

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

In the Matter of
INTERCONTINENTAL TRAVEL SERVICES, INC.,
MARK A. THOMAS, and
TODD W. HANSON,

PETITION FOR ORDER

Respondents.

File No. S-01265(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. Upon information and belief, Intercontinental Travel Services, Inc. ("ITS") is a foreign business entity with last known business addresses of 5503 Green Valley Drive, Suite 200, Minneapolis, Minnesota 55437 and 2709 Water Ridge Parkway, Suite 450, Charlotte, North Carolina 28217;
2. Upon information and belief, Mark A. Thomas ("Thomas") is the Chairman and CEO of ITS with last known business addresses of ITS;
3. Upon information and belief, Todd W. Hanson ("Hanson") is an individual with a last known home address at 8045 159th Street W, Apple Valley, Minnesota 55124;
4. Upon information and belief, during the period of at least 1999, Hanson, on behalf of ITS and Thomas, offered and sold to at least 11 persons in Wisconsin investments in stock of ITS;
5. The stock of ITS as described above are securities as that term is defined by DFI-Sec 1.02(6)(a), Wis. Adm. Code and are therefore securities pursuant to sec. 551.02(13)(a), Wis. Stats.;
6. The stock of ITS has never been registered for offer and sale in Wisconsin pursuant to Ch. 551, Wis. Stats.;
7. ITS, Thomas and Hanson have violated sec. 551.21(1), Wis. Stats., by offering and selling unregistered securities in Wisconsin;
8. In connection with the offer and sale of the securities described above, Hanson transacted business in Wisconsin as an "agent" for ITS and Thomas as that term is defined by sec. 551.02(2), Wis. Stats.;
9. At no time has Hanson been licensed as a securities agent to sell the securities of ITS pursuant to Ch. 551, Wis. Stats.;
10. Hanson has violated sec. 551.31(1), Wis. Stats., by transacting business in Wisconsin as a securities agent without a license; and
11. ITS and Thomas have violated sec. 551.31(2), Wis. Stats., by employing Hanson as an unlicensed agent to represent them in Wisconsin.

med

 3/12/02

Date

David A. Cohen
Supervising Attorney
Enforcement Unit

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

In the Matter of
INTERCONTINENTAL TRAVEL SERVICES, INC.,

ORDER OF PROHIBITION
(CONSENT)

Respondent.

File No. S-01265(EX)

Based upon the attached Petition for Order and Waiver and Consent to Order I find that this action is necessary and appropriate in the public interest and for the protection of investors;

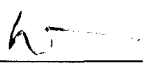
Therefore, pursuant to sec. 551.63, Wis. Stats.,

IT IS ORDERED THAT:

- a. Intercontinental Travel Services, Inc., 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, or properly exempted therefrom.
- b. Intercontinental Travel Services, Inc., its successors, affiliates, controlling persons, officers, agents, servants, employees, and every entity and person directly or indirectly controlled or hereafter organized by or on its behalf, are prohibited from employing an agent to represent them in Wisconsin unless the agent is licensed under Ch. 551, Wis. Stats., or successor statute, or excepted from the licensing requirement.

EXECUTED at Madison, Wisconsin, this 26th day of March, 2002.

(SEAL)



Patricia D. Struck
Administrator
Division of Securities

NOTICE

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

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

In the Matter of
INTERCONTINENTAL TRAVEL SERVICES, INC.,

Respondent.

WAIVER AND CONSENT
TO ORDER

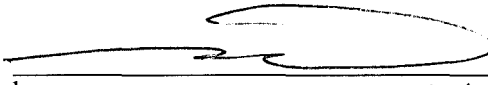
File No. S-01265(EX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order, hereby waives its right to a hearing with respect to this matter and hereby consents to the issuance of the Order;

The undersigned Respondent understands that the Order is effective when signed by the Administrator of the Division of Securities and that a willful violation of an Order signed by the Administrator is a criminal offense.

EXECUTED this 05 day of MARCH, 2002.

INTERCONTINENTAL TRAVEL
SERVICES, INC.,


by MARK A. THOMAS
CHAIRMAN
(Type name and title)

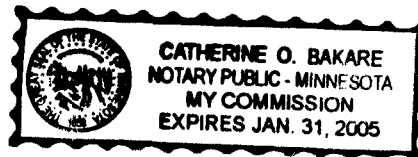
State of MN
County of HENNEPIN)

Subscribed before me this

5TH day of MARCH, 2002.


