

BEFORE THE ARKANSAS SECURITIES COMMISSIONER

CASE NO. S-10-0053

IN THE MATTER OF:

ORDER NO. S-10-0053-10-OR01

ULTIMATE ESCAPES, INC.

RESPONDENT

CONSENT ORDER

This Consent Order is entered pursuant to the Arkansas Securities Act, codified at Ark. Code Ann. §§ 23-42-101 through 23-42-509 (“Act”), the Rules of the Arkansas Securities Commissioner (“Rules”) promulgated under the Act and the Arkansas Administrative Procedures Act, codified at Ark. Code Ann. §§ 25-15-201 through 25-15-219 in accordance with an agreement by and between the Staff of the Arkansas Securities Department (“Staff”) and Ultimate Escapes, Inc. in full and final settlement of all claims that could be brought against Ultimate Escapes, Inc. by the Staff on the basis of the facts set forth herein.

Ultimate Escapes, Inc. admits the jurisdiction of the Act and the Arkansas Securities Commissioner (“Commissioner”), waives its right to a formal hearing and consents to the entry of this order and agrees to abide by its terms.

FINDINGS OF FACT

LATE NOTICE FILING

1. On or about January 5, 2010, agents or employees of Ultimate Escapes, Inc. made one sale of securities in the Ultimate Escapes, Inc. offering to an Arkansas resident.
2. On or about April 27, 2010, Ultimate Escapes, Inc. filed a Notice of Sale of Securities on United States Securities and Exchange Commission (“SEC”) Form D with

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the Arkansas Securities Department ("Department"). As part of this notice filing the Department received a \$133.00 filing fee from Ultimate Escapes, Inc.

3. In violation of Ark. Code Ann. § 23-42-509(c)(1) and Rule 509.01(B)(2) of the Rules of the Arkansas Securities Commissioner, Ultimate Escapes, Inc. failed to file a Notice of Sale of Securities on SEC Form D with the Department concerning the sale of securities in Arkansas within the required fifteen days.

APPLICABLE LAW

4. Any security that is a covered security under Section 18(b)(4)(D) of the Securities Act of 1933, the Commissioner, by rule or order, may require the issuer to file a notice on SEC Form D and a consent to service of process signed by the issuer no later than fifteen days after the first sale of such covered security in this state. Ark. Code Ann. §23-42-509(c)(1) and Rule 509.01(B)(2)

CONCLUSIONS OF LAW

5. The Notice of Sale of Securities on SEC Form D made by Ultimate Escapes, Inc. approximately four months after the sale of securities in the Ultimate Escapes, Inc. offering to an Arkansas resident as detailed in paragraphs 1-3 was a violation of Ark. Code Ann. § 23-42-509(c)(1) and Rule 509.01(B)(2) of the Rules of the Arkansas Securities Commissioner.

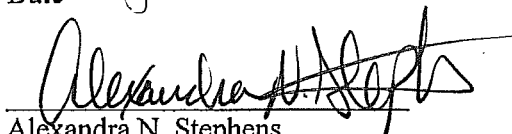
ORDER

IT IS THEREFORE ORDERED that Ultimate Escapes, Inc. pay a fine in the amount of \$500.00.

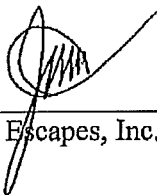


Heath Abshire
Arkansas Securities Commissioner

July 21, 2010
Date



Alexandra N. Stephens
Staff Attorney



Ultimate Escapes, Inc.