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STATE OF CALIFORNIA
BUSINESS, TRANSPORTATION AND HOUSING AGENCY
DEPARTMENT OF CORPORATIONS

TO: Mark S. Blakemore
Great Plains Financial, LLC
P.O. Box 271
1811 MacCullen Drive
Erie, CO 80516

DESIST AND REFRAIN ORDER
(For violation of section 25110 of the Corporations Code)

The California Corporations Commissioner finds that:

1. Great Plains Financial, LLC (“Great Plains”) was formed as a Nevada Limited Liability Company on February 7, 2005 and at all relevant times had a business address of P.O. Box 271, 1811 MacCullen Drive, Erie, Colorado. At all relevant times Mark S. Blakemore was the President of Great Plains.
2. Beginning in February 2005 Great Plains and Mark S. Blakemore offered and sold securities in the form of nine-month debentures at four percent interest per month.
3. Great Plains and Mark S. Blakemore represented to investors that the funds from the sale of the debentures were to be deposited in a non-depletion account with a major world bank and used in a secure trading program. On November 6, 2007, in the District Court for the County of Denver, State of Colorado, Case Number 06CR011062, Mark S. Blakemore pled guilty to one count of felony securities fraud and one count of felony theft in connection with the sale of short term corporate debentures to Colorado residents, and on December 31, 2007 was sentenced to nine years in prison plus five years parole.

1 4. Great Plains and Mark S. Blakemore have engaged in general solicitations to offer and
2 sell these securities for sale to the public, and have failed to return the principal invested to investors.

3 5. These securities were offered and sold in this state in issuer transactions. The
4 Department of Corporations has not issued a permit or other form of qualification authorizing any
5 person or entity to offer and sell these securities in this state.

6 Based on the forgoing findings, the California Corporations Commissioner is of the opinion
7 that investments offered by Great Plains and Mark S. Blakemore constitute securities, which are
8 subject to qualification under the California Corporate Securities Law of 1968, and that these
9 securities have been and are being offered without being qualified, and are not exempt, in violation of
10 Corporations Code section 25110.

11 Pursuant to Corporations Code section 25532, Great Plains Financial, LLC, and Mark S.
12 Blakemore are hereby ordered to desist and refrain from the further offer or sale in the State of
13 California of securities, including but not limited to debentures, unless and until qualification has
14 been made under the law or unless exempt.

15 This Order is necessary, in the public interest, for the protection of investors and consistent
16 with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

17 Dated: February 5, 2008
18 Los Angeles, California

19 PRESTON DuFAUCHARD
20 California Corporations Commissioner

21 By _____
22 ALAN S. WEINGER
23 Lead Corporations Counsel
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