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

TO: Miro Zecevic, CEO
Cash Now-USA.Com, Inc.
Cash Now.com, LLC
2005 Easton Road
Doylestown, PA 18901

David G. McClean, Marketing Director
Cash Now-USA.Com, Inc.
3100 Steeles Avenue East, Suite 201
Toronto, Ontario L3R 8T9 Canada

Gary McNulty
Cash Now-USA.Com, Inc.
3100 Steeles Avenue East, Suite 201
Toronto, Ontario L3R 8T9 Canada

Victor Graham, Business Consultant
Cash Now-USA.Com, Inc.
3100 Steeles Avenue East, Suite 201
Toronto, Ontario L3R 8T9 Canada

DESIST AND REFRAIN ORDER

(For violations of sections 31110 and 31201 of the Corporations Code)

The California Corporations Commissioner finds that:

1. Cash Now-USA.Com, Inc. is a Delaware corporation with its head office located at 3100 Steeles Avenue East, Suite 201, Toronto, Ontario, L3R 8T9, Canada. Cash Now-USA.Com, Inc. formerly maintained a regional office in the United States at 8260 Greensboro Drive, Suite 550,

1 McClean, Virginia 22102. As of January 26, 2004, its regional office in the United States has been
2 moved to 2005 Easton Road, Doylestown, PA 18901. Cash Now.com, LLC is a Delaware limited
3 liability company with its offices located at the same addresses as those of Cash Now-USA.Com, Inc.
4 Cash Now.com, LLC is an affiliate of Cash Now-USA.Com, Inc. Additional affiliates of the two
5 companies include Cash Now, Inc. and Cash Now Plus.com, LLC, which also operate from the same
6 addresses.

7
8 2. Cash Now-USA.Com, Inc. maintains websites at www.cashnow.com, www.cashnow-usa.com,
9 www.cashnowplusllc.us, www.cashnowllc.us, and www.cashnowamerica.com.

10
11 3. Miro Zecevic is the CEO of Cash Now-USA.Com, Inc. He is also the CEO and Managing
12 Member of Cash Now.com, LLC. David G. McClean is the Marketing Director of Cash Now-
13 USA.Com, Inc. and has also used the titles Senior Consultant and Senior Business Development
14 Consultant. His email address is davidm@cashnow.com. Gary McNulty is a marketing employee of
15 Cash Now-USA.Com, Inc. Victor Graham is a Business Consultant of Cash Now-USA.Com, Inc.
16 His email address is victor@cashnow.com.

17
18 4. Cash Now-USA.Com, Inc. and Cash Now.com, LLC have offered franchises to members
19 of the general public from websites for the operation of payday loan businesses under the names Cash
20 Now and Cash Now Plus. Cash Now franchises offer only payday loan services. Cash Now Plus
21 franchises offer payday loans in combination with other services such as check cashing. Cash Now-
22 USA.Com, Inc. and Cash Now.com, LLC claim to own a unique system for opening and operating
23 such businesses.

24
25 5. During the period of approximately January through September of 2003, Cash Now-
26 USA.Com, Inc. sold Cash Now or Cash Now Plus franchises to at least five residents of California.
27 Each of the five California residents purchased a franchise to operate a Cash Now or Cash Now Plus
28 outlet in California. California franchise purchasers were required to pay initial nonrefundable

1 franchise fees of approximately \$5,000, plus subsequent fees which, when added to the initial
2 nonrefundable fee, totaled amounts including a range from \$24,900 to \$29,500. The franchisees
3 further agreed to pay monthly "Royalty Fees" in amounts such as 5% of "gross revenues," or a
4 minimum monthly royalty fee of \$300. In exchange for their payment of such fees, each of the
5 California franchisees was granted a license to operate a Cash Now outlet in one "territorial target
6 area" designated in their Franchise Agreement, including "use of the Marks of Cash Now." Each
7 franchisee executed an agreement containing an acknowledgement by the franchisee of the
8 importance of operating their outlets in conformance with the Cash Now System:

9
10 You recognize the benefits to be derived from being identified with the System. You also
11 recognize the value of the Marks and the continued uniformity of image to you by Cash Now,
12 and other franchisees of Cash Now. You understand the importance to the System of Cash
13 Now's high and uniform standards of quality, cleanliness, appearance and service, and further
14 recognize the necessity of opening and operating your Cash Now outlet (the "Outlet") in
15 conformity with the System.

