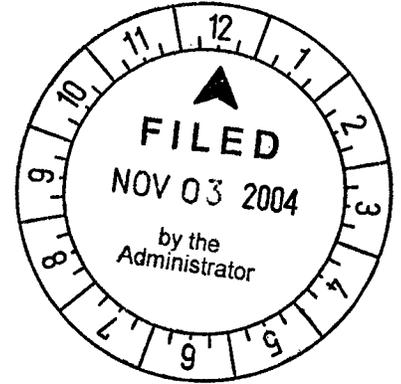


STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
FIRST NATIONAL CENTER
120 NORTH ROBINSON, SUITE 860
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

Go Auto Club,
Jim Hill, and
Gary Bolz,

Respondents.

ODS File No. 04-037

NOTICE OF SERVICE ON THE ADMINISTRATOR
AND
AFFIDAVIT OF COMPLIANCE

STATE OF OKLAHOMA)
) SS.
COUNTY OF OKLAHOMA)

The undersigned affiant, of lawful age, being first duly sworn upon oath deposes and states:

1. That he is the Administrator of the Oklahoma Department of Securities (Administrator).

2. That a copy of the Notice of Opportunity for Hearing (Notice) with Enforcement Division Recommendation (Recommendation) attached was delivered to Affiant in the office of the Administrator of the Department (Administrator) pursuant to Section 1-611(B) of the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2003).

3. That the Administrator has received service of process on behalf of Gary Bolz pursuant to Section 1-611(B) of the Act.

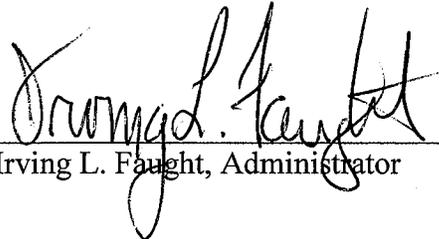
4. That a copy of the Notice, with the Recommendation attached, and a copy of this Notice of Service on the Administrator and Affidavit of Compliance (Affidavit) are being sent this 4th day of November, 2004, by certified mail, return receipt requested, delivery restricted to addressee, to the last known addresses of Gary Bolz, in compliance with Section 1-611(C) of the Act.

5. That this Affidavit is declared filed of record as of the date set forth below in compliance with Section 1-611(C) of the Act.

FURTHER AFFIANT SAYETH NOT.

Dated this 3rd day of November, 2004.

(SEAL)


Irving L. Faught, Administrator

Subscribed and sworn to before me this 3rd day of November 2004.

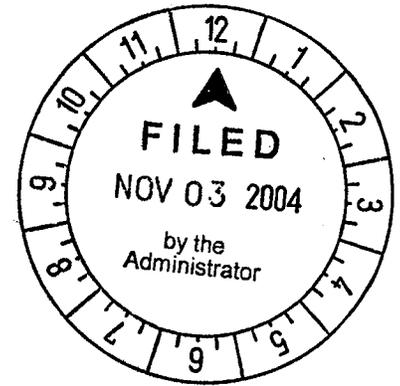

Notary Public

My Commission Expires: August 26, 2005

My Commission No.: 01013792

SEAL

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



In the Matter of:

Go Auto Club,
Jim Hill, and
Gary Bolz,

Respondents.

ODS File No. 04-037

NOTICE OF OPPORTUNITY FOR HEARING

1. On the 3rd day of November, 2004, the attached Enforcement Division Recommendation (Recommendation) was left in the office of the Administrator concerning the activities of Gary Bolz (Bolz) in connection with the offer and/or sale of securities in and/or from Oklahoma.

2. Pursuant to Section 1-604(B) of the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2003), the Administrator hereby gives notice to Respondent of his right to request a hearing to show why an order based on the Recommendation should not be issued.

3. The request for a hearing on the Recommendation must be received by the Administrator within thirty (30) days after service of this Notice of Opportunity for Hearing (Notice). Pursuant to Section 1-604(B) of the Act, failure to request a hearing as provided for herein shall result in the issuance of an order to cease and desist against Respondent.

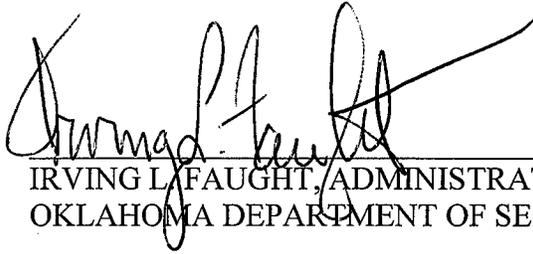
4. The request for hearing shall be in writing and Respondent shall specifically admit or deny each allegation in said request as required by 660:2-9-2(a) of the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities (Rules).

