

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

In the Matter of
PIONEER ADVERTISING AGENCY,
AND MICHAEL FORBES,

PETITION FOR ORDER

Respondents.

File No. S-05067(EX)

The staff of the Bureau of Registration & Enforcement, 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. Pioneer Advertising Agency ("Pioneer Advertising") is a foreign business entity with the last known business addresses of 550 W. Baseline Road, #102-450, Mesa, Arizona 85210, and 2753 E. Broadway, Suite 101-327, Mesa, Arizona 85204.
2. Michael Forbes ("Forbes") is an individual who at all times material hereto has been President of Pioneer Advertising, with a last known business address at that of Pioneer Advertising.
3. During the period of May 2004 through November 2004, Pioneer Advertising and Forbes, offered and sold to at least one person in Wisconsin the opportunity to invest in a direct response national advertising campaign to promote the sale of "opportunity books and products."
4. According to the sales materials, "Professional company will do all the work for you."
5. According to the sales materials, each investor will not be involved in the day to day management of the advertising and sales of the books & products of Pioneer Advertising, since they set up the web sites handle and process all orders from the web as well as all 800 phone number orders.
6. Since the investors will be involved in a common enterprise with the expectation of profits to be derived from the essential managerial efforts of others, the investments offered by the Respondents are investment contracts as defined by section DFI-Sec. 1.02(6)(a), Wis. Adm. Code, and are therefore securities as defined by sec. 551.02(13), Wis. Stats.
7. The Pioneer Advertising investment contracts have never been registered for offer and sale in Wisconsin pursuant to Ch. 551, Wis. Stats.
8. All respondents have violated sec. 551.21(1), Wis. Stats., by offering unregistered securities in Wisconsin.

Therefore, the staff of the Enforcement Unit petitions the Administrator of the Division of Securities for the issuance of the attached Order pursuant to Ch. 551, Wis. Stats.

Gregory L. Kipfer Dec. 1, 2005
Gregory L. Kipfer Date
Examiner
Enforcement Unit

David A. Cohen 12/2/05
David A. Cohen Date
Supervising Attorney
Enforcement Unit