16
17 6. David G. McClean and Gary McNulty represented Cash Now-USA.Com, Inc. in
18 communications with the five franchisees prior to their purchases. In addition, one of the five
19 prospective franchise purchasers received a letter dated January 23, 2003 signed by David G.
20 McClean, Sr. Consultant, and Miro Zecevic, CEO, inviting him to make a formal application to
21 become a Cash Now franchisee.

22
23 7. In October, 2003, Business Consultant Victor Graham represented Cash Now-USA.Com,
24 Inc. in email communications with a California resident who was a prospective franchise purchaser.
25 In one email communication Victor Graham stated:

26
27 "Write down your questions as you read the document [Prospectus] and feel free to call me
28 for answers.... Regardless of your enthusiasm and desire to move forward after reviewing the

1 'Prospectus', it is imperative that you speak with me first, before doing an on-line application.
2 This I strongly request due to the protocol in becoming a franchisee.”
3

4 8. The offer of franchises by Cash Now-USA.Com, Inc. in California has not been registered
5 under the Franchise Investment Law and is not exempted under Chapter 1, beginning with
6 Corporations Code section 31100, of that law.
7

8 9. The offer of franchises by Cash Now-USA.Com, Inc. were made by means of written and
9 oral communications with included untrue statements of material fact and omitted to state materials
10 facts necessary in order to make the statements made, in the light of the circumstances under which
11 they were made, not misleading. Cash Now-USA.Com, Inc., through its officers and employees,
12 misrepresented the number of other franchises that had been sold by the company in California, made
13 communications to prospective franchisees which omitted information about administrative orders
14 which had been issued against the company, its affiliates and its officers and directors by other states,
15 and omitted information concerning the fact that the franchises that were being offered had not been
16 registered in accordance with California law.
17

18 10. In November, 2003, Cash Now.com, LLC sold a Cash Now franchise to a resident of
19 California. The offer of franchises by Cash Now.com, LLC has not been registered under the
20 Franchise Investment Law and is not exempted under Chapter 1, beginning with Corporations Code
21 section 31100, of that law.
22

23 Based upon the foregoing findings, the California Corporations Commissioner is of the
24 opinion that Miro Zecevic, David G. McClean, Gary McNulty, Victor Graham, Cash Now-
25 USA.Com, Inc. and Cash Now.com, LLC have offered and sold franchises in California that were
26 subject to registration under the Franchise Investment Law without the offers first being registered, in
27 violation of Corporations Code section 31110. The California Corporations Commissioner is of the
28 further opinion that Miro Zecevic, David G. McClean, Gary McNulty, Victor Graham, and Cahs

1 Now-USA.Com, Inc. have offered and sold franchises in California by means of written and oral
2 communications which included untrue statements of material fact and which omitted to state
3 material facts necessary in order to make the statements made, in light of the circumstances under
4 which they were made, not misleading, in violation of Corporations Code section 31201. Pursuant to
5 section 31402 of the Corporations Code, Miro Zecevic, David G. McClean, Gary McNulty, Victor
6 Graham, Cash Now-USA.Com, Inc. and Cash Now.com, LLC are hereby ordered to desist and
7 refrain from the further offer or sale of Cash Now and Cash Now Plus franchises unless and until the
8 offers have been duly registered under the Franchise Investment Law.

9

10 This Order is necessary, in the public interest, for the protection of investors and consistent
11 with the purposes, policies and provisions of the Franchise Investment Law.

