

STATE OF ARKANSAS
SECURITIES DEPARTMENT

IN THE MATTER OF

ORDER PROVIDING A
TRANSACTIONAL EXEMPTION
FROM REGISTRATION
NO.00-011-S

TURFMASTER, INC.

FINDINGS OF FACT

1. On March 23, 2000, a letter was received by the Arkansas Securities Commissioner requesting that the proposed offering and sale by Orlo L. Dietrich, Myriam Dietrich, Gary M. Story, and Julia Story, of 750 shares of the issued and outstanding common capital stock (the "Sellers' Stock") of Turfmaster, Inc. ("Turfmaster") to David M. DeBlock ("DeBlock") (the "Transaction"), be determined to be an exempt transaction pursuant to Ark. Code Ann. Section 23-42-504(a)(12) and Rule 504.01(a)(12).

2. The Sellers' stock consists of 510 shares of common stock owned by Orlo L. and Myriam Dietrich, husband and wife, and 240 shares of common stock owned by Gary M. and Julia Story, husband and wife.

3. Turfmaster is a corporation organized under the laws of the State of Arkansas.

4. The Buyer will be David M. DeBlock who currently owns 250 shares of the common capital stock of Turfmaster.

5. An exemption from registration has been requested pursuant to the Commissioner's discretionary authority under Ark.

Code Ann. Section 23-42-504(a)(12). The Sellers and Buyer have been, or had the opportunity to be represented, in these negotiations by counsel. The Buyer has had access to financial and other information concerning the Company as is necessary for to make an informed investment decision. Based upon the foregoing, the Transaction is such that requiring registration is not necessary for the protection of investors, particularly when what is involved is the sale of a business.

CONCLUSIONS OF LAW

1. Under Section 23-42-504(a)(12) of the Act, the Commissioner may by order exempt certain transactions from Sections 23-42-501 and 23-42-502 of the Act as not being necessary or appropriate in the public interest for the protection of investors.

2. It is not necessary or appropriate in the public interest for the protection of investors of the Company to be required to register the Transaction under the Act for the purposes of the contemplated offering.

3. It is not necessary or appropriate in the public interest for the protection of investors for the Sellers to be required to engage the services of a registered agent for the purpose of making sales of the Company's securities.

OPINION

In recognition of the representations made by the Sellers, it appears registration of this offering of Sellers' Stock is unnecessary in this instance.

This order does not exempt the Sellers from the anti-fraud provisions of the Act.

ORDER

IT IS THEREFORE ORDERED that Sellers' Stock offered or sold in Arkansas for the proposed Transaction, if offered and sold in compliance with the representations made in the letter of March 23, 2000, and in accordance with the Findings of Fact stated herein, shall be exempted from Sections 23-42-501 and 23-42-502 of the Act.

WITNESS MY HAND AND SEAL this 31st day of March, 2000.



MAC DODSON
SECURITIES COMMISSIONER