1 STATE OF WASHINGTON DEPARTMENT OF FINANCIAL INSTITUTIONS 2 **SECURITIES DIVISION** 3 IN THE MATTER OF DETERMINING Order Number S-05-227-06-SC01 4 Whether there has been a violation of the Business Opportunity Fraud Act of) STATEMENT OF CHARGES AND NOTICE 5 Washington by: OF INTENT TO ENTER ORDER TO CEASE AND DESIST 6 Holiday Enterprises, Inc.; Richard J. Morrell aka Nick Morrell; Andrew 7 DeVoe; and Sherri Albano,) 8 Respondents) 9 THE STATE OF WASHINGTON TO: Holiday Enterprises, Inc., Richard J. Morrell aka Nick Morrell, Andrew DeVoe, and Sherri Albano 10 11 STATEMENT OF CHARGES 12 Please take notice that the Securities Administrator of the State of Washington has reason 13 to believe that Respondents, Holiday Enterprises, Inc., Richard J. Morrell aka Nick Morrell, 14 Andrew DeVoe, and Sherri Albano, have each violated the Business Opportunity Fraud Act of 15 Washington ("the Act") and that their violations justify the entry of an order by the Securities 16 Administrator under RCW 19.110.150 against each to cease and desist from such violations. 17 The Securities Administrator finds as follows: 18 TENTATIVE FINDINGS OF FACT 19 **PARTIES** 20 1. Holiday Enterprises, Inc. ("Holiday Enterprises") is a Delaware corporation with its 21 principal place of business at 3982 Cherokee Trail, Suite 140, Suwanee, GA 30024. 22 23 DEPARTMENT OF FINANCIAL INSTITUTIONS STATEMENT OF CHARGES AND NOTICE OF 24 **Securities Division** INTENT TO ENTER ORDER TO CEASE AND DESIST PO Box 9033 Olympia, WA 98507-9033

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1	2.	Richard J. Morrell aka Nick Morrell ("Morrell"), a resident of Georgia, was President,		
2		CEO, CFO, and Secretary of Holiday Enterprises.		
3	3.	Andrew DeVoe ("DeVoe"), a resident of Florida, was a salesperson for and on behalf		
4		of Holiday Enterprises.		
5	4.	Sherri Albano ("Albano"), a resident of Florida, was a salesperson for and on behalf of		
6		Holiday Enterprises.		
7		NATURE OF THE OFFERING		
8	5.	Holiday Enterprises is the seller of a business opportunity to sell computer printer ink		
9		cartridges through display racks. Purchasers of the business opportunity are provided		
10		display racks, signage, point of sale materials, a website, and products to present to the		
11		market at 40 to 60 percent less than competitors.		
12	6.	Holiday Enterprises also provides purchasers of the business opportunity a referral to		
13		United Locations of America, Inc. ("United Locations"), at 3525 Hickory Branch		
14		Trail, Suwanee, GA 30024, for locating services.		
15	7.	In its offering materials, Holiday Enterprises states that purchasers of the business		
16		opportunity "will more than recoup their investment just on the first turn of		
17		inventory[and] can expect to generate real profits of from \$50,000 to over \$200,000		
18		per year."		
19	8.	Holiday Enterprises sells four packages of 3, 5, 10, and 20 location routes and display		
20		racks for \$9,450, \$13,895, \$24,995, and \$47,895 respectively.		
21	9.	Holiday Enterprises' sales materials state that purchasers can expect revenues of		
22		\$3,000 a month and net profit of \$2,000 a month from each display rack.		
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1	10. Purchasers of the business opportunity purchase additional ink cartridges from			
2	Holiday Enterprises for an average price of \$6.00 to refill the displays as ink cartridges			
3	are sold.			
4	11. Morrell and Holiday Enterprises, through their agents and/or employees, including			
5	DeFoe and Albano who were part of a marketing agency working for Morrell and			
6	Holiday Enterprises, offered and sold a business opportunity to at least three			
7	Washington residents.			
8	Purchaser A			
9	12. Purchaser A, a resident of Sammamish, WA, learned about Holiday Enterprises from			
10	an advertisement in the <i>Seattle Times</i> in December 2002.			
11	13. In January or February, 2003, Purchaser A entered into a business opportunity			
12	agreement with Holiday Enterprises for an exclusive territory north from I-90.			
13	Purchaser A paid \$10,300 for the territory and two display racks with ink cartridges.			
14	14. Holiday Enterprises offered locating services for \$500 per location, but Purchaser A			
15	chose to locate the display racks himself.			
16	15. Purchaser A's main contact with Holiday Enterprises was through Morrell.			
17	16. Purchaser A was mailed a packet of sales materials, but was not provided a disclosure			
18	document with material information about the investment as required by the Act.			
19	Purchaser B			
20	17. Purchaser B, a Washington resident in Silverbrook, WA, learned about Holiday			
21	Enterprises from multiple business opportunity and franchise advertising websites.			
22	Purchaser B filled out an online form indicating his interest and was contacted by			
23	DeVoe.			
24	STATEMENT OF CHARGES AND NOTICE OF 3 DEPARTMENT OF FINANCIAL INSTITUTIONS INTENT TO ENTER ORDER TO CEASE AND DESIST Securities Division PO Box 9033 Olympia, WA 98507-9033 360-902-8760			