5. Upon receipt of a written request, a hearing on this Notice shall be set within ninety (90) days or a written order denying hearing shall be issued pursuant to 660:2-9-2(b) of the Rules.

6. Notice of the date, time and location of the hearing shall be given to Respondent not less than forty-five (45) days in advance thereof pursuant to 660:2-9-2(c) of the Rules. Additionally, the notice may contain matters to supplement this Notice and the Recommendation attached hereto.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 3rd day of November, 2004.

(SEAL)



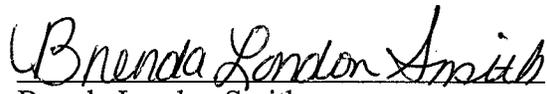
IRVING L. FAUGHT, ADMINISTRATOR OF THE
OKLAHOMA DEPARTMENT OF SECURITIES

CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 4th day of November, 2004, a true and correct copy of the above and foregoing Notice of Opportunity for Hearing and attached Enforcement Division Recommendation was mailed by certified mail, return receipt requested, delivery restricted, with postage prepaid thereon, addressed to:

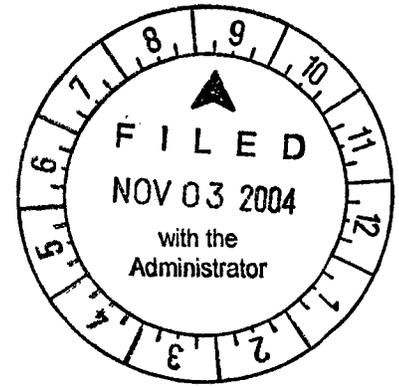
Gary Bolz
P.O. Box 1336
Newcastle, OK 73065

Gary Bolz
3109 East Highway 37
Tuttle, OK 73089



Brenda London Smith
Paralegal

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



In the Matter of:

Go Auto Club,
Jim Hill, and
Gary Bolz,

Respondents.

ODS File No. 04-037

ENFORCEMENT DIVISION RECOMMENDATION

The Oklahoma Department of Securities (Department) conducted an investigation into the activities of Gary Bolz (Bolz) in connection with the offer and/or sale of securities in and/or from Oklahoma. Based thereon, the following Findings of Fact, Authorities, and Conclusions of Law are submitted to the Administrator of the Department (Administrator), or his designee, in support of the issuance of an order to cease and desist pursuant to Section 1-604 of the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2003). The activities described herein constitute violations of the Oklahoma Securities Act (Predecessor Act), Okla. Stat. tit. 71, §§ 1-413, 501, 701-703 (2001 & Supp. 2003), and would also constitute violations of the Act.

Findings of Fact

1. At all times material hereto, Go Auto Club was an unincorporated association with principal operations located in Carmel, Indiana, that, at all times relevant hereto, was doing business over the Internet and in the state of Oklahoma. Jim Hill (Hill), a resident of Indiana, was the Founder of Go Auto Club.
2. Bolz, a resident of Oklahoma, was an affiliate of Go Auto Club.
3. In June of 2003, Go Auto Club began advertising on the Internet for potential members (Members) to join and gain the opportunity to earn commissions and a new \$40,000 vehicle, or \$30,000 cash, by recruiting other Members to join the program. Members were eligible to earn the \$40,000 vehicle or \$30,000 cash after they had recruited 120 new Members.
4. Beginning in August 2003, Bolz told Oklahoma residents at a community church that Go Auto Club was offering a special investment program in which only Members were entitled to participate. Under the special program, Members did not have to wait until they recruited 120 new Members to receive a free vehicle.

5. For those persons interested in this special investment program (Investors), Bolz signed them up as Members of Go Auto Club and directed them to finance a vehicle from an automobile dealership that was offering a cash rebate. Bolz advised the Investors that Go Auto Club would make their note payments and encouraged them to buy the top of the line fully loaded vehicle of their choice as well as the factory extended warranty and the credit life insurance on the note.

6. Bolz then directed the Investors to send the sum of three note payments to Hill at Go Auto Club. Bolz explained that Go Auto Club would invest the money in overseas credit unions where, when aggregated with other Investors' money, they could make a 10% return compounded daily. Bolz explained that Go Auto Club would use the interest earned to pay off the Investors' notes within three years.

7. When asked how an investment could reap such rewards, Bolz told the Oklahoma residents to have faith in God. When asked who was going to pay for the vehicle, Bolz told at least one Oklahoma resident that God would pay for it.

8. On Bolz's recommendation, at least 28 persons, 16 of whom were Oklahoma residents, purchased vehicles on credit and sent an amount equal to three of their note payments to Hill.

