

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

In the Matter of
UNIVERSAL LUXURY COACHES, LLC,
SCOTT W. SPOR, and
STEVEN G. ROSS,

PETITION FOR ORDER

Respondents.

File No. S-03153(EX)

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

1. Universal Luxury Coaches, LLC is a Delaware Limited Liability Company with a last known business address of 4441 Orange Boulevard, Sanford, FL 32771;
2. Scott W. Spor, ("Spor") is an individual who at all times material hereto has been an owner, officer and/or controlling person of Universal Luxury Coaches, LLC with a last known business address at that of Universal Luxury Coaches, LLC;
3. Steven G. Ross ("Ross") is an individual whose year of birth is 1956, is licensed in Wisconsin as an insurance agent, and who at all times material hereto has been an agent of Universal Luxury Coaches, LLC and Spor, with a last known home address of 7769 Rustic Road, Boulder Junction, WI 54512-0821;
4. During the period of 2003, Ross, on behalf of Universal Luxury Coaches, LLC and Spor, offered and sold to at least six persons in Wisconsin the Universal Luxury Lease Plan memberships of Universal Luxury Coaches, LLC;
5. According to the Lease received and signed by at least three of the persons in Wisconsin, referred to in Paragraph 4, the persons in Wisconsin will lease a motor coach (e.g. bus) from Universal Luxury Coaches, LLC for a period of time each year based on the amount invested by the persons in Wisconsin;
6. According to a letter of Ross dated June 30, 2003, to staff of the State of Wisconsin, Department of Financial Institutions, Division of Securities, Bureau of Registration & Enforcement ("the Division of Securities"), "... I have presented this program as a timeshare, with options to use this leased vehicle, or rent your (sic) points to receive rental income. It has been offered as a timeshare program with a rental income option. At no time has this program been presented as a guaranteed investment program or as a registered security. ...";
7. According to the "Affinity Rental Program Agreement" signed by at least three of the persons in Wisconsin, referred to in Paragraph 4, "...B. Payments: Lease Interest Owner is entitled to \$8.33 per month per \$1,000 of Purchased (sic) plan points that are assigned above (Section 4.014 of LEASE). Said amount shall be payable on the fifteenth (15th) day of each month. ...";
8. According to statements of three of the persons in Wisconsin, referred to in Paragraph 4, to staff of the Division of Securities, each person will not be involved in the use of the motor coach leased through the Universal Luxury Lease Plan membership, and they do not have the

expertise or experience necessary to operate the motor coach, but instead they will rely on Universal Luxury Coaches, LLC to rent the motor coach to others and provide to the persons in Wisconsin the return on investment as referred to in Paragraph 7;

9. Upon information and belief, investors in the Universal Luxury Lease Plan memberships can play a passive role with no duties and responsibilities;

10. 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 Universal Luxury Lease Plan memberships, as offered and sold by Universal Luxury Coaches, LLC, Spor and Ross ("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.;

11. The Universal Luxury Lease Plan membership investment contracts have never been registered for offer and sale in Wisconsin pursuant to Ch. 551, Wis. Stats.;

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

13. In connection with the offers and sales of the securities described in Paragraph 4, Ross transacted business in Wisconsin as an "agent" for Universal Luxury Coaches, LLC and Spor, as that term is defined by sec. 551.02(2), Wis. Stats.;

14. At no time material hereto has Ross been licensed as a securities agent pursuant to Ch. 551, Wis. Stats.;

15. Ross has violated sec. 551.31(1), Wis. Stats., by transacting business in Wisconsin as a securities agent without a license;

16. Universal Luxury Coaches, LLC and Spor have violated sec. 551.31(2), Wis. Stats., by employing an unlicensed agent to represent them in Wisconsin;

17. On April 15, 2003, the State of Pennsylvania Securities Commission issued a Summary Order to Cease and Desist, Administrative Proceeding Docket No. 2003-04-16, against Universal Luxury Coaches, LLC, et al., and alleged, among other things, that Universal Luxury Coaches, LLC, et al., engaged in practices which violated the anti-fraud provision of the Pennsylvania Securities Act of 1972;

18. In connection with the offer and sale of the securities described in Paragraph 4, Respondents Universal Luxury Coaches, LLC and Spor omitted to disclose the issuance of the order referred to in Paragraph 17, and failed to direct or cause their agent, Respondent Ross, to disclose such order; Respondent Ross, as a former securities agent, should have known of the need to disclose material facts and should have so advised his principal, Respondents Universal Luxury Coaches, LLC and Spor;

19. Respondents Universal Luxury Coaches, LLC and Spor have violated sec. 551.41(2), Wis. Stats., by not disclosing a material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading, in connection with the offer and sale of securities to persons in Wisconsin;

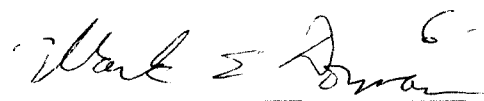
20. Ross told staff of the Division of Securities that he made the sales to the latter three of the six persons in Wisconsin, referred to in Paragraph 4, only after communicating with the staff of the Division of Securities, in a letter dated June 30, 2003, that he hopes "to continue to offer this program to residents of Wisconsin after appropriate review and approval of the State of Wisconsin." because he was given approval by Universal Luxury Coaches, LLC;

