

1 STATE OF WASHINGTON  
2 DEPARTMENT OF FINANCIAL INSTITUTIONS  
3 SECURITIES DIVISION

4 IN THE MATTER OF DETERMINING  
5 whether there has been a violation of the  
6 Franchise Investment Protection Act of  
7 Washington by:

8 SoccerTots, Incorporated; Edward  
9 Kent Gold,

10 Respondents.

Order Number S-07-471-08-CO01

CONSENT ORDER

11 **INTRODUCTION**

12 On October 23, 2008, the Securities Administrator of the State of Washington issued  
13 Statement of Charges, S-07-471-08-SC01, against the Respondents SoccerTots, Incorporated  
14 and Edward Kent Gold. The Securities Division and SoccerTots, Incorporated and Edward Kent  
15 Gold do hereby agree to this Consent Order in settlement of the above captioned matter. The  
16 Securities Division has, in the Statement of Charges, made certain allegations and conclusions,  
17 set forth under the headings "Tentative Findings of Fact" and "Conclusions of Law."  
18 SoccerTots, Incorporated and Edward Kent Gold neither admit nor deny the Tentative Findings  
19 of Fact and Conclusions of Law, which are hereby incorporated by reference into this Consent  
20 Order.

21 **CONSENT ORDER**

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

23 IT IS AGREED AND ORDERED that Respondents SoccerTots, Incorporated and  
24 Edward Kent Gold, and their agents and employees, shall each cease and desist from offering  
or selling franchises in violation of RCW 19.100.020, the registration section of the Franchise  
Investment Protection Act of Washington.

1 IT IS FURTHER AGREED AND ORDERED that Respondents SoccerTots,  
2 Incorporated and Edward Kent Gold, and their agents and employees, shall each cease and  
3 desist from violation of RCW 19.100.170, the anti-fraud section of the Franchise Investment  
4 Protection Act of Washington.

5 IT IS FURTHER AGREED AND ORDERED that Respondents SoccerTots,  
6 Incorporated and Edward Kent Gold, and their agents and employees, shall each cease and  
7 desist from violation of RCW 19.100.080, the disclosure document section of the Franchise  
8 Investment Protection Act of Washington.

9 IT IS FURTHER AGREED that Respondents SoccerTots, Incorporated and Edward  
10 Kent Gold enter into this Consent Order freely and voluntarily and with full understanding of  
11 its terms and significance.

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

14 IT IS FURTHER AGREED that in consideration of the foregoing, Respondents  
15 SoccerTots, Incorporated and Edward Kent Gold waive their rights to a hearing in this matter  
16 and judicial review of this matter pursuant to RCW 34.05.

17  
18 SIGNED this 31st day of December, 2008.

19 Approved for Entry by:

20 \_\_\_\_\_  
21 /s/  
22 Jeffrey M. Heutmayer, Attorney for Respondents  
23 Montana State Bar No. 6911

