BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH

IN THE MATTER OF: **EARN AS YOU LEARN, INC.,** **ROGER DAVID DAVIS,** **Respondents.**	**ORDER OF DISMISSAL** **Docket No. SD-12-0015** **Docket No. SD-12-0016**

Based on the request of the Division and for good cause appearing,

IT IS HEREBY ORDERED that the complaint is dismissed without prejudice. Each party will bear its own costs.

DATED this 24th day of September 2012.

UTAH DIVISION OF SECURITIES

KEITH WOODWELL, DIRECTOR

THE GREAT SEAL OF THE STATE OF UTAH
DEPARTMENT OF COMMERCE
1896
DIVISION OF SECURITIES

CERTIFICATE OF SERVICE

I certify that on the 24th day of September, 2012, I have served the foregoing ORDER OF DISMISSAL on the parties in this proceeding by mailing a copy, properly addressed by first class mail with postage prepaid, to:

PAMERLA DAVIS
c/o TROY WILSON
1555 EAST STRATFORD AVE., SUITE 100
SALT LAKE CITY, UT 84106

PAMELA DAVIS
2674 EAST 2940 SOUTH
SALT LAKE CITY, UTAH 84109

And by hand delivery to:

D. Scott Davis, Assistant Attorney General
Office of the Attorney General of Utah

Ann Skaggs, Securities Analyst
Utah Division of Securities

Julie Price
Executive Secretary

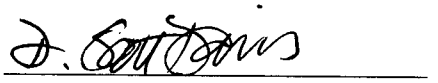
D. Scott Davis, #8934
Assistant Attorney General
MARK L. SHURTLEFF, #4666
Utah Attorney General
160 East 300 South, Fifth Floor
Box 140872
Salt Lake City, Utah 84114-0872
Telephone: (801) 366-0310
Attorneys for Plaintiff

**BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH**

IN THE MATTER OF: **EARN AS YOU LEARN, INC.,** **ROGER DAVID DAVIS,** **Respondents.**	**MOTION TO DISMISS** **Docket No. SD-12-0015** **Docket No. SD-12-0016**

The State of Utah, Department of Commerce, Division of Securities, requests that this matter be dismissed without prejudice. The Division has learned from the Respondent's daughter, Pamela Davis, that the Respondent is incapacitated due to the effects of dementia and unable to respond to the allegations in the Order to Show Cause, that he now resides in a skilled nursing facility and is essentially bedridden, and that she has been appointed his legal guardian. Exhibit A. For these reasons, the Division believes that this matter should be dismissed.

Respectfully submitted this 24th day of September, 2012.



D. Scott Davis
Assistant Attorney General
for the Utah Securities Division

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that I personally served a true and correct copy of the foregoing on this 24th day of September, 2012 to the following:

Pamela Davis Guardian for Roger David Davis 2674 East 2940 South Salt Lake City, Utah 84109	Sent via: __Hand-Delivery __Facsimile: ✓Mailed (U.S. Mail, postage prepaid) __Other: email dgriffith@keslerrust.com

D. Scott Davis

EXHIBIT A

To whom it may concern

March 09 2012

: regarding the matter of Earn as You Learn Inc., Roger David Davis (I am an unable to read the docket no. filed on the order, but it could be JD or SD or UD-12-0015 and 16)

I Pamela Davis, am the legal guardian for Roger David Davis, my father. He was diagnosed with Frontol Temporal Dementia (FTD) in April 2011. He has been in both a dementia lock down unit since this diagnosis and now finally a skilled nursing facility since December 2011. He is not able to respond to the allegations in the filing due to his cognitive state and his physical decline, he is unable to walk and bedridden approx 22 hours a day.

I have no knowledge of his dealings with Earn as You Learn.

I may be reached at 801-349-7733 as necessary.

Pamela Davis

please see attached guardian doc

UTAH ATTORNEY GENERAL'S OFFICE

MAR 12 2012

Commercial Enforcement Division

FILED
THIRD DISTRICT COURT
11 MAY 11 AM 9:08
SALT LAKE DEPARTMENT
MD
DEPUTY CLERK

Troy T. Wilson, 8906
Wilson Law Office, PC
1555 East Stratford Avenue, Suite 100
Salt Lake City, Utah 84106
(801) 467-5800
(801) 467-5170
Attorney represents Guardian & Conservator

IN THE THIRD JUDICIAL DISTRICT COURT

IN AND FOR SALT LAKE COUNTY, STATE OF UTAH

IN THE MATTER OF ROGER D. DAVIS, A Protected Person.	**LETTERS OF GUARDIANSHIP AND CONSERVATORSHIP** Case No. 113900847

1. Pamela Davis was duly appointed and qualified as guardian of the person and conservator of the estate of the above named incapacitated person on the 11th day of May, 2011, by the Court.

2. These letters are issued to evidence the appointment, qualification, and authority of the said guardian of the person and conservator of the estate.

WITNESS, my signature and the Seal of this Court this 11th day of May, 2011.

Marina
Clerk

I CERTIFY THAT THIS IS A TRUE COPY OF AN ORIGINAL DOCUMENT ON FILE IN THE THIRD DISTRICT COURT, SALT LAKE COUNTY, STATE OF UTAH.
DATE: 5-11-1
DEPUTY COURT CLERK
STATE OF UTAH THIRD DISTRICT COURT SALT LAKE CITY

STATE OF UTAH THIRD DISTRICT COURT SALT LAKE CITY