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

TO: Michael Miller, Officer and Director
EnterActual Corporation
630 Western Drive
Santa Cruz, California 95060

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

The California Corporations Commissioner finds that:

1. At all relevant times, Michael Miller was an Officer and Director of EnterActual Corporation, a business entity of unknown origin.
2. Beginning in at least July 2001, Michael Miller and EnterActual Corporation, offered securities in the form of investment contracts issued by EnterActual Corporation.
3. Through, unsolicited in-person solicitation, Miller and EnterActual Corporation offered investment contracts in an attempt to raise funds for EnterActual Corporation.
4. The purported purpose of the offering was to raise funds for EnterActual Corporation, which was described as a subsidiary of Enter Corporation.
5. These securities were offered in this state in issuer transactions. The Department of Corporations has not issued a permit or other form of qualification authorizing any person to offer and sell these securities in this state.

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Based upon the foregoing findings, the California Corporations Commissioner is of the opinion that the investment contracts offered by EnterActual Corporation, are securities subject to qualification under the California Corporate Securities Law of 1968 and are being or have been offered or sold without being qualified.

Pursuant to Section 25532 of the Corporate Securities Law of 1968, Michael Miller and EnterActual Corporation, are hereby ordered to desist and refrain from the further offer or sale in the State of California of securities in the form of investment contracts, unless and until qualification has been made under said law or unless exempt. The sale of such securities is subject to qualification under said law and such securities are being or have been offered for sale without first being so qualified.

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

Dated: June 4, 2003 Los Angeles, California

DEMETRIOS A. BOUTRIS
California Corporations Commissioner

By _____
ALAN WEINGER
Supervising Counsel
Enforcement and Legal Services