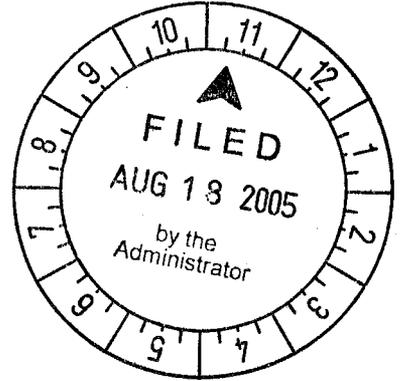


STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
THE FIRST NATIONAL CENTER, SUITE 860
120 NORTH ROBINSON
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

Royal Bath and Body Products, LLC,

Respondent.

ODS File No. 05-003

NOTICE OF SERVICE ON THE ADMINISTRATOR
AND
AFFIDAVIT OF COMPLIANCE

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

1. That she is the Deputy Administrator of the Oklahoma Department of Securities ("Department").
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 pursuant to Section 818.F of the Oklahoma Business Opportunity Sales Act ("Act"), Okla. Stat. tit. 71, §§ 801-829 (2001).
3. That the Administrator has received service of process on behalf of Royal Bath and Body Products, LLC, pursuant to Section 818.F of the Act.
4. That a copy of the Notice, with the Recommendation attached, and a copy of this Affidavit of Compliance are being sent this 18th day of August, 2005, by certified mail, return receipt requested, delivery restricted to addressee, to the last known addresses of Royal Bath and Body, LLC, in compliance with Section 818.F of the Act.
5. That this Affidavit of Compliance is declared filed of record as of the date set forth below in compliance with Section 818 of the Act.

FURTHER AFFIANT SAYETH NOT.

Dated this 18th day of August, 2005.

(SEAL)

Melanie Hall
Melanie Hall, Deputy Administrator

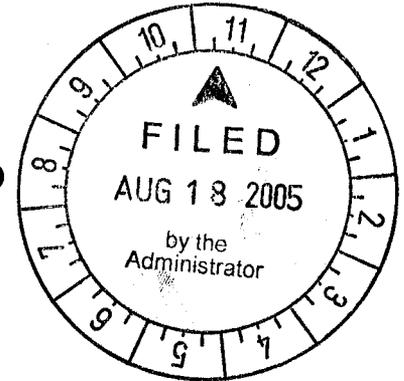
Subscribed and sworn to before me this 18 day of August, 2005.

(NOTARY SEAL)

Brenda L London
Notary Public

My Commission Expires: August 26, 2005
My Commission Number: 01013792

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



In the Matter of:

Royal Bath and Body Products, LLC,

Respondent.

ODS File No. 05-003

NOTICE OF OPPORTUNITY FOR HEARING

1. Pursuant to his authority under Section 813 of the Oklahoma Business Opportunity Sales Act ("Act"), Okla. Stat. tit. 71, §§ 801-829 (2001), the Administrator of the Oklahoma Department of Securities ("Department") authorized an investigation into the activities of Royal Bath and Body, LLC, in connection with the offer and/or sale of business opportunities in and/or from the state of Oklahoma.

2. On the 18th day of August, 2005, the attached Enforcement Division Recommendation ("Recommendation") was left in the office of the Administrator.

3. Pursuant to Section 814.B of the Act, the Administrator hereby gives notice to Respondents of their right to request a hearing to show why an order based on the Recommendation should not be issued.

4. The request for a hearing on the Recommendation must be received by the Administrator within twenty (20) days after service of this Notice. Pursuant to Section 814.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 from the offer and sale of business opportunities and the imposition of a fine.

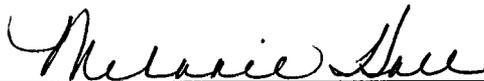
5. The request for hearing shall be in writing and Respondents shall specifically admit or deny each allegation in said request as required by 660:2-9-2(a) of the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities ("Rules").

6. Upon receipt of a written request, a hearing shall be set as required by 660:2-9-2(b) of the Rules within ninety (90) days or a written order denying hearing shall be issued.

7. Notice of the date, time and location of the hearing shall be given to Respondents 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 18th day of August, 2005.

