and the Respondent;

**IT IS HEREBY ORDERED THAT:**

1. Respondent Anthony Prichard shall not violate the Securities Act of Kentucky in the future. In addition, the Respondent shall not violate the regulations enacted under the Securities Act of Kentucky or the Orders of the Executive Directors of the Office or the Commissioners of the Department of Financial Institutions that remain in force.

2. Respondent Anthony Prichard shall not offer or sell securities. Securities include any note, stock, treasury stock, bond, debenture, evidence of indebtedness, certificate of interest or participation in any profit-sharing agreement, collateral-trust certificate, preorganization certificate or subscription, transferable share, investment

contract, voting-trust certificate, certificate of deposit for a security; fractional undivided interest in oil, gas, or other mineral rights; or, in general, any interest or instrument commonly known as a “security,” or any certificate of interest in or participation in, temporary or interim certificate for, receipt for, guarantee of, or warrant or right to subscribe to or purchase, any of the foregoing. Prichard shall not offer or sell such securities from Kentucky to non-Kentucky residents or to Kentucky residents, nor shall he offer or sell such securities and/or interests from outside Kentucky to residents of Kentucky, unless such securities are registered pursuant to the Act (KRS 292.340) or properly exempted from the registration requirements of the Act. Furthermore, Prichard shall not offer or sell securities unless Anthony Prichard is himself at the same time registered pursuant to KRS 292.330 to offer and sell such securities. Securities shall include, but not be limited to, interests in the form of partnerships, limited partnerships, joint ventures, corporations, and limited liability companies.

3. Respondent Anthony Prichard shall not be an officer, director, manager, or other such control person of any entity that offers or sells securities and/or investments from Kentucky to non-Kentucky residents or to Kentucky residents or which offers or sells such securities and/or interests from outside Kentucky to Kentucky residents unless such securities are properly registered pursuant to the Act or properly exempted from the registration requirements of the Act.

4. Respondent Anthony Prichard shall not engage in the business of investment adviser in any capacity or fashion unless he and the investment adviser are both properly registered pursuant to KRS 292.330 or exempted from such registration.

5. Respondent Anthony Prichard shall not receive commissions, remunerations, or financial benefits from the offer or sale of any securities or investments from Kentucky to non-Kentucky residents or to Kentucky residents or from the offer or sale of such securities and/or interests from outside Kentucky to Kentucky residents unless he is properly registered to offer and sell securities pursuant to KRS 292.330.

6. Respondent Anthony Prichard shall not receive commissions, remunerations, or financial benefits in connection with advising others concerning purchases or sales of securities unless he is properly registered as an investment adviser pursuant to KRS 292.330.

**IT IS FURTHER ORDERED THAT:**

7. Respondent Anthony Prichard shall not receive compensation, remuneration, dividends, gains, or income of any sort whatsoever, through any company or entity that he would not be permitted to receive directly pursuant to the terms of this Order.

8. Notwithstanding the entry of this Order, Respondent Anthony Prichard shall cooperate with the Office in its continuing investigation of his activities. Such cooperation shall include the act of providing any requested information and supplying information that includes but is not limited to the names and addresses of persons who invested with or through Respondent Anthony Prichard, the amounts they invested, the entities in which they purchased investments or interests, and the dates they invested. Furthermore, such cooperation shall include the giving of statements, on or off the record, concerning any of these subjects or any aspects of these subjects.

9. Notwithstanding other language herein, the Respondent is permitted to act as follows:

a. Respondent may contact the Executive Director or successor thereto, in writing, and enter into a written agreement that expressly permits an activity. If agreed to by both parties, in writing, that activity shall be excepted from the prohibitions of this Order. No such activity shall be permitted, however, unless it is memorialized in a written agreement executed by both parties in this matter.

b. Respondent is not barred from applying for any registrations that exist under the Act provided he otherwise meets all of the requirements and terms and complies with all applicable laws and regulations.

Entered and signed this 2nd day of October, 2006.

  
Executive Director  
Office of Financial Institutions

AGREED TO this the \_\_\_\_ day of September, 2006.

 9/27/06  
Anthony Prichard **PRITCHARD** Date  
ADP

**ACKNOWLEDGEMENT**

County of: Jefferson

State of Kentucky

On this 27 day of September, 2006, Anthony <sup>Pritchard</sup> Prichard personally appeared before me and acknowledged to me that he freely signed this Agreed Order on behalf of himself in his personal capacity.

  
Notary Public

My Commission Expires: 7/27/08



**HAVE SEEN AND AGREED TO:**

\_\_\_\_\_  
Attorney for Respondent (if applicable)      Date

*William E. Doyle*      *October 2, 2006*  
\_\_\_\_\_  
Attorney for Executive Director      Date