21. Ross and Spor of Universal Luxury Coaches, LLC made the sales to the latter three persons in Wisconsin, referred to in Paragraph 4, despite being told by staff of the Division of Securities of their and Universal Luxury Coaches, LLC's possible violations of the licensing, registration and anti-fraud provisions of Ch. 551, Wis. Stats. to the first three persons in Wisconsin who invested in the Plan; and

22. The staff of the Bureau of Registration & Enforcement contacted Ross to request information and documents concerning his securities-related transactions about those latter three sales, referred to in Paragraphs 20 and 21 above, but Mr. Ross did not respond to the staff's oral and written requests for information and documents about those three additional sales; and

23. Universal Luxury Coaches, LLC and Spor made rescission offers to the six persons in Wisconsin referred to in Paragraph 4 above, and repaid the amounts invested by two persons who elected to have their investments repaid.

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

 6-29-04
 Mark E. Dorman Date
 Examiner

 7/1/04
 David A. Cohen Date
 Supervising Attorney

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

In the Matter of
UNIVERSAL LUXURY COACHES, LLC,

ORDER OF PROHIBITION
AND REVOCATION
(SUMMARY)

Respondent.

File No. S-03153(EX)

Based upon the attached Petition for Order I have reason to believe that unregistered securities have been offered or sold in Wisconsin by an unlicensed person 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 (b) and 551.63, Wis. Stats.,

IT IS ORDERED THAT:

- a. Universal Luxury Coaches, 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 qualify as covered securities or 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 Universal Luxury Coaches, 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.
- c. Universal Luxury Coaches, LLC, 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 violating sec. 551.41, Wis. Stats., or successor statute.
- d. Universal Luxury Coaches, LLC, 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 14~~th~~ day of July, 2004.

(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 willful 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.

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

In the Matter of
SCOTT W. SPOR,

ORDER OF PROHIBITION
AND REVOCATION
(SUMMARY)

Respondent.

File No. S-03153(EX)

Based upon the attached Petition for Order I have reason to believe that unregistered securities have been offered or sold in Wisconsin by an unlicensed person 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 (b) and 551.63, Wis. Stats.,

IT IS ORDERED THAT:

- a. Scott W. Spor, 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 qualify as covered securities or 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 Scott W. Spor, his agents, servants, employees, and every entity and person directly or indirectly controlled or organized by or on his behalf, are hereby revoked.
- c. Scott W. Spor, his agents, servants, employees, and every entity and person directly or indirectly controlled or organized by or on his behalf, are prohibited from violating sec. 551.41, Wis. Stats., or successor statute.
- d. Scott W. Spor, his agents, servants, employees, and every entity and person directly or indirectly controlled or 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 14th day of July, 2004.

(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 willful 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.

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

In the Matter of
STEVEN G. ROSS,

WAIVER AND CONSENT
TO ORDER

Respondent.

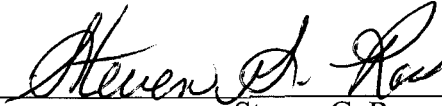
File No. S-03153EX)

The undersigned Respondent, having decided not to contest the issuance of the attached 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 18 day of JUNE, 2004.

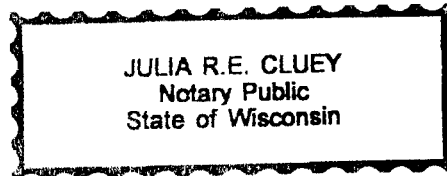
STEVEN G. ROSS

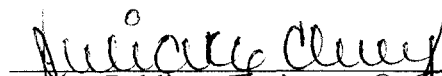


Steven G. Ross
(DOB 3-1-56)

State of WI)
County of Vilas)

Subscribed before me this
18 day of June, 2004.




Notary Public Julia R.E. Cluey

My commission expires Sept 02, 2005

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

In the Matter of
STEVEN G. ROSS,

ORDER OF PROHIBITION
AND REVOCATION
(CONSENT)

Respondent.

File No. S-03153(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;

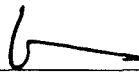
Therefore, pursuant to sec. 551.63, Wis. Stats.,

IT IS ORDERED THAT:

- a. Steven G. Ross, 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 qualify as covered securities or 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 Steven G. Ross, his, agents, servants, employees, and every entity or person directly or indirectly controlled or organized by or on his behalf, are hereby revoked.
- c. Steven G. Ross is prohibited from transacting business as a securities agent in Wisconsin unless licensed under Ch. 551, Wis. Stats., or successor statute, or excepted from the licensing requirement.

EXECUTED at Madison, Wisconsin, this 14th day of July, 2004.

(SEAL)



Patricia D. Struck
Administrator
Division of Securities

NOTICE

You are advised that any willful 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.