

TITLE HAS BEEN WILLFULLY VIOLATED, IN CONNECTION WITH THE OFFERING, BY:

(I) THE PERSON FILING THE REGISTRATION STATEMENT;

(II) THE ISSUER, ANY PARTNER, OFFICER, OR DIRECTOR OF THE ISSUER, ANY PERSON OCCUPYING A SIMILAR STATUS OR PERFORMING SIMILAR FUNCTIONS, OR ANY PERSON DIRECTLY OR INDIRECTLY CONTROLLING OR CONTROLLED BY THE ISSUER, BUT ONLY IF THE PERSON FILING THE REGISTRATION STATEMENT IS DIRECTLY OR INDIRECTLY CONTROLLED BY OR ACTING FOR THE ISSUER; OR

(III) ANY UNDERWRITER;

(3) THE SECURITY REGISTERED OR SOUGHT TO BE REGISTERED IS THE SUBJECT OF AN ADMINISTRATIVE STOP ORDER OR SIMILAR ORDER OR A PERMANENT OR TEMPORARY INJUNCTION OF ANY COURT OF COMPETENT JURISDICTION ENTERED UNDER ANY OTHER FEDERAL OR STATE ACT APPLICABLE TO THE OFFERING, BUT:

(I) THE COMMISSIONER MAY NOT INSTITUTE A PROCEEDING AGAINST AN EFFECTIVE REGISTRATION STATEMENT UNDER THIS ITEM (3) MORE THAN ONE YEAR FROM THE DATE OF THE ORDER OR INJUNCTION RELIED ON; AND

(II) HE MAY NOT ENTER AN ORDER UNDER THIS ITEM (3) ON THE BASIS OF AN ORDER OR INJUNCTION ENTERED UNDER ANY OTHER STATE ACT UNLESS THAT ORDER OR INJUNCTION WAS BASED ON FACTS WHICH WOULD CURRENTLY CONSTITUTE A GROUND FOR A STOP ORDER UNDER THIS SECTION;

(4) THE ENTERPRISE OR METHOD OF BUSINESS OF THE ISSUER INCLUDES OR WOULD INCLUDE ACTIVITIES WHICH ARE ILLEGAL WHERE PERFORMED;

(5) THE OFFERING HAS WORKED OR TENDED TO WORK A FRAUD ON PURCHASERS OR WOULD SO OPERATE;

(6) IF A SECURITY IS SOUGHT TO BE REGISTERED BY NOTIFICATION, IT IS NOT ELIGIBLE FOR THE REGISTRATION;

(7) IF A SECURITY IS SOUGHT TO BE REGISTERED BY COORDINATION, THERE HAS BEEN A FAILURE TO COMPLY WITH THE UNDERTAKING REQUIRED BY §11-503(B) (4) OF THIS SUBTITLE; OR

(8) THE APPLICANT OR REGISTRANT HAS FAILED TO PAY THE PROPER FILING FEE, BUT THE COMMISSIONER MAY ENTER ONLY A DENIAL ORDER UNDER THIS ITEM (8) AND HE SHALL VACATE THE ORDER WHEN THE DEFICIENCY IS