

BEFORE THE
DIVISION OF SECURITIES
DEPARTMENT OF FINANCIAL INSTITUTIONS
STATE OF WISCONSIN

In the Matter of
ULTIMATE SECURITY SYSTEMS CORPORATION,
DDR CONSULTING, INC., JAMES K. COOPER,
MICHAEL P. RASMOVICH, DOUGLAS D. RUCKER,
PATRICK H. EDWARDS, and JEFF CARTER,

PETITION FOR ORDER

Respondent.

File No. S-00196(EX)

The staff of the Enforcement Unit, Registration & Enforcement Section, of the Division of Securities, Department of Financial Institutions, State of Wisconsin has conducted an investigation in this matter pursuant to sec. 551.56, Wis. Stats. and as a result thereof alleges as follows:

1. Ultimate Security Systems Corporation ("USSC") is a foreign business entity with last known business addresses of 2082 Michelson Dr., Ste 100, Irvine, CA 92612 and 1800 Deere St., Santa Ana, CA 92705.
2. DDR Consulting, Inc. ("DDR") is a foreign business entity with a last known business address of 3089 C Clairemont Dr. 327, San Diego, CA 92117.
3. James K. Cooper ("Cooper") is an individual who at all times material hereto has been CEO and a Director of USSC, with a last known business address at that of USSC.
4. Michael P. Rasmovich ("Rasmovich") is an individual who at all times material hereto has been President and a Director of USSC, with a last known business address at that of USSC.
5. Douglas D. Rucker ("Rucker") is an individual who at all times material hereto has been the principal and controlling person of DDR, with a last known business address at that of DDR.
6. Patrick H. Edwards, (DOB 9/24/77; CRD #3015548) ("Edwards") is an individual who at all times material hereto has been an agent of USSC, DDR, Cooper, Rasmovich, and Rucker, with a last known business address at that of DDR.
7. Jeff Carter ("Carter") is an individual who at all times material hereto has been an agent of USSC, Cooper, and Rasmovich, with a last known business address at that of USSC.
8. During the period of April 2000, Carter, on behalf of USSC, Cooper, and Rasmovich, offered and sold to at least one person in Wisconsin stock and warrants of USSC.
9. During the period of August 2000, Edwards, on behalf of USSC, DDR, Cooper, Rasmovich, and Rucker, offered to at least one person in Wisconsin stock and warrants of USSC.
10. The stock and warrants of USSC offered and sold by the respondents are securities as defined by sec. 551.02(13), Wis. Stats., and have never been registered for offer and sale in Wisconsin pursuant to Ch. 551, Wis. Stats.
11. In a letter dated August 14, 2001, the law firm for USSC states that USSC believes that the offers and sales of its securities in Wisconsin were transactions exempt from registration pursuant to the provisions of secs. 551.23(8)(g) and 551.23(11)(a) and that the transactions satisfy the requirements of Rule 506 of Regulation D promulgated pursuant to Section 4(2) of