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13 Dated: March 30, 2004
14 Los Angeles, California

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WILLIAM P. WOOD
California Corporations Commissioner

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By _____
ALAN WEINGER
Supervising Counsel
Enforcement and Legal Services

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

TO: Miro Zecevic, CEO and Managing Member
Cash Now.com, LLC
Cash Now Plus.com, LLC
2005 Easton Road
Doylestown, PA 18901

Miro Zecevic, CEO and Managing Member
Cash Now.com, LLC
Cash Now Plus.com, LLC
3100 Steeles Avenue East, Suite 201
Toronto, Ontario L3R 8T9 Canada

File Nos. 995-3453
& 995-3480

STATEMENT IN SUPPORT OF ORDER
DENYING EFFECTIVENESS OF FRANCHISE REGISTRATION

(Corporations Code section 31117)

The California Corporations Commissioner finds that:

- 1. Cash Now.com, LLC is a Delaware limited liability company that was formed on May 15, 2003. Its head office is located at 3100 Steeles Avenue East, Suite 201, Toronto, Ontario, L3R 8T9, Canada. Cash Now.com, LLC formerly maintained a regional office in the United States at 8260 Greensboro Drive, Suite 550, McClean, Virginia 22102. As of January 26, 2004, its regional office in the United States has been moved to 2005 Easton Road, Doylestown, PA 18901. Cash Now.com, LLC is engaged in business activities relating to the franchising of Cash Now businesses. Cash Now

1 businesses are retail outlets which offer small, short-term consumer loans (so-called “payday loans”),
2 money transfers, money wiring and walk-in credit applications.

3
4 2. Cash Now Plus.com, LLC is a Delaware limited liability company that was formed on July
5 3, 2003. Its offices are located at the same addresses as those of Cash Now.com, LLC, with which it
6 is affiliated. Cash Now Plus.com, LLC is engaged in business activities relating to the franchising of
7 Cash Now Plus businesses. Cash Now Plus businesses are retail outlets which offer small, short-term
8 consumer loans (so-called “payday loans”), check cashing, money transfers, money wiring, mail box
9 rentals, overnight delivery, tax return preparation, bill payment, fax, photo copying, walk-in credit
10 applications, credit card applications and secured credit cards.

11
12 3. Cash Now-USA.Com, Inc. and Cash Now, Inc. are affiliates of Cash Now.com, LLC and
13 Cash Now Plus.com, LLC. Their offices are located at the same addresses as those of Cash
14 Now.com, LLC and Cash Now Plus.com, LLC.

15
16 4. Cash Now.com, LLC, Cash Now Plus.com, LLC, Cash Now-USA.com, Inc., Cash Now,
17 Inc. and their other affiliates maintain websites at URLs including www.cashnow.com,
18 www.cashnow-usa.com, www.cashnowplusllc.us, www.cashnowllc.us, www.cashnowamerica.com,
19 and www.paydayloanbusiness.com. They claim to own a unique system for opening and operating
20 businesses to provide payday loans and related services.

21
22 5. Miro Zecevic is the chief executive officer of Cash Now.com, LLC, Cash Now Plus.com,
23 LLC, Cash Now-USA.com, Inc. and Cash Now, Inc. He is also the managing member of Cash
24 Now.com, LLC and Cash Now Plus.com, LLC.

25
26 6. On November 22, 2002, Cash Now-USA.Com, Inc. and its affiliate Cash Now Fransys Inc.
27 received a cease and desist letter from the State of Washington, Department of Financial Institutions,
28

1 Securities Division, demanding that they immediately cease directing offers of franchises to
2 Washington residents by means of the Internet.

3
4 7. On November 25, 2002, Cash Now-USA.Com, Inc. and its affiliate Cash Now Fransys Inc.
5 received a cease and desist letter from the State of Washington, Department of Financial Institutions,
6 Securities Division, demanding that they immediately cease making offers of unregistered securities
7 to Washington residents.

8
9 8. On August 5, 2003, the Division of Securities of the Wisconsin Department of Financial
10 Institutions issued a summary Order of Prohibition to Cash Now-USA.Com, Inc. and its affiliates and
11 controlling persons, including Miro Zecevic, to prohibit them from making any further offers or sales
12 of franchises unless and until the franchises were registered under Wisconsin law. The order was
13 based upon a finding that Cash Now-USA.Com, Inc. had made a sale of an unregistered Cash Now
14 franchise to a Wisconsin resident in approximately October-November, 2002.

