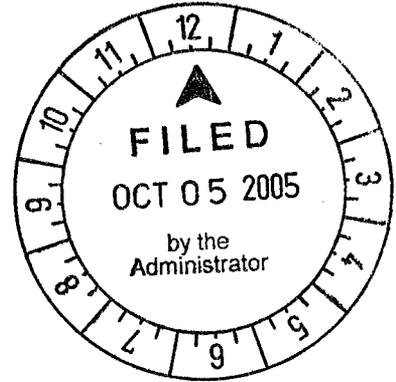


STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
FIRST NATIONAL CENTER
120 N. ROBINSON, SUITE 860
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

FR&J Investments Group Corp.
and Frederick D. Hammond, Jr.,

Respondents.

ODS File No. 03-022

PERMANENT ORDER TO CEASE AND DESIST

The Oklahoma Department of Securities (Department) conducted an investigation into the activities of FR&J Investments Group Corp. and Frederick D. Hammond, Jr. (collectively, the "Respondents") pursuant to Section 405 of the Oklahoma Securities Act (Predecessor Act), Okla. Stat. tit. 71, §§ 1-413, 501, 701-703 (2001 and Supp. 2003), and Section 1-602 of the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2003).

In order to resolve the issues raised in connection with the Department's investigation, Respondents voluntarily executed the Agreement that is attached hereto as *Exhibit "A"* and incorporated herein by reference and consented to the issuance of this Order.

IT IS HEREBY ORDERED that Respondents cease and desist from engaging in any act, practice, or course of business constituting a violation of the Predecessor Act and the Act and from doing any act in furtherance thereof in any capacity.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities
this 5th day of ~~September~~ October, 2005.

(SEAL)



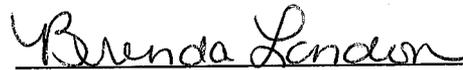
IRVING L. FAUGHT, ADMINISTRATOR
OKLAHOMA DEPARTMENT OF SECURITIES

CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 5th day of October, 2005, a true and correct copy of the above and foregoing Cease and Desist Order was mailed by certified mail, return receipt requested, with postage prepaid thereon, addressed to:

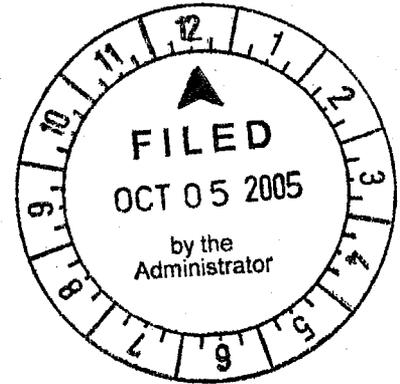
Frederick D. Hammond Jr.
12810 Primrose Lane, Apt. 414
Eden Prairie, MN 55344

Frederick D. Hammond Jr.
FR&J Investments Group Corp.
4894 W. Lone Mountain Road, Suite 178
Las Vegas, NV 89130



Brenda London
Paralegal

STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
THE FIRST NATIONAL CENTER
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In the Matter of:

FR&J Investments Group Corp.
and Frederick D. Hammond, Jr.,

Respondents.

ODS File No. 03-022

AGREEMENT

Pursuant to Section 1-602 of the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2003), and Section 405 of the Oklahoma Securities Act (Predecessor Act), Okla. Stat. tit. 71, §§ 1-413, 501, 701-703 (2001 & Supp. 2003), the Oklahoma Department of Securities (Department) conducted an investigation into the activities of FR&J Investment (FR&J) and Frederick D. Hammond, Jr. (Hammond) (collectively, the "Respondents") to determine whether certain violations of the Act, the Predecessor Act, and/or the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities (Rules) may have occurred.

The Department's investigation revealed that Respondents offered and/or sold to Oklahoma investors (Investors) participations in an "overseas project" (Participations), beginning in December 2001. The Participations were evidenced by "Promissory Letters" promising specific returns that varied per investor. Respondents represented the investments as being short-term. Investors have not received any profit or return of principal.

The Department's investigation also revealed that Respondents offered and/or sold to Investors common stock in FR&J (Stock), beginning in June 2002. The stock was offered in minimum blocks of twenty-five shares at \$20 per share, totaling \$500 per block.

Under the Predecessor Act, both the Participations and the Stock are securities. The Participations and Stock offered and sold by Respondents were not registered pursuant to Section 301 of the Predecessor Act. Additionally, Respondents did not register to transact business in this state as a broker-dealer or agent, thereby operating in violation of Section 201 of the Predecessor Act.

