



**COMMISSIONER OF SECURITIES  
STATE OF GEORGIA**

**UNIFORM ACT IMPLEMENTATION ORDER 2011-01**

**ORDER ALLOWING ISSUERS RELYING ON S.E.C. REGULATION D TO FILE  
NOTICE WITH THE COMMISSIONER  
2008 Act Reference: Section 10-5-21**

The Commissioner of Securities for the State of Georgia (the "Commissioner") has determined that:

- (1) On July 1, 2009, the Georgia Securities Act of 1973 (the "1973 Act") was repealed by act of the Georgia General Assembly and that the Georgia Uniform Securities Act of 2008 (the "2008 Act") became effective on this same date.
- (2) Allowing issuers relying on S.E.C. Regulation D to file notice with the Commissioner is in the public interest and consistent with the purposes of the 2008 Act.
- (3) Pursuant to Section 10-5-74(a)(1) of the 2008 Act, the Commissioner has the authority to require issuers relying on S.E.C. Regulation D to file notice with the Commissioner.

In accordance with the above, the Commissioner hereby ORDERS that entities issuing securities in Georgia in reliance on Regulation D of the Securities and Exchange Commission shall file notice with the Commissioner. Such a notice filing includes a copy of Form D, including the Appendix, as promulgated by the Securities and Exchange Commission; a consent to service of process complying with O.C.G.A. 10-5-80 signed by the issuer (or the consent to service of process as incorporated in the filing of Form D with the Securities and Exchange Commission) not later than 15 days after the first sale of the security in Georgia; and payment of a fee of \$250.00.

This Order shall be effective as of April 20, 2011, and shall remain effective until modified or vacated, or superseded by Rule.

[Signature on following page]

**BRIAN P. KEMP  
COMMISSIONER OF SECURITIES  
STATE OF GEORGIA**

By:

A handwritten signature in black ink, appearing to read "Vincent Russo", written over a horizontal line.

**Vincent R. Russo  
Interim Assistant Commissioner of Securities**