

BEFORE THE
DIVISION OF SECURITIES
DEPARTMENT OF FINANCIAL INSTITUTIONS
STATE OF WISCONSIN

In the Matter of
RESOURCE DEVELOPMENT INTERNATIONAL, LLC, and
DAVID E. EDWARDS,

PETITION FOR ORDER

Respondents.

File No. S-02002(EX)

The staff of the Enforcement Unit, Registration & Enforcement Section, of the Division of Securities, Department of Financial Institutions, State of Wisconsin has conducted an investigation in this matter pursuant to sec. 551.56, Wis. Stats. and as a result thereof alleges as follows:

1. Resource Development International, LLC (hereinafter referred to as "RDI") is a Nevada limited liability company with a last known business address of 251 Jeanell Drive, Suite 3, Carson City, Nevada 89703;
2. David E. Edwards (hereinafter referred to as "Edwards") is an individual, who, upon information and belief, at all times material hereto was the owner and controlling person of RDI;
3. Edwards has a date of birth of October 8, 1957 and a CRD number of 2200092, and upon information and belief was licensed as a securities agent from 1991 to 1998, and has a last known home address of 4031 Alturas W., Tacoma, Washington 98466, and a last known business address at that of RDI;
3. Upon information and belief, during the period of 2000, RDI and Edwards offered and sold to at least one person in Wisconsin interests in so-called high yield bank-trading programs (hereinafter referred to as "the programs");
4. The investment is described in two documents entitled "Joint Venture Agreement" provided by the person in Wisconsin to the Division, signed by the person in Wisconsin and Edwards, the Joint Venture Manager, on behalf of RDI on February 9, 2000 and May 8, 2000;
5. According to the Joint Venture Agreement documents referred to above, "...the JV MANAGER has knowledge of investment programs, loan sources and associated consultants to effect an International Restricted Private Placement Program, ..." and "...the Investor by separate agreement has its own investment of funds..." "...the JV MANAGER and INVESTOR desire to enter into this CONTRACT for the purpose of initiating a Restricted Private Placement Program.;"
6. Upon information and belief, investors will play a passive role in the programs with no duties and responsibilities;
7. Upon information and belief, each investor will not be involved in the day-to-day management of the programs, since there are too many investors for them to each have any meaningful input, they do not have the expertise or experience necessary to perform its duties and the contract gives all responsibilities to RDI;
8. Since the investors will be involved in a common enterprise with the expectation of profits to be derived from the essential managerial efforts of others, the investments in the programs offered by the respondents are investment contracts as defined by section DFI-Sec.

1.02(6)(a), Wis. Adm. Code, and are therefore securities as defined by sec. 551.02(13), Wis. Stats.;

9. The investment contracts have never been registered for offer and sale in Wisconsin pursuant to Ch. 551, Wis. Stats.;

10. The Respondents have violated sec. 551.21(1), Wis. Stats., by offering and selling unregistered securities in Wisconsin; and

11. The Staff of the Division of Securities sent an inquiry letter to Edwards at RDI dated January 2, 2002, for information and documents concerning their securities-related transactions with persons in Wisconsin, but to date have received no response.

Therefore, the staff of the Enforcement Unit petitions the Administrator of the Division of Securities for the issuance of the attached Order pursuant to Ch. 551, Wis. Stats.

Mark E. Dorman 2-22-02
 Mark E. Dorman Date
 Examiner
 Enforcement Unit

David A. Cohen 2/23/02
 David A. Cohen Date
 Supervising Attorney
 Enforcement Unit

BEFORE THE
DIVISION OF SECURITIES
DEPARTMENT OF FINANCIAL INSTITUTIONS
STATE OF WISCONSIN

In the Matter of
RESOURCE DEVELOPMENT INTERNATIONAL, LLC,

ORDER OF PROHIBITION
AND REVOCATION
(SUMMARY)

Respondent.

File No. S-02002(EX)

Based upon the attached Petition for Order I have reason to believe that unregistered securities have been offered or sold in Wisconsin in violation of Ch. 551, Wis. Stats., and that any further offer or sale of unregistered securities by or on behalf of the Respondent would be fraudulent to purchasers, and I find that this action is necessary and appropriate in the public interest and for the protection of investors;

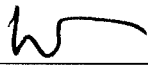
Therefore, pursuant to secs. 551.24(2), 551.60(2)(a) and 551.63, Wis. Stats.,

IT IS ORDERED THAT:

- a. Resource Development International, LLC, its successors, affiliates, controlling persons, officers, agents, servants, employees, and every entity and person directly or indirectly controlled or organized by or on its behalf, are prohibited from making or causing to be made to any person or entity in Wisconsin any further offers or sales of securities unless and until such securities are registered under Ch. 551, Wis. Stats., or successor statute.
- b. All exemptions from registration set forth at Ch. 551, Wis. Stats., or successor statute, that might otherwise apply to any offer or sale of any security of or by Resource Development International, LLC, its successors, affiliates, controlling persons, and every entity and person directly or indirectly controlled or organized by or on its behalf, are hereby revoked.

EXECUTED at Madison, Wisconsin, this 27th day of February, 2002.

(SEAL)



Patricia D. Struck
Administrator
Division of Securities

NOTICE:

Under sec. 551.61(2), Wis. Stats., within thirty (30) days after any Order has become effective without a hearing, any interested party may file a written request with the Administrator of the Division of Securities for a hearing in respect to any matters determined by the Order. A request for hearing shall be in the form of a petition for hearing and shall, under section SEC 8.01, Wis. Adm. Code, plainly admit or deny each specific allegation, finding, or conclusion in the Order and incorporated papers (unless the petitioner lacks sufficient knowledge or information to permit an admission or denial, in which case the petition shall so state, and such statement shall have the effect of a denial), and shall state all affirmative defenses.

You are advised that any wilful violation of an Order issued by the Administrator of the Division of Securities of the State of Wisconsin Department of Financial Institutions under Ch. 551, Wis. Stats., is a criminal offense punishable under the provisions of sec. 551.58, Wis. Stats.

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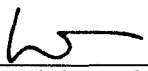
Therefore, pursuant to secs. 551.24(2), 551.60(2)(a) and 551.63, Wis. Stats.,

IT IS ORDERED THAT:

- a. David E. Edwards, his agents, servants, employees, and every entity and person directly or indirectly controlled or organized by or on his behalf, are prohibited from making or causing to be made to any person or entity in Wisconsin any further offers or sales of securities unless and until such securities are registered under Ch. 551, Wis. Stats., or successor statute.
- b. All exemptions from registration set forth at Ch. 551, Wis. Stats., or successor statute, that might otherwise apply to any offer or sale of any security of or by David E. Edwards, his agents, servants, employees, and every entity and person directly or indirectly controlled or organized by or on his behalf, are hereby revoked.

EXECUTED at Madison, Wisconsin, this 27th day of February, 2002.

(SEAL)



Patricia D. Struck
Administrator
Division of Securities

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