(SEAL)

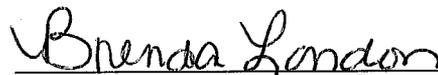


MELANIE HALL, DEPUTY ADMINISTRATOR
OF THE OKLAHOMA DEPARTMENT OF
SECURITIES

CERTIFICATE OF MAILING

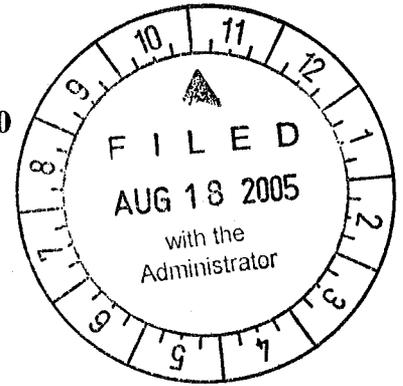
The undersigned hereby certifies that on the 18th day of August, 2005, a true and correct copy of the above and foregoing Notice of Opportunity for Hearing and attached Enforcement Division Recommendation was mailed by certified mail, return receipt requested, delivery restricted, with postage prepaid thereon addressed to:

Christina Copping
Royal Bath and Body Products, LLC
6815 N. 32nd Avenue
Phoenix, AZ 85017-1008



Brenda London
Paralegal

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



In the Matter of:

Royal Bath and Body Products, LLC,

Respondent.

ODS File No. 05-003

ENFORCEMENT DIVISION RECOMMENDATION

The Oklahoma Department of Securities (Department) conducted an investigation into the activities of Royal Bath and Body, LLC (Royal Bath and Body), pursuant to Section 813 of the Oklahoma Business Opportunity Sales Act (Act), Okla. Stat. tit. 71, §§ 801-829 (2001). The Department's investigation revealed violations of Section 806 of the Act.

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 a cease and desist order.

Findings of Fact

1. Royal Bath and Body, was at all times relevant hereto, an Arizona corporation doing business in the state of Oklahoma. Royal Bath and Body was in the business of marketing and selling candles and bath products made by Royal Bath and Body.
2. In November of 2003, Royal Bath and Body advertised in an Oklahoma newspaper the opportunity to purchase a distributorship for the retail sale of candles and bath products.
3. During November of 2003, an Oklahoma resident (Distributor) called a Royal Bath and Body sales representative to purchase a distributorship. The Distributor purchased the basic distributorship for \$6,678. The sales representative told the Distributor that Royal Bath and Body would provide her with customer service to assist in the startup and training. In addition, the sales representative promised Distributor that she would receive guidance in promoting and marketing the products.
4. Royal Bath and Body offered wholesale supply sources to allow distributors to reorder products. Although Distributor was not required to purchase additional products from Royal Bath and Body, Distributor could only restock her display racks with the unique line of bath and body products supplied by Royal Bath and Body.

5. When Royal Bath and Body went out of business in May of 2004, Distributor was unable to purchase additional products at the price guaranteed by Royal Bath and Body and no further customer service was available.

6. The Royal Bath and Body distributorship failed to provide an audited financial statement among its disclosure documents.

7. The Royal Bath and Body distributorship was not registered under the 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 802 of the Act provides in pertinent part:

* * *

3. a. "*Business opportunity*" means a contract or agreement, between a seller and purchaser, express or implied, orally or in writing, wherein it is agreed that the seller or a person recommended by the seller shall provide to the purchaser any products, equipment, supplies or services enabling the purchaser to start a business and the seller represents directly or indirectly, orally or in writing, that:

* * *

(6) The seller will provide a marketing plan

* * *

6. "*Marketing plan*" means advice or training, provided to the purchaser by the seller or a person recommended by the seller, pertaining to the sale of any products, equipment, supplies or services and the advice or training includes, but is not limited to, preparing or providing:

a. Promotional literature, brochures, pamphlets or advertising materials;

b. Training regarding the promotion, operation or management of the business opportunity; or

c. Operational, managerial, technical or financial guidelines or assistance.

* * *

7. "Offer" or "offer to sell" includes every attempt to dispose of a business opportunity for value or solicitation of an offer to purchase a business opportunity.

* * *

11. "Sale" or "sell" includes every contract or agreement of sale, contract to sell, disposition of a business opportunity or interest in a business opportunity for value.