15
16 9. During 2003 the Office of the Illinois Attorney General issued a Notice of Violation to
17 Cash Now, Inc. relating to its sale of an unregistered franchise in Illinois. Pursuant to that Notice of
18 Violation, Cash Now, Inc. paid a fine of \$1,500.

19
20 10. On August 11, 2003 the Securities Department of the Illinois Secretary of State issued a
21 Temporary Order of Prohibition to Cash Now, Inc., on behalf of its officers and directors, agents,
22 employees, affiliates, successors, and assigns, prohibiting them from selling securities in Illinois or
23 from Illinois.

24
25 11. On or about October 23, 2003, Cash Now Plus.com, LLC filed an application pursuant to
26 Corporations Code section 31111 for registration of an offer to sell Cash Now Plus franchises in
27 California.

1 12. On or about November 3, 2003, Cash Now.com, LLC filed an application pursuant to
2 Corporations Code section 31111 for registration of an offer to sell Cash Now franchises in
3 California.

4
5 13. During the period of approximately January through September of 2003, Cash Now-
6 USA.Com, Inc. sold Cash Now or Cash Now Plus franchises to at least five residents of California.
7 Each of the five California residents purchased a franchise to operate a Cash Now or Cash Now Plus
8 business in California. The franchises sold by Cash Now-USA.com, Inc. were substantially similar
9 to the Cash Now and Cash Now Plus franchises which Cash Now.com, LLC and Cash Now
10 Plus.com, LLC have applied to sell in California. One of the five prospective franchise purchasers
11 received a letter dated January 23, 2003 signed by Miro Zecevic, CEO, inviting him to make a formal
12 application to become a Cash Now franchisee.

13
14 14. The offer and sale of franchises by Cash Now-USA.Com, Inc. in California was not
15 registered under the Franchise Investment Law and was not exempted under Chapter 1, beginning
16 with Corporations Code section 31100, of that law. The franchise purchasers were not told of the
17 prior administrative actions that had been taken against Cash Now-USA.Com, Inc. and its affiliates
18 by other states in violation of Corporations Code section 31201. The California Corporations
19 Commissioner issued an order to Cash Now-USA.Com, Inc. pursuant to Corporations Code section
20 31402 on March 30, 2004 to require it to desist and refrain from the further offer or sale of those
21 franchises unless and until the offer has been duly registered under the Franchise Investment Law.

22
23 15. In November, 2003, Cash Now.com, LLC sold a Cash Now franchise to a resident of
24 California. At the time of that sale the offer of franchises by Cash Now-USA.com, LLC had not been
25 registered under the Franchise Investment Law and was not exempted under Chapter 1, beginning
26 with Corporations Code section 31100, of that law. The California Corporations Commissioner
27 issued an order to Cash Now.com, LLC pursuant to Corporations Code section 31402 on March 30,
28

1 2004 to require it to desist and refrain from the further offer or sale of those franchises unless and
2 until the offer has been duly registered under the Franchise Investment Law.

3
4 16. Cash Now-USA.Com, Inc. has been and currently is offering securities to residents of
5 the state of California in issuer transactions from its websites and through related communications.
6 The securities are in the form of promissory notes yielding purported monthly income payments at
7 the rate of 12% to 24% per year from the factoring of its franchisees' receivables which are in the
8 form of payday loans. The investments are explained at a company website page titled "Investment
9 Info" at www.cashnow.com/cn_invinfoshtml. They were further explained by a company
10 representative in an email to a prospective California investor in October of 2003 as follows:

11
12 "Basically if you invest 25 thousand dollars we will give you 20% per annum. Anything over
13 100 thousand dollars we would give you 22%. Anything above that would be [sic] have to be
14 discussed. We provide you with 12 post dated checks all at once. The terms for your
15 investment would mature in one year, at that point you could decide whether to leave it with
16 Cash Now or pull out your investment. All of our investments are registered with the
17 government and we provide you with a promissory note."

