

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

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In the Matter of  
JOSEPH DIMARZO,

PETITION FOR ORDER

Respondent.

File No. S-99184(EX)

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

1. Joseph DiMarzo ("DiMarzo") is an individual, with a last known address of 176 Villa Street, Rochester, NY 14606.
2. Martin R. Mincer ("Mincer") is an individual, with a last known business address of 146 Halstead Street, Suite 204, Rochester, NY 14610.
3. Jeffrey C. Hoyt ("Hoyt") is an individual, with a last known business address of 146 Halstead Street, Suite 204, Rochester, NY 14610.
4. Ronald B. Stogner ("Stogner") is an individual, with a last known business address of 146 Halstead Street, Suite 204, Rochester, NY 14610.
5. Highbury Capital, Inc. ("Highbury") is a foreign business entity, with a last known business address of 146 Halstead Street, Suite 204, Rochester, NY 14610.
6. Mincer at all times material hereto has been President and CEO of Highbury.
7. Hoyt at all times material hereto has been a Vice President and Chief Operating Officer of Highbury.
8. Stogner at all times material hereto has been Business Manager of Highbury.
9. DiMarzo at all times material hereto has been an agent of Highbury.
10. Upon information and belief, in approximately January of 2000, DiMarzo offered and sold to a person in Wisconsin the opportunity to invest in Peoplesway.Com through Highbury.
11. Upon information and belief, on March 22, 2000, the person in Wisconsin, at DiMarzo's instruction, wired \$6,200.00 to an account in the name of Magazine Network Communications at the Canandaigua National Bank, Rochester, New York, for the purchase of the stock in Peoplesway.Com.

12. The stock offered to the person in Wisconsin is a "security" as that term is defined in sec. 551.02(13)(a), Wis. Stats.

13. The security described in paragraph 10 above has never been registered for offer and sale in Wisconsin pursuant to Ch. 551, Wis. Stats.

14. The Respondent has violated sec. 551.21(1), Wis. Stats., by offering and selling unregistered securities in Wisconsin.

15. Upon information and belief, DiMarzo was not authorized to act on behalf of Peoplesway.Com, Inc., for the purpose of soliciting investors.

16. Upon information and belief, the payment made by the Wisconsin resident to Highbury was not used to purchase shares in Peoplesway.Com.

17. DiMarzo has violated sec. 551.41(3), Wis. Stats., by engaging in an act, practice or course of business which operates or would operate as a fraud or deceit upon any person.

18. In connection with the offer of the securities described above, DiMarzo transacted business in Wisconsin as an "agent" for Highbury, Mincer, Hoyt and Stogner, as that term is defined by sec. 551.02(2), Wis. Stats.

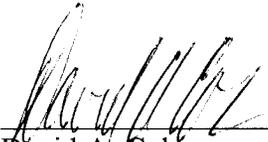
19. At no time has DiMarzo been licensed as a securities agent pursuant to Ch. 551, Wis. Stats.

20. DiMarzo has violated sec. 551.31(1), Wis. Stats., by transacting business in Wisconsin as a securities agent without a license.

21. Highbury, Mincer, Hoyt and Stogner have violated sec. 551.31 (2), Wis. Stats., by employing an unlicensed agent to represent them in Wisconsin.

Therefore, the staff of the Bureau of Registration and Enforcement petitions the Administrator of the Division of Securities for the issuance of the attached order pursuant to Ch. 551, Wis. Stats.

  
Kathryn L. Denton                      1-16-03  
Examiner                                      Date  
Enforcement Unit

  
David A. Cohen                      1/11/03  
Supervising Attorney                      Date  
Enforcement Unit