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**STATE OF WASHINGTON
DEPARTMENT OF FINANCIAL SECURITIES
SECURITIES DIVISION**

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IN THE MATTER OF DETERMINING) S-03-080-03-CO01
Whether there has been a violation of the)
Franchise Investment Protection Act Washington)
by:)
Dr.'s Own, Inc., Joseph Paul, also know as)
Joseph Politroni and Joseph Polifroni, Mark)
Walsh, their agents and employees:)
Respondents.)
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)

Pursuant to the Franchise Investment Protection Act of Washington, RCW 19.100, the Securities Division of the Department of Financial Institutions ("Securities Division") and Respondents, Dr.'s Own, Inc., Joseph P. Paul, also known as Joseph Politroni and Joseph Polifroni, and Mark Walsh hereby enter into this CONSENT ORDER in settlement of the matters alleged herein.

I. Background to Consent Order

1. Dr.'s Own, Inc. ("Dr.'s Own") is a California corporation with a primary address of 261 North Highway 101, Solana Beach, California 92075. Dr.'s Own is not registered to do business as a foreign corporation in Washington. Dr.'s Own sells specialty orthodic products to Good Feet dealers.

1 2000 the individuals wrote a personal check for \$5,990 to Dr.'s Own, which was deposited into
2 the Dr.'s Own corporate account. Dr.'s Own contests the claim that these funds were actually
3 provided by the Dealers. During the summer of 2000, the individuals attended the training class.
4 The class was given in San Diego, California and was taught by Rosalinda Johnson, Paul's wife.

5 8. Prior to entering into the agreement, the Dealers did not receive any written
6 materials, including but not limited to financial statements of Dr.'s Own or a Uniform Franchise
7 Offering Circular.

8 9. The Dealers opened a store in Bellevue, King County, Washington in August
9 2000. On March 14, 2001, Dr.'s Own and the Dealers entered into a new agreement that, among
10 other things, expanded the Dealers' territory to include Whatcom, Skagit, Snohomish, Pierce,
11 and Thurston counties. In approximately May of 2001, the Dealers opened another store in
12 Tacoma, Washington.

13 **III. Registration Status**

14 10. Dr.'s Own and Paul have not been and are not currently registered to offer or
15 sell franchises in the state of Washington.

16 11. On June 17, 2003, Good Feet Worldwide, Inc. filed an application for
17 franchise registration pursuant to RCW 19.100.040, for the operation of franchised Good Feet
18 stores.
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25 **IV. Prior Orders and Tentative Findings**

1 Based upon the foregoing and the consent of all parties to the entry of this Order, for the sole
2 purpose of settling this matter prior to a hearing and without admitting or denying any of the
3 tentative findings of fact or conclusions of law:

4 IT IS AGREED AND ORDERED that:

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6 1. The Respondents requests for hearing are hereby withdrawn. Respondents agree
7 to permanently waive any right to a hearing and appeal under RCW 19.100 with respect to
8 this Consent Order.

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10 2. The Securities Division hereby vacates the Cease and Desist Order and the Stop
11 Order as to Respondents. The Cease and Desist Order and the Stop Order and any part of
12 them shall not be used for any purpose by anyone hereinafter. No person or entity not a party
13 to this Order may use this Order or any part of this proceeding, including any part of the
14 vacated prior Order, in any other proceeding.

15
16 3. Respondents, Dr.'s Own, Inc., Joseph P. Paul, also known as Joseph Politroni
17 and Joseph Polifroni, and Mark Walsh, their agents and employees each shall cease and desist
18 from offering or selling franchises in the State of Washington in violation of the Franchise
19 Investment Protection Act. Good Feet Worldwide, Inc., which has a pending franchise
20 registration application, may become registered, subject to the standard registration
21 application review process. If the application is approved, Good Feet Worldwide, Inc. may
22 sell franchises in accordance with the provisions of the Franchise Investment Protection Act.

23
24 4. Respondents, Dr.'s Own, Inc. and Dr.'s Own, Inc., Joseph P. Paul, also known
25 as Joseph Politroni and Joseph Polifroni, and Mark Walsh, and their agents and employees,

1 each shall cease and desist from violating RCW 19.100.170, the anti-fraud section of the
2 Franchise Investment Protection Act of the State of Washington. This provision is
3 prospective and does not presume that there has been any previous violation of such
4 provision.
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6 IT IS FURTHER AGREED that Respondents, Dr.'s Own and Paul, shall be jointly and
7 severally liable for and shall pay the Securities Division three thousand one hundred twenty-
8 five dollars (\$3,125) for its costs incurred in its investigation of this matter. Said payment
9 must be made to the Division prior to the entry of this Order.

10 IT IS FURTHER AGREED that the Securities Division has jurisdiction to enter this
11 Order.
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13
14 SIGNED this 20th day of October, 2003.

15 Signed by:

16 Dr.'s Own, Inc.
17

18
19 By____/s/ Joseph Paul, Pres____
Joseph Paul, President

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21 Signed by:

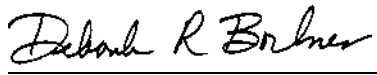
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23
24 _____/s/ Joseph Paul_____
Joseph Paul, individually
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Signed by:

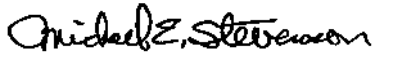
 /s/ Mark Walsh
Mark Walsh, individually

SIGNED and ENTERED this 23rd day of October, 2003




Deborah R. Bortner
Securities Administrator

Approved by:



Michael E. Stevenson
Chief of Enforcement

Presented by:



Susan H. Anderson
Financial Legal Examiner

CONSENT ORDER

DEPARTMENT OF
FINANCIAL INSTITUTIONS
Securities Division
PO Box 9033
Olympia, WA 98507-9033
360-902-8760