

**STATE OF ARKANSAS
SECURITIES DEPARTMENT**

IN THE MATTER OF

NO. S-02-011-02-CD02

GOLF ENTERTAINMENT, INC., D/B/A
SIENNA BROADCASTING INC.; DR.
TIM BROOKER, FORMER DIRECTOR
AND CEO; JOHN DODGE, GENERAL
COUNSEL AND SENIOR VICE PRESIDENT;
JIM BOLT, CHIEF OPERATING OFFICER
AND VICE PRESIDENT; RONALD G.
FARRELL, FORMER CEO AND BOARD
MEMBER; THE GENESIS TRUST; MEL
ROBINSON, TRUSTEE; CHARLES M.
RUSK, MANAGING TRUSTEE

FIRST AMENDED CEASE AND DESIST ORDER

The Arkansas Securities Department (the "Department") has received information and has in its possession certain evidence that indicates that Golf Entertainment, Inc., and certain of its officers and agents, and The Genesis Trust, and certain of its trustees and agents, have violated provisions of the Arkansas Securities Act, Ark. Code Ann. § 23-42-101 *et. seq.* (the "Act").

FINDINGS OF FACT

1. Golf Entertainment, Inc. ("Golf") is a Delaware corporation with its principal place of business located in Springdale, Arkansas.
2. The Genesis Trust ("Genesis") purports to be a non-profit association formed and operating under the laws of Arkansas with its principal place of business in Bentonville, Arkansas.

3. Tim Brooker is the former CEO and a current director of Golf and is a resident of Arkansas.
4. John Dodge is the General Counsel and Senior Vice President of Golf and is a resident of Arkansas.
5. Jim Bolt is the Chief Operating Officer and a Vice President of Golf and is a resident of Arkansas.
6. Melvin L. Robinson is a Trustee of Genesis and a resident of Arkansas.
7. Charles M. Rusk is a former Trustee of Genesis and is a resident of Arkansas.
8. Michael F. Daniels is the present CEO and Chairman of the Board of Directors of Golf, and is a resident of Nevada.
9. On May 6, 2002, Golf entered into a Settlement Agreement with Genesis in U.S. District Court, Western District of Arkansas, Case No. 02-5088, under the terms of which Golf issued to Genesis 15 million shares of Golf common stock (the "Shares"). The Settlement Agreement was signed by Jim Bolt, Vice President of Golf, on behalf of Tim Brooker as CEO of Golf and by Mel Robinson as Senior Trustee of Genesis, and was approved by the court without a hearing, but pursuant to a waiver thereof, by order dated May 6, 2002.
10. The records of the Department do not reflect that the Shares issued pursuant to the Settlement Agreement were ever registered pursuant to the Act, nor do they reflect that a proof of exemption to exempt the issuance of the Shares was ever filed pursuant to the Act and Rules of the Arkansas Securities Commissioner.

11. Beginning on May 14, 2002, 6,375,000 of the Shares were received into Genesis' securities account held at a national securities brokerage firm, and on May 22, 2002, began to be sold by Genesis to the public, and transferred to affiliates of Golf and Genesis. Among others, Melvin L. Robinson and Charles M. Rusk received some of the Shares out of Genesis' securities account.
12. At no time did Genesis, Golf, or their officers, agents, or trustees attempt to register the Shares with the Department pursuant to the registration provisions of the Act or to make any exemption filing to exempt such sales from the registration provisions of the Act.

CONCLUSIONS OF LAW

13. Ark. Code Ann. § 23-42-102(13) defines "offer" or "offer to sell" as every attempt or offer to dispose of, or solicitation of an offer to buy, a security or interest in a security for value.
14. Ark. Code Ann. § 23-42-501 states that it is unlawful for any person to offer or sell any security which is not registered or which is not exempt from registration under the Act, unless it is a "covered security" as defined by the Act.
15. Neither the original issuance of the 15 million Shares of Golf common stock by Golf pursuant to the Settlement Agreement, nor the subsequent sales and transfers of the Shares by Genesis or the officers, agents, and trustees of Golf and Genesis were "covered securities", nor were they exempt from the registration provisions of the Act.

OPINION

16. This matter has been properly brought before the Arkansas Securities Commissioner in accordance with Ark. Code Ann. § 23-42-209.
17. From the facts known by the staff of the Department, there is reason to believe that Golf, Genesis, and their officers, agents, and trustees have engaged in and continue to engage in activity in violation of the Act by selling the securities described above.
18. Pursuant to Ark. Code Ann. § 23-42-209(a)(1), the Arkansas Securities Commissioner may order Golf, Genesis, their officers, agents, and trustees, and those receiving shares from Genesis to immediately cease and desist from the further offer and sale of the securities described herein.
19. Such an Order is in the public interest.

ORDER

IT IS THEREFORE ORDERED that Golf Entertainment, Inc., The Genesis Trust, Tim Brooker, Jim Bolt, Mel Robinson, Charles M. Rusk, Michael F. Daniels, and any other officer, agent, employee, or trustee of Golf or Genesis, immediately **CEASE AND DESIST** from any further actions within or into the State of Arkansas in connection with the issuance, offer, or sale of the securities of Golf Entertainment, Inc. and from any other act or practice constituting a violation of the Act or Rules of the Arkansas Securities Commissioner.

WITNESS MY HAND AND SEAL this 17th day of September 2002.

A handwritten signature in black ink, appearing to read "M. Johnson". The signature is written in a cursive, flowing style.

MICHAEL B. JOHNSON
ARKANSAS SECURITIES COMMISSIONER