2. Section 806 of the Act provides:

It is unlawful for any person to offer or sell any business opportunity, as defined in Section 802 of this title, in this state unless the business opportunity is registered under the provisions of the Oklahoma Business Opportunity Sales Act or is exempt under Section 803 of this title.

3. Section 808 of the Act provides:

A. It shall be unlawful for any person to offer or sell any business opportunity, required to be registered pursuant to the Oklahoma Business Opportunity Sales Act unless a written disclosure document as filed pursuant to Section 807 of this title is delivered to each purchaser at least ten (10) business days prior to the execution by a purchaser of any contract or agreement imposing a binding legal obligation on the purchaser or the payment by a purchaser of any consideration in connection with the offer or sale of the business opportunity.

B. The disclosure document shall have a cover sheet which is entitled, in at least ten-point bold type, "DISCLOSURE REQUIRED BY THE STATE OF OKLAHOMA". Under the title shall appear the statement in at least ten-point type that "THE REGISTRATION OF THIS BUSINESS OPPORTUNITY DOES NOT CONSTITUTE APPROVAL, RECOMMENDATION OR ENDORSEMENT BY THE STATE OF OKLAHOMA. THE INFORMATION CONTAINED IN THIS DISCLOSURE DOCUMENT HAS NOT BEEN VERIFIED BY THIS STATE. IF YOU HAVE ANY QUESTIONS OR CONCERNS ABOUT THIS INVESTMENT, SEEK PROFESSIONAL ADVICE BEFORE YOU SIGN A CONTRACT OR MAKE ANY PAYMENT. YOU ARE TO BE PROVIDED TEN (10) BUSINESS DAYS TO REVIEW THIS DOCUMENT BEFORE SIGNING ANY CONTRACT OR AGREEMENT OR MAKING ANY PAYMENT TO THE SELLER OR THE SELLER'S REPRESENTATIVE". The seller's name and principal business address, along with the date of the disclosure document shall be provided on the cover sheet. No other information shall appear on the cover sheet. The disclosure document shall contain the following

information unless the seller uses a disclosure document as provided in Section 807 of this title:

18. A copy of the most recent audited financial statements of the seller. If the seller's audited financial statements are dated more than four (4) months prior to the filing of the disclosure document, the seller shall submit unaudited financial statements for the interim period;

3. Section 814 of the Act provides in pertinent part:

A. Whenever it appears to the Administrator that any person has engaged in or is about to engage in any act or practice constituting a violation of any provision of the Oklahoma Business Opportunity Sales Act or any rule or order hereunder, the Administrator may:

1. Issue an order directing each person to cease and desist from continuing the act or practice and/or issue an order imposing a civil penalty up to a maximum of Five Thousand Dollars (\$5,000.00) for a single violation or transaction or of Fifty Thousand Dollars (\$50,000.00) for multiple violations or transactions in a single proceeding or a series of related proceedings[.]

4. Section 818 of the Act provides in pertinent part:

A. The provisions of the Oklahoma Business Opportunity Sales Act concerning sales and offers to sell apply to persons who sell or offer to sell when:

1. An offer to sell is made in this state[.]

* * *

B. For the purpose of this section, an offer to sell is made in this state, whether or not either party is then present in this state, when:

1. The offer originates from this state; or

2. The offer is directed by the offeror to this state and received at the place to which it is directed or at any post office in this state in the case of a mailed offer.

Conclusions of Law

1. The Royal Bath and Body distributorship is a business opportunity.
2. Royal Bath and Body offered and sold a business opportunity in Oklahoma.
3. The offer and sale of the Royal Bath and Body distributorship without registration under the Act is a violation of Section 806 of the Act.
4. The failure to include a copy of the most recent audited financial statements of Royal Bath and Body is a violation of Section 808 of the Act.
5. The Administrator has the authority under Section 814 of the Act to order Royal Bath and Body to cease and desist from engaging in violations of the Act.

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 issue an order directing Respondents to cease and desist the offer and sale of unregistered business opportunities in and/or from the state of Oklahoma, and to pay civil penalties in the sum of Five Thousand Dollars (\$5,000).

Dated this 18th day of August, 2005.

Respectfully submitted,


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