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Utah Department of Commerce
Division of Securities

Jason K Brent
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Layton, Utah 84040
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Attn: Pam Radzinski
Jeff Buckner
Ref: order to show cause Docket # sd-07-0046, sd-07-0047, sd-07-0048

IN THE MATTER OF:

ICE NIGHTCLUB, L.L.C.;
INVESTMENT CAPITALISTS L.L.C.;
JASON KING BRENT

STATEMENTS OF JURISDICTION

1.False. Jason did not directly or indirectly violate any rules of code 61-1-1. Jason and the Cantu family have been close friends for over 20 years. We often have open discussions, including family,work, business etc. There was never a scheme,deceit or false statement used on A.C. or M.C.

STATEMENTS OF FACTS

2. ICE NIGHTCLUB L.L.C. status is inactive.
3. True.
4.True

GENERAL ALLEGATIONS

5. False. Jason has been a family friend of the Cantu family for nearly 20 years. Through normal conversations with the family Jason mentioned how he was in the process of opening a nightclub. Jason had never offered an investment opportunity. Jason already had necessary capital to operate the private club. A.C. and M.C. were interested in being involved. They knew of some of my current success and were probably excited to see how they could be more involved with me.

6. False. Jason did not tell A.C. and M.C. that he needed their money as short-term funds to finish club improvements.

7.False. Jason did not make that arrangement. A.C. and M.C. often asked Jason about some of his business ventures and their profits. A.C. would often ask in speculation, what he would like to see as a return.

8.False. Jason told A.C. and M.C. that monies given to Ice Nightclub L.L.C. would be paid back upon the success of the private club.

9. False. Jason had a close relationship with the Cantus. There is a mutual respect people build for one another. Ice Nightclub was not doing well shortly after opening. Jason mentioned if anything went wrong he would do his best to help out A.C.

10. (A) False. Since Jason, A.C. and M.C. were never aware that any of this would be considered an investment contract,or that this was considered a security, underneath the securities act, it never crossed anyones mind at the time to offer a prospectus or even ask for one. There was no attempt to violate the law. Securities has many rules and regulations.Jason did not have an everyday working knowledge of them.
(B) During conversations with the Cantus' , I was never asked for my Credit rating or outstanding judgments. We spoke freely to one another, as longtime friends do. They were aware that I have had negative hits to my credit in the past.

11. true
12. I cannot deny or confirm dates or monies given.
13. Jason met A.C. at Key Bank, received a Cashiers check in amount of $20000.
14. I recall an amount of $6000. but not $2000.
15. I cannot deny or confirm dates or monies given.
16.False. There was not a formal arrangement or timeline for repayment.Our arrangements had much wiggle room
17. False. A.C. tried to pin Jason to a time line. Business did not go as plan and A.C. now demanded payment, when prior to this, payment was not an immediate concern.
18. False. refer to above.
19. Do not have exact amount at the moment. Monies were paid out that totaled close to

$11,100.00

20. To the best of my knowledge, M.C. is owed money, I cannot confirm the exact amount at this time.

8-1-07