1	18. Purchaser B was mailed a packet of sales materials, but was not provided a disclosure
2	document with material information about the investment as required by the Act.
3	19. Purchaser B purchased the exclusive rights to Kitsap County, WA, as well as three
4	display racks, professional locating services, 600 ink jet cartridges, promotional
5	marketing labels, a website, 1-800 service number, and a merchant account for \$8,950
6	on June 14, 2004.
7	20. United Locations found three locations for Purchaser B as part of his agreement with
8	Holiday Enterprises. Purchaser B had to later find his own locations because the three
9	provided by United Locations were all outside of Kitsap County.
10	Purchaser C
11	21. Purchaser C, a Washington resident in Vancouver, WA, began to investigate the
12	business opportunity offered by Holiday Enterprises in October 2004. His initial point
13	of contact was Albano.
14	22. Purchaser C purchased the exclusive right to Clark and Cowlitz counties, location
15	services by United Locations, three display racks with ink cartridges, and marketing
16	materials for \$8,980 on October 29, 2004. United Locations found three locations for
17	Purchaser C.
18	23. Purchaser C also purchased a website for \$60 per month.
19	24. Purchaser C was provided a disclosure document for Holiday Enterprises that
20	purported to be required under Florida law.
21	MISREPRESENTATIONS AND OMISSIONS
22	25. Holiday Enterprises failed to provide information and a reasonable basis on which the
23	estimations and/or projections of earnings were made and an explanation of the extent
24	STATEMENT OF CHARGES AND NOTICE OF 4 DEPARTMENT OF FINANCIAL INSTITUTIONS INTENT TO ENTER ORDER TO CEASE AND DESIST Securities Division PO Box 9033 Olympia, WA 98507-9033 360-902-8760

1	to which the information related to the actual operations of the business opportunity		
2	offered to the purchaser.		
3	26. Holiday Enterprises failed to disclose the total number of business opportunities which		
4	the seller has sold or leased and the number of failures of business opportunities which		
5	the seller has sold or leased.		
6	27. Holiday Enterprises failed to disclose its then current financial statement information		
7	to purchasers.		
8	REGISTRATION STATUS		
9	28. Holiday Enterprises is not currently registered to sell business opportunities in the		
10	state of Washington and has not previously been so registered.		
11	29. Morrell, DeVoe, and Albano are not currently registered to sell business opportunities		
12	in the state of Washington and have not previously been so registered.		
13			
14	Based upon the Tentative Findings of Fact, the following Conclusions of Law are made:		
15	CONCLUSIONS OF LAW		
16	1. The offer or sale of the business opportunity described above constitutes the offer or		
17	sale of a business opportunity as defined in RCW 19.110.020.		
18	2. The offer or sale of said business opportunity is in violation of RCW 19.110.050		
19	because no registration to offer and/or sell by Respondents, Holiday Enterprises, Inc.,		
20	Richard J. Morrell aka Nick Morrell, Andrew DeVoe, and Sherri Albano, is on file		
21	with the Securities Administrator.		
22	3. The offer or sale of said business opportunities was made in violation of RCW		
23	19.110.070 because Respondents failed to provide at least two prospective purchasers		
24	STATEMENT OF CHARGES AND NOTICE OF 5 DEPARTMENT OF FINANCIAL INSTITUTIONS INTENT TO ENTER ORDER TO CEASE AND DESIST Securities Division PO Box 9033 Olympia, WA 98507-9033 360-902-8760		

1	the required Disclosure Document and the disclosure document purported to be	
2	required under Florida law did not meet the disclosure requirements under RCW	
3	19.110.	
4	4. The offer or sale of said business opportunities was made in violation of RCW	
5	19.110.120 because Respondents made misrepresentations and omissions, including	
6	but not limited to omitting support for estimated and projected earnings statements and	
7	omitting the number of business opportunities sold or leased and the number of	
8	business opportunities that have failed, and failing to provide current financial	
9	statements.	
10		
11	NOTICE OF INTENT TO ORDER THE RESPONDENT TO CEASE AND DESIST	
12	Based on the above Tentative Findings of Fact and Conclusions of Law, the Securities	
13	Administrator intends to order that Respondents, Holiday Enterprises, Inc., Richard J. Morrell	
14	aka Nick Morrell, Andrew DeVoe, and Sherri Albano, their agents and employees, each shall	
15	cease and desist from violations of RCW 19.110.050, RCW 19.110.070, and RCW 19.110.120.	
16		
17	AUTHORITY AND PROCEDURE	
18	This Statement of Charges is entered pursuant to the provisions of RCW 19.110.150 and	
19	is subject to the provisions of RCW 34.05. Holiday Enterprises, Inc., Richard J. Morrell aka	
20	Nick Morrell, Andrew DeVoe, and Sherri Albano, may each make a written request for a hearing	
21	as set forth in the NOTICE OF OPPORTUNITY TO DEFEND AND OPPORTUNITY FOR	
22	HEARING accompanying this order.	

STATEMENT OF CHARGES AND NOTICE OF

INTENT TO ENTER ORDER TO CEASE AND DESIST

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1	If a respondent does not request a hearing, the Securities Administrator intends to adopt						
2	the above Tentative Findings of Fact and Conclusions of Law as final and enter an order to cease						
3	and desist permanent as to that respondent.						
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5	Dated and Entered this 22nd day of November, 2006.						
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7		middel E, Stevenson					
8		MICHAEL E. STEVENSON Securities Administrator					
9	Approved by:	Presented by:					
10	0 44	Oliven					
11	Martin Cordell	CHUFE					
12	Martin Cordell	Dylan Waits					
13	Chief of Enforcement	Financial Legal Examiner					
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