18
19 17. Although Cash Now-USA.Com, Inc. and its personnel represent that the investments "are
20 registered with the government," in fact they are not registered with the California Corporations
21 Commissioner. The Department of Corporations has not issued a permit or other form of
22 qualification authorizing any person to offer and sell these securities in this state. The California
23 Corporations Commissioner issued an order to Cash Now-USA.Com, Inc. pursuant to Corporations
24 Code section 25532 on March 4, 2004 to require it to desist and refrain from the unlawful offer and
25 sale of the securities in California.

26
27 Based upon the foregoing findings, the California Corporations Commissioner is of the
28 opinion that:

- 1 (1) franchise applicant Cash Now.com, LLC, its CEO and managing member Miro Zecevic,
2 and its affiliate Cash Now-USA.Com, Inc., have failed to comply with the provisions of
3 the Franchise Investment Law within the meaning of Corporations Code section 31115(a)
4 by selling six unregistered franchises in California in violation of Corporation Code
5 sections 31110 and 31201;
- 6 (2) the offer or sale of franchises pursuant to the pending applications of Cash Now.com,
7 LLC and Cash Now Plus.com, LLC would constitute misrepresentations to, or deceit or
8 fraud of the purchasers within the meaning of Corporations Code section 31115(b) based
9 upon the prior sales of unregistered franchises by franchise applicant Cash Now.com,
10 LLC, its CEO and managing member Miro Zecevic, and its affiliate Cash Now-USA.com,
11 Inc., in that most or all of those sales were made by means of concealment of
12 administrative orders previously issued against those persons and their affiliates by
13 regulatory agencies in other states; and
- 14 (3) Miro Zecevic is a person identified in the franchise applications of Cash Now.com, LLC
15 and Cash Now Plus.com, LLC as well as the CEO and managing member of those two
16 franchise applicants, and is also subject to currently effective restrictive orders within the
17 meaning of Corporations Code section 31115(d)(4), and that involvement of Miro
18 Zecevic in the sale or management of franchises would create an unreasonable risk to
19 prospective franchisees within the meaning of Corporations Code section 31115(d) in that
20 Miro Zecevic has previously engaged in sales of unregistered franchises in California by
21 means of concealment of administrative orders that were previously issued against him
22 and companies of which he is a principal.

23
24 For the foregoing reasons the California Corporations Commissioner has determined that an order ///
25 ///
26 ///
27 ///

1 should be issued summarily pursuant to Corporations Code section 31115 to deny the effectiveness of
2 the franchise applications of Cash Now.com, LLC and Cash Now Plus.com, LLC.

3

4 Dated: April 2, 2004
5 Los Angeles, California

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WILLIAM P. WOOD
California Corporations Commissioner

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By _____
KAREN PATTERSON
Supervising Counsel
Enforcement and Legal Services

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

TO: Miro Zecevic, CEO and Managing Member
Cash Now.com, LLC
Cash Now Plus.com, LLC
2005 Easton Road
Doylestown, PA 18901

Miro Zecevic, CEO and Managing Member
Cash Now.com, LLC
Cash Now Plus.com, LLC
3100 Steeles Avenue East, Suite 201
Toronto, Ontario L3R 8T9 Canada

STOP ORDER DENYING EFFECTIVENESS OF FRANCHISE REGISTRATION

(Corporations Code section 31115)

The California Corporations Commissioner finds that:

1. Cash Now.com, LLC is a Delaware limited liability company that was formed on May 15, 2003. Its head office is located at 3100 Steeles Avenue East, Suite 201, Toronto, Ontario, L3R 8T9, Canada. Cash Now.com, LLC formerly maintained a regional office in the United States at 8260 Greensboro Drive, Suite 550, McClean, Virginia 22102. As of January 26, 2004, its regional office in the United States has been moved to 2005 Easton Road, Doylestown, PA 18901. Cash Now.com, LLC is engaged in business activities relating to the franchising of Cash Now businesses. Cash Now businesses are retail outlets which offer small, short-term consumer loans (so-called “payday loans”), money transfers, money wiring and walk-in credit applications.