Notary Public BAKARE

My commission expires JAN 31, 2005



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

In the Matter of
MARK A. THOMAS,

Respondent.

ORDER OF PROHIBITION
(CONSENT)

File No. S-01265(EX)

Based upon the attached Petition for Order and Waiver and Consent to Order I find that this action is necessary and appropriate in the public interest and for the protection of investors;

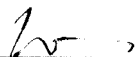
Therefore, pursuant to sec. 551.63, Wis. Stats.,

IT IS ORDERED THAT:

- a. Mark A. Thomas, 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, or properly exempted therefrom.
- b. Mark A. Thomas, his agents, servants, employees, and every entity and person directly or indirectly controlled or hereafter organized by or on his behalf, are prohibited from employing an agent to represent them in Wisconsin unless the agent is licensed under Ch. 551, Wis. Stats., or successor statute, or excepted from the licensing requirement.

EXECUTED at Madison, Wisconsin, this 20th day of March, 2002.

(SEAL)



Patricia D. Struck
Administrator
Division of Securities

NOTICE

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

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

In the Matter of

MARK A. THOMAS,

Respondent.

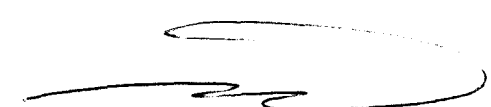
WAIVER AND CONSENT
TO ORDER

File No. S-01265 (EX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order in the above-referenced matter, hereby waives his right to a hearing with respect to this matter and hereby consents to the issuance of the Order;

The undersigned Respondent understands that the Order is effective when signed by the Administrator of the Division of Securities and that a willful violation of an Order signed by the Administrator is a criminal offense.

EXECUTED this 25 day of MARCH, 2002.


MARK A. THOMAS
(DOB 09-30-1959)

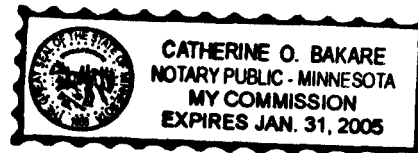
State of MN
County of HENNEPIN)

Subscribed before me this

5TH day of MARCH, 2002.



Notary Public MN



My commission expires JAN 31, 2005

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

In the Matter of
TODD W. HANSON,

Respondent.

ORDER OF PROHIBITION
(CONSENT)

File No. S-01265(EX)

Based upon the attached Petition for Order and Waiver and Consent to Order I find that this action is necessary and appropriate in the public interest and for the protection of investors;

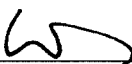
Therefore, pursuant to sec. 551.63, Wis. Stats.,

IT IS ORDERED THAT:

- a. Todd W. Hanson, 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, or properly exempted therefrom.
- b. Todd W. Hanson, his agents, servants, employees, and every entity and person directly or indirectly controlled or hereafter organized by or on his behalf, are prohibited from employing an agent to represent them in Wisconsin unless the agent is licensed under Ch. 551, Wis. Stats., or successor statute, or excepted from the licensing requirement.

EXECUTED at Madison, Wisconsin, this 25th day of March, 2002.

(SEAL)



Patricia D. Struck
Administrator
Division of Securities

NOTICE

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

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

In the Matter of

WAIVER AND CONSENT
TO ORDER

TODD W. HANSON,

Respondent.

File No. S-01265 (EX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order in the above-referenced matter, without admitting or denying the allegations against him in the Petition For Order attached to the Order, hereby waives his right to a hearing with respect to this matter and hereby consents to the issuance of the Order;

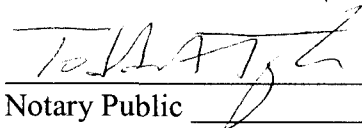
The undersigned Respondent understands that the Order is effective when signed by the Administrator of the Division of Securities and that a willful violation of an Order signed by the Administrator is a criminal offense.

EXECUTED this 25 day of February, 2002.


TODD W. HANSON
(DOB 04/05/1952)

State of Minnesota)
County of Hennepin)

Subscribed and sworn to before me this
25 day of February, 2002.


Notary Public

My commission expires 1/31/05