On June 9, 2005, the Department's Enforcement Division made a recommendation to the Administrator of the Department to issue an order to cease and desist against Respondents (Recommendation). Respondents subsequently received notice of an opportunity for hearing to show why an order based on the Recommendation should not be issued.

Respondents desire to settle this matter expeditiously and in a manner consistent with the purposes fairly intended by the policies and provisions of the Predecessor Act and the Act.

The undersigned parties hereto agree as follows:

1. **Permanent Order to Cease and Desist.** Respondents agree to the issuance of a permanent order to cease and desist in the form attached as Exhibit "A" hereto, and voluntarily waive their right to notice, hearing, and appeal as provided by the Predecessor Act, the Act, the Rules, and the Oklahoma Administrative Procedures Act, Okla. Stat. tit. 75, § 250 *et seq.*

2. **Compliance with the Act.** Respondents agree to comply with all provisions of the Act and the Rules in connection with offers and/or sales of securities in and/or from the state of Oklahoma. Specifically, Respondents agree to register as required by Section 1-401 and/or 1-402 of the Act prior to effecting or attempting to effect transactions in securities in or from the state of Oklahoma. In addition, Respondents agree that they will not offer and/or sell any security in this state unless it is registered under the Act or the security or transaction is exempt from registration under Section 1-201 or Section 1-202 of the Act; or it is a federal covered security. Further, Respondents agree not to make untrue statements of material fact or to omit to state a material fact necessary in order to make the statement made, in the light of the circumstances under which it is made, not misleading.

3. **Refund of Invested Funds.** Respondents agree to refund to [REDACTED] the sum of Eight Thousand Five Hundred Dollars (\$8,500); to [REDACTED] the sum of Six Hundred Dollars (\$600); to [REDACTED] the sum of Two Thousand Dollars (\$2,000); and to [REDACTED] the sum of Two Thousand Five Hundred Dollars (\$2,500). Respondents agree to make monthly payments of at least Seven Hundred Fifty Dollars (\$750.00) by the fifteenth day of each month, beginning on September 15, 2005. All refunds must be completed by December 31, 2006. All payments must be by certified check or money order, made payable to each individual investor, and mailed to the following address for disbursement:

Oklahoma Department of Securities
Attn: Amanda Cornmesser
Suite 860, First National Center
120 North Robinson Avenue
Oklahoma City, OK 73102.

4. **Entire Agreement.** This writing constitutes the entire agreement of the parties with respect to the subject matter hereof and supersedes any and all prior and contemporaneous agreements, representations and understandings of the parties. No supplement, modification or amendment to this Agreement shall be binding unless executed in writing by each of the parties hereto.

5. **Limitation on Agreement.** Nothing in this Agreement shall prohibit the Administrator from furnishing information to any other properly constituted agency or authority. In the event any other agency or authority commences an action in connection with information

obtained by the Administrator against any Respondent, the Administrator may assist in such actions as authorized by law. It is further agreed that the execution of this Agreement does not mean that the Administrator has passed in any way upon the merits or qualifications of, or recommended or given approval to, the transactions to which it relates or any future securities transactions by Respondents.

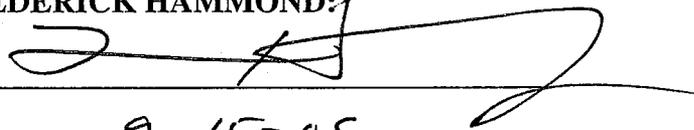
6. **Effective Date.** This Agreement shall be effective as of the date on which it is signed by the Administrator as set forth below his signature hereto.

7. **Consideration.** In consideration for this Agreement, the Administrator will not take further action against Respondents in connection with the offer and/or sale of securities to Brown, Holmes, Jimerson, McIntosh; provided, however, should Respondents fail to comply with the terms of this Agreement in any material respect, or if Respondents have made any false or misleading statements to the Department in connection with this matter, the Department shall bar Respondents from offering and/or selling any security in and/or from the state of Oklahoma without further notice and opportunity for hearing against Respondents as authorized by the Act.

8. **Applicability.** This Agreement applies only to the activities of Respondents and to no others.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date and year set forth below their signatures hereto.

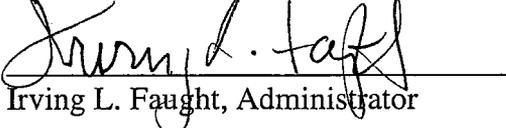
FREDERICK HAMMOND:


Date: 9-15-05

FR&J INVESTMENTS GROUP CORP.:

By: 
Title: President
Date: 9-15-05

OKLAHOMA DEPARTMENT OF SECURITIES:

By: 
Irving L. Faught, Administrator
Date: October 5, 2005