1 2. Cash Now Plus.com, LLC is a Delaware limited liability company that was formed on July
2 3, 2003. Its offices are located at the same addresses as those of Cash Now.com, LLC, with which it
3 is affiliated. Cash Now Plus.com, LLC is engaged in business activities relating to the franchising of
4 Cash Now Plus businesses. Cash Now Plus businesses are retail outlets which offer small, short-term
5 consumer loans (so-called “payday loans”), check cashing, money transfers, money wiring, mail box
6 rentals, overnight delivery, tax return preparation, bill payment, fax, photo copying, walk-in credit
7 applications, credit card applications and secured credit cards.

8
9 3. Cash Now-USA.Com, Inc. and Cash Now, Inc. are affiliates of Cash Now.com, LLC and
10 Cash Now Plus.com, LLC. Their offices are located at the same addresses as those of Cash
11 Now.com, LLC and Cash Now Plus.com, LLC.

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13 4. Cash Now.com, LLC, Cash Now Plus.com, LLC, Cash Now-USA.com, Inc., Cash Now,
14 Inc. and their other affiliates maintain websites at URLs including www.cashnow.com,
15 www.cashnow-usa.com, www.cashnowplusllc.us, www.cashnowllc.us, www.cashnowamerica.com,
16 and www.paydayloanbusiness.com. They claim to own a unique system for opening and operating
17 businesses to provide payday loans and related services.

18
19 5. Miro Zecevic is the chief executive officer of Cash Now.com, LLC, Cash Now Plus.com,
20 LLC, Cash Now-USA.com, Inc. and Cash Now, Inc. He is also the managing member of Cash
21 Now.com, LLC and Cash Now Plus.com, LLC.

22
23 6. On November 22, 2002, Cash Now-USA.Com, Inc. and its affiliate Cash Now Fransys Inc.
24 received a cease and desist letter from the State of Washington, Department of Financial Institutions,
25 Securities Division, demanding that they immediately cease directing offers of franchises to
26 Washington residents by means of the Internet.

1 7. On November 25, 2002, Cash Now-USA.Com, Inc. and its affiliate Cash Now Fransys Inc.
2 received a cease and desist letter from the State of Washington, Department of Financial Institutions,
3 Securities Division, demanding that they immediately cease making offers of unregistered securities
4 to Washington residents.

5
6 8. On August 5, 2003, the Division of Securities of the Wisconsin Department of Financial
7 Institutions issued a summary Order of Prohibition to Cash Now-USA.Com, Inc. and its affiliates and
8 controlling persons to prohibit them from making any further offers or sales of franchises unless and
9 until the franchises were registered under Wisconsin law. The order was based upon a finding that
10 Cash Now-USA.Com, Inc. had made a sale of an unregistered Cash Now franchise to a Wisconsin
11 resident in approximately October-November, 2002.

12
13 9. During 2003 the Office of the Illinois Attorney General issued a Notice of Violation to
14 Cash Now, Inc. relating to its sale of an unregistered franchise in Illinois. Pursuant to that Notice of
15 Violation, Cash Now, Inc. paid a fine of \$1,500.

16
17 10. On August 11, 2003 the Securities Department of the Illinois Secretary of State issued a
18 Temporary Order of Prohibition to Cash Now, Inc. prohibiting it from selling securities in Illinois or
19 from Illinois.

20
21 11. On or about October 23, 2003, Cash Now Plus.com, LLC filed an application pursuant to
22 Corporations Code section 31111 for registration of an offer to sell Cash Now Plus franchises in
23 California.

24
25 12. On or about November 3, 2003, Cash Now.com, LLC filed an application pursuant to
26 Corporations Code section 31111 for registration of an offer to sell Cash Now franchises in
27 California.

