

STATE OF WASHINGTON
DEPARTMENT OF FINANCIAL INSTITUTIONS
SECURITIES DIVISION

IN THE MATTER OF DETERMINING
Whether there has been a violation
of the Franchise Investment Protection Act of
Washington by:

Total Golf Adventures Franchise, LLC and Teen
Golf Adventures, LLC,

Respondents.

Order Number S-07-129-07-CO01

CONSENT ORDER

INTRODUCTION

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, Total Golf Adventures Franchise, LLC and Teen Golf Adventures, LLC do hereby enter into this Consent Order in settlement of the matters alleged herein. Respondents neither admit nor deny the Findings of Fact and Conclusions of Law as set forth below.

FINDINGS OF FACT

I.

Respondents

Total Golf Adventures Franchise, LLC and Teen Golf Adventures, LLC are California limited liability companies sharing a principal business address of 390 Sepulveda Boulevard, Suite 1060, El Segundo, California, 90245.

II.

Nature of the Offering

Total Golf Adventures Franchise, LLC and Teen Golf Adventures, LLC are sellers of opportunities to operate businesses that provide golf instruction, golf clinics, camps, tournaments, and other related activities related to golfing. Purchasers of the opportunity are provided with training as well as operations manuals and ancillary materials containing techniques, curricula, lessons and methods to provide such instruction or related

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Securities Division
PO Box 9033
Olympia, WA 98507-9033
360-902-8760

Total Golf Adventures Franchise, LLC
Teen Golf Adventures LLC

1 activities and are entitled to ongoing assistance and advice relating to operation of the business. Purchasers of
2 the opportunity are obligated to pay an initial fee of at least \$5,000 (the total amount depends upon factors such
3 as population and average household income in a territory) and are entitled to use the marks and associated trade
4 names, trademarks, service marks, logotypes and other commercial symbols associated with Total Golf
5 Adventures Franchise, LLC and/or Teen Golf Adventures, LLC.

6 III.

7 Registration Status

8 On October 31, 2006, Total Golf Adventures Franchise, LLC filed or caused to be filed with the
9 Securities Division an initial application to register its opportunity in Washington (Franchise Registration
10 Application File No. 70013620) pursuant to Washington's Franchise Investment Protection Act. It was
11 subsequently determined from filed materials that an affiliate and predecessor in interest of Total Golf
12 Adventures Franchise, LLC, Teen Golf Adventures, LLC, had offered and sold its opportunity to one Idaho
13 resident for a business to be operated within the state of Washington and the sale prior to the date of application.
14 It was also determined that Teen Golf Adventures, LLC had not provided the Washington resident with a UFOC
15 that contained all material information about the opportunity including, but not necessarily limited to, a financial
16 statement for the seller prior to the purchase.

17 IV.

18 Total Golf Adventures Franchise, LLC and Teen Golf Adventures, LLC are not currently and have not
19 previously been registered to offer or sell franchises in the state of Washington.

20 Based upon the above Findings of Fact, the following Conclusions of Law are made:

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24 CONCLUSIONS OF LAW

25 CONSENT ORDER

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26 Total Golf Adventures Franchise, LLC
27 Teen Golf Adventures LLC

I.

The offer and/or sale of the opportunity described above constitutes the offer and/or sale of a franchise as defined in RCW 19.100.010(16) and RCW 19.100.010(4).

II.

The offer and/or sale of the above-described franchise was in violation of RCW 19.100.020, the registration requirement provision of the Franchise Investment Protection Act, because no registration for offers and/or sales is or has been effective with the Securities Division.

III.

The offer and/or sale of the above-described franchise opportunity was made in violation of RCW 19.100.080, the disclosure document requirement provision of the Franchise Investment Protection Act, because Teen Golf Adventures, LLC did not provide the Washington purchaser with a UFOC that contained all material information about the franchise opportunity including, but not necessarily limited to, a financial statement for the seller.

CONSENT ORDER

Based upon the foregoing and finding it in the public interest:

IT IS AGREED AND ORDERED that Respondents and their employees and agents each shall cease and desist from the offer and/or sale of franchises in the State of Washington in violation of RCW19.100.020, the registration requirement provision of the Franchise Investment Protection Act.

IT IS FURTHER AGREED that Respondents shall disclose the existence and contents of this Order in any franchise registration disclosure document approved for use in the State of Washington for a period of three years from the date of entry of this Order.

1 IT IS FURTHER AGREED that Respondents shall inform all employees and agents who offer franchises in
2 the State of Washington of the existence and contents of this Order for a period of three years from the date of entry of
3 this Order.

4 IT IS FURTHER AGREED that Respondents and/or their agents and employees shall inform the
5 current Washington franchisee of this Order by providing the franchisee with a copy of this Order and a
6 UFOC disclosure document authorized to be sent by the Securities Division disclosing the existence and
7 contents of the Order. Respondents shall provide to the Securities Division within 60 days of the date of
8 entry of this Order proof of receipt or proof of delivery to that franchisee.

9 IT IS FURTHER AGREED that Respondents shall reimburse the Securities Division \$500 for its costs of
10 investigation payable prior to the Securities Division's entry of this Order.

11 IT IS FURTHER AGREED that this Order shall remain in force and effect for a period of three years from the
12 date of entry of this Order.

13 IT IS FURTHER AGREED that Respondents waive any rights to a hearing or judicial review of this matter.

14 IT IS FURTHER AGREED that the Securities Division has jurisdiction to enter this Order.

15 Total Golf Adventures Franchise, LLC by:

16 _____ Joshua Jacobs /s/ _____
17 (Signature)

18 _____ Joshua Jacobs, President/CEO _____ Signed this __25th_ day of _____ May _____, 2007.
19 (Print Name and Titles)

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22 Teen Golf Adventures, LLC by:

23
24 _____ Joshua Jacobs /s/ _____
25 (Signature)

26 CONSENT ORDER

1 _____ Joshua Jacobs, President/CEO _____ Signed this __25th__ day of __May_____, 2007.
2 (Print Name and Titles)

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5 This Consent Order signed and entered by the Securities Division this 8th day of June, 2007.

6 By:

7
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9 _____
10 Michael E. Stevenson
11 Securities Administrator

12 Approved for entry by:

13 

14 _____
15 Martin Cordell
16 Chief of Enforcement

17 

18 _____
19 Brad Ferber
20 Financial Legal Examiner