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**STATE OF NEW HAMPSHIRE  
BUREAU OF SECURITIES REGULATION  
DEPARTMENT OF STATE  
CONCORD, NEW HAMPSHIRE**

MAR 21 2013

**NEW HAMPSHIRE BUREAU  
OF SECURITIES REGULATION**

IN THE MATTER OF:

Roberta Wilson

RESPONDENT

No. COM2011-0041

**CONSENT ORDER**

- I. For purposes of settling the above-referenced matter and in lieu of further administrative proceedings, Roberta Wilson (hereinafter referred to as "Respondent") has submitted an offer of settlement, which the Bureau of Securities Regulation, Department of State, State of New Hampshire (hereinafter referred to as "the Bureau") has determined to accept. Accordingly, Respondent does hereby consent to following statement of facts, conclusions of law and sanctions:

**STATEMENT OF FACTS**

- 1. Oklahoma Energy Exchange ("OEE") is an oil and gas venture company formed in Oklahoma in 2009 and based at 8110 East Highway 7, Duncan, Oklahoma 73533. OEE sells units of working interests in proposed oil and gas wells and related drilling activity in Oklahoma.
- 2. On or about 9/16/2011, Roberta Wilson ("Wilson"), of Mascot Street Enterprises, 4844 1/2 Mascot Street, Los Angeles, California 90019, engaged in the general solicitation of units in OEE by calling a New Hampshire investor, Investor #1, and offering said units in OEE when said units were not registered for sale, exempt or notice filed in New Hampshire. The phone number listed in caller ID of Investor #1 was listed to Wilson. Wilson and OEE had no substantial pre-existing relationship with Investor #1 prior to the call. Wilson was attempting to make a sale in New Hampshire so that she could collect a "finders" fee from OEE.

3. Wilson violated a condition of Regulation D in that she engaged in a general solicitation, and therefore, the offering was unregistered and nonexempt.

### STATEMENTS OF LAW

II. The Bureau hereby petitions the Director and makes the following statements of law under the New Hampshire Revised Statutes Annotated, RSA 421-B, and regulations thereunder (hereinafter referred to as the Act):

1. OEE and Wilson, are each a "Person" within the meaning of RSA 421-B:2.
2. The oil and gas Units offered to Investor #1 are "securities" within the meaning of RSA 421-B:2.
3. Pursuant to RSA 421-B:11, I, it is unlawful for any person to offer or sell any security in this state unless it is registered under RSA 421-B, exempt under RSA 421-B:17, or a federal covered security for which the fee has been paid and notice has been filed as required by RSA 421-B:11,I-a. Wilson is in violation of this section for offering securities in New Hampshire of OEE to Investor #1 that were not registered, exempt from registration, or federal covered securities. Wilson violated this section.
4. Pursuant to RSA 421-B:23, whenever it appears to the secretary of state that any person has engaged or is about to engage in any act or practice constituting a violation of this chapter or any rule under this chapter, he shall have the power to issue and cause to be served upon such person an order requiring the person to cease and desist from violations of this chapter. Wilson is subject to this section for violations of RSA 421-B:11.
5. Pursuant to RSA 421-B:26,III, any person who, either knowingly or negligently, violates any provisions of this chapter may, upon hearing, and in addition to any other penalty provided for by law, be subject to such suspension, revocation or denial of any registration or license, or an administrative fine not to exceed \$2,500, or both. Each of the acts specified shall constitute a separate violation. Wilson is subject to this section.

III. In view of the foregoing, the Respondent agrees to the following undertakings and sanctions:

1. Respondent agrees that that she has voluntarily consented to the entry of this Order and represents and avers that no employee or representative of the Bureau has made any promise, representation or threat to induce her execution.
2. Respondent agrees to waive her right to an administrative hearing and any appeal therein under this chapter.
3. Respondent agrees to, by Order, cease and desist from further violations under this chapter pursuant to RSA 421-B:23.
4. Respondent is barred from offering or selling any securities in the State of New Hampshire.
5. Respondent agrees that this Order is entered into for purposes of resolving only the matter as described herein. This order shall have no collateral estoppel effect in any other lawsuit, proceeding, or action, not described herein. Likewise, this order shall not be construed to restrict the Bureau's right to initiate an administrative investigation or proceeding relative to conduct by Respondent which the Bureau has no knowledge of at the time of the date of final entry of this order.
6. The Respondent may not take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any allegation in this consent agreement or create the impression that the Consent Order is without factual basis. Nothing in this provision affects the Respondent's testimonial obligations or right to take legal positions in litigation in which the State of New Hampshire is not a party.
7. In view of the Respondent's cooperation in resolving this matter and providing information, an administrative fine will not be assessed.

IV. Based on the foregoing, the Bureau deems it appropriate and in the public interest to accept and enter into this Order. **THEREFORE, IT IS HEREBY ORDERED THAT:**

1. Respondent cease and desist from violations of the act pursuant to RSA 421-B:23.
2. Respondent is barred from offering or selling securities in New Hampshire.
3. Respondent cooperate in providing information about this matter.
4. Respondent complies with the above-referenced undertakings.

Executed this 17<sup>th</sup> day of March, 2013.

  
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Roberta Wilson

Entered this 1<sup>st</sup> day of April, 2013.

  
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Barry Glennon, Director  
Bureau of Securities Regulation