1 13. During the period of approximately January through September of 2003, Cash Now-
2 USA.Com, Inc. sold Cash Now or Cash Now Plus franchises to at least five residents of California.
3 Each of the five California residents purchased a franchise to operate a Cash Now or Cash Now Plus
4 business in California. The franchises sold by Cash Now-USA.com, Inc. were substantially similar
5 to the Cash Now and Cash Now Plus franchises which Cash Now.com, LLC and Cash Now
6 Plus.com, LLC have applied to sell in California. One of the five prospective franchise purchasers
7 received a letter dated January 23, 2003 signed by Miro Zecevic, CEO, inviting him to make a formal
8 application to become a Cash Now franchisee.

9
10 14. The offer and sale of franchises by Cash Now-USA.Com, Inc. in California was not
11 registered under the Franchise Investment Law and was not exempted under Chapter 1, beginning
12 with Corporations Code section 31100, of that law. The franchise purchasers were not told of the
13 prior administrative actions that had been taken against Cash Now-USA.Com, Inc. and its affiliates
14 by other states.

15
16 15. In November, 2003, Cash Now.com, LLC sold a Cash Now franchise to a resident of
17 California. At the time of that sale the offer of franchises by Cash Now-USA.com, LLC had not been
18 registered under the Franchise Investment Law and was not exempted under Chapter 1, beginning
19 with Corporations Code section 31100, of that law.

20
21 16. Cash Now-USA.Com, Inc. has been and currently is offering securities to residents of
22 the state of California in issuer transactions from its websites and through related communications.
23 The securities are in the form of promissory notes yielding purported monthly income payments at
24 the rate of 12% to 24% per year from the factoring of its franchisees' receivables which are in the
25 form of payday loans. The investments are explained at a company website page titled "Investment
26 Info" at www.cashnow.com/cn_invinfoshtml. They were further explained by a company
27 representative in an email to a prospective California investor in October of 2003 as follows:
28

1 “Basically if you invest 25 thousand dollars we will give you 20% per annum. Anything over
2 100 thousand dollars we would give you 22%. Anything above that would be [sic] have to be
3 discussed. We provide you with 12 post dated checks all at once. The terms for your
4 investment would mature in one year, at that point you could decide whether to leave it with
5 Cash Now or pull out your investment. All of our investments are registered with the
6 government and we provide you with a promissory note.”
7

8 17. Although Cash Now-USA.Com, Inc. and its personnel represent that the investments “are
9 registered with the government,” in fact they are not registered with the California Corporations
10 Commissioner. The Department of Corporations has not issued a permit or other form of
11 qualification authorizing any person to offer and sell these securities in this state.
12

13 Based upon the foregoing findings, the California Corporations Commissioner is of the
14 opinion that persons identified in the applications of Cash Now.com, LLC and Cash Now Plus.com,
15 LLC are subjects of currently effective injunctive and restrictive orders relating to business activity
16 within the meaning of Corporations Code section 31115(d)(4) as a result of actions brought by public
17 agencies in Wisconsin, Washington and Illinois. The California Corporations Commissioner is of the
18 further opinion that the involvement of those persons, including Miro Zecevic, in the sale or
19 management of the franchises that are the subjects of the pending applications of Cash Now.com,
20 LLC and Cash Now Plus.com, LLC would create an unreasonable risk to prospective franchisees
21 within the meaning of Corporations Code section 31115(d) in that an affiliate of Cash Now.com,
22 LLC and Cash Now Plus.com, LLC has previously sold five unregistered franchises to residents of
23 California without informing the purchasers of prior regulatory actions taken against the affiliate, its
24 affiliates, and employees of the affiliate including Miro Zecevic. The California Corporations
25 Commissioner is of the further opinion that applicant Cash Now.com, LLC failed to comply with the
26 provisions of the Corporate Securities law when it sold an unregistered Cash Now franchise to a
27 California resident in November of 2003.
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Pursuant to section 31115(a), (b) and (d) of the Corporations Code, the effectiveness of the franchise registrations that are the subjects of the pending applications of Cash Now.com, LLC and Cash Now Plus.com, LLC is hereby denied.

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: April 2, 2004
Los Angeles, California

WILLIAM P. WOOD
California Corporations Commissioner

By _____
ALAN WEINGER
Supervising Counsel
Enforcement and Legal Services