

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

In the Matter of
INTERNATIONAL THERMAL PACKAGING, INC.,
DENNIS L. THOMAS, DENNIS L. BROWN,
LANCE N. KERR, and STEVEN WENBERG,

PETITION FOR ORDER

Respondents.

File No. S-02043(EX)

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. International Thermal Packaging, Inc. ("ITPI") is a foreign business entity with last known business address of 9034 Sunset Blvd., Ste. 200, West Hollywood, CA 90069.
2. Dennis L. Thomas ("Thomas") is an individual who at all times material hereto has been Director, President, CEO and Chairman of the Board of ITPI, with a last known business address at that of ITPI.
3. Dennis L. Brown ("Brown") is an individual who at all times material hereto has been Director, Chief Financial Officer and Treasurer of ITPI, with a last known business address at that of ITPI.
4. Lance N. Kerr ("Kerr") is an individual who at all times material hereto has been Executive Vice President of ITPI, with a last known business address at that of ITPI.
5. Steven Wenberg ("Wenberg") is an individual who at all times material hereto has been an agent of ITPI, Thomas, Brown, and Kerr, with a last known business address at that of ITPI.
6. During the period of March, 2002, Wenberg, on behalf of ITPI, Thomas, Brown and Kerr, offered to at least one person in Wisconsin the stock of ITPI.
7. The person in Wisconsin referred to above had no pre-existing relationship with any of the Respondents.
8. The stock offered by the respondents is a security as defined by sec. 551.02(13), Wis. Stats., and has never been registered for offer and sale in Wisconsin pursuant to Ch. 551, Wis. Stats.
9. All Respondents have violated sec. 551.21(1), Wis. Stats., by offering unregistered securities in Wisconsin.
10. In connection with the offer of the securities described above, Wenberg transacted business in Wisconsin as an "agent" for ITPI, Thomas Brown, and Kerr, as that term is defined by sec. 551.02(2), Wis. Stats.
11. At no time has Wenberg been licensed as a securities agent pursuant to Ch. 551, Wis. Stats.
12. Wenberg has violated sec. 551.31(1), Wis. Stats., by transacting business in Wisconsin as a securities agent without a license.