9. Subsequent to the vehicle purchases and the Investors sending their money to Hill and Go Auto Club, Hill and Go Auto Club determined that the company they planned to invest the money through was no longer in business. Hill provided the Investors with a promissory note from another company he was associated with called Global Opulence that promised to pay the Investors back their three note payments plus 6% interest over three months. Bolz told the Investors that Go Auto Club and Hill still planned to pay off the entire amounts of their vehicle notes, but, for legal reasons, the promissory note could only reflect the return of the three note payments plus interest.

10. Hill and Go Auto Club made some of the initial payments on the vehicle notes. However, Hill and Go Auto Club have since discontinued note payments and did not fulfill the bargain on which the Investors relied.

11. Bolz was not registered under the Predecessor Act to transact business as a broker-dealer or agent.

12. The interests in the special investment program offered and sold by Bolz were not registered pursuant to Section 301 of the Predecessor Act.

To the extent any of these Findings of Fact are more properly characterized as Conclusions of Law, they should be so considered.

Authorities

1. Section 1-604 of the Act provides in pertinent part:

A. If the Administrator reasonably believes that a person has engaged, is engaging, or is about to engage in an act, practice, or course of business constituting a violation of this act or a rule adopted or order issued under this act or constituting a dishonest or unethical practice or that a person has materially aided, is materially aiding, or is about to materially aid an act, practice, or course of business constituting a violation of this act or a rule adopted or order issued under this act or constituting a dishonest or unethical practice, the Administrator may:

(1) Issue an order directing the person to cease and desist from engaging in the act, practice or course of business or to take other action necessary or appropriate to comply with this act[.]

2. Section 1-701 of the Act provides in pertinent part:

A. The predecessor act exclusively governs all actions or proceedings that are pending on the effective date of this act or may be instituted on the basis of conduct occurring before the effective date of this act, but a civil action may not be maintained to enforce liability under the predecessor act unless instituted within any period of limitation that applied when the cause of action accrued or within five (5) years after the effective date of this act, whichever is earlier.

3. Section 2 of the Predecessor Act provides in part:

(d) **"Agent"** means any individual other than a broker-dealer who represents a broker-dealer or issuer in effecting or attempting to effect purchases or sales of securities.

* * *

(e) **"Broker-dealer"** means any person engaged in the business of effecting transactions in securities for the account of others or for his or her own account.

(v) **"Security"** means any:

* * *

(11) investment contract[.]

4. Section 101 of the Predecessor Act provides:

It is unlawful for any person, in connection with the offer, sale, or purchase of any security, directly or indirectly[:]

* * *

(2) to make any untrue statement of a material fact or to omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading,

(3) to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person.

5. Section 201 of the Predecessor Act provides in pertinent part:

(a)(1) It is unlawful for any person to transact business in this state as a broker-dealer or agent unless the person is so registered under this act or unless the person is exempt from registration as provided in paragraph (2) or (3) of this subsection.

6. Section 301 of the Predecessor Act provides:

It is unlawful for any person to offer or sell any security in this state unless:

(1) it is registered under this act or the security or transaction is exempted under Section 401 of this title; or

(2) it is a federal covered security.

Conclusions of Law

1. The interests in the special investment program are securities pursuant to the Predecessor Act.

2. In connection with the offer, sale, or purchase of securities, Bolz made untrue statements of material fact and omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, in violation of subsection (2) of Section 101 of the Predecessor Act.

3. In connection with the offer, sale, or purchase of securities, Bolz engaged in acts, practices, or a course of business which operated as a fraud or deceit upon Oklahoma residents in violation of subsection (3) of Section 101 of the Predecessor Act.

4. Bolz was not registered to transact business as a broker-dealer or agent in violation of Section 201 of the Predecessor Act.

5. Bolz offered and sold unregistered securities in Oklahoma in violation of Section 301 of the Predecessor Act.

6. The Administrator has the authority under Section 1-604 of the Act and Section 406 of the Predecessor Act to order Bolz to cease and desist from engaging in the described violations.

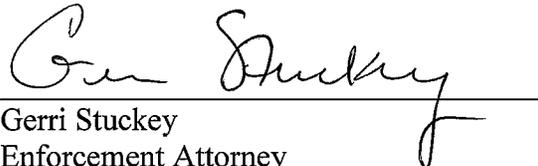
7. It is in the public interest to order Bolz to cease and desist from the described violations.

To the extent any of these Conclusions of Law are more properly characterized as Findings of Fact, they should be so considered.

WHEREFORE, it is recommended that the Administrator order Bolz to cease and desist from any further actions in and/or from the state of Oklahoma constituting a violation of the Act.

Dated this 3rd day of November, 2004.

Respectfully submitted,



Gerri Stuckey
Enforcement Attorney
Oklahoma Department of Securities
120 North Robinson, Suite 860
Oklahoma City, OK 73102
(405) 280-7700