DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
160 EAST 300 SOUTH
SALT LAKE CITY, UTAH 84114-6711
Telephone: (801) 530-6628

BEFORE THE DIVISION OF SECURITIES

OF THE DEPARTMENT OF COMMERCE

OF THE STATE OF UTAH

IN THE MATTER OF	**RECOMMENDED ORDER ON DEFAULT**
INTELICLOUD HOLDINGS, INC. FILE # B01109147;	**CASE NO.** SD-13-0024
INTELICLOUD HOLDINGS, INC;	**CASE NO.** SD-13-0025
JEFFREY FRIEDERICHS,	**CASE NO.** SD-13-0026
RESPONDENTS	

BY THE PRESIDING OFFICER:

This adjudicative proceeding was initiated pursuant to March 21, 2013 notices of agency action. Responses to the accompanying petition and order to show cause were due by April 23, 2013. The notices specified that a failure to comply with the deadline for response would result in the entry of a default order against Respondents without any further notice.

An initial hearing was held on May 1, 2013. Respondents failed to appear. As of the date of this order, Respondents have not filed responses to the Division's petition and order to show cause, nor have they made any effort to participate in the proceeding. Therefore, the presiding

officer finds that, pursuant to Utah Code Ann. § 63G-4-209(1)(b) and (c), proper factual and legal bases exist for entering a default order against Respondents.

RECOMMENDED ORDER

Based on the foregoing, the presiding officer recommends that the Utah Securities Commission accept the allegations outlined in the Division's petition and order to show cause as being true, to wit:

1. That, in violation of Utah Code Ann. § 61-1-15.5 and Utah Administrative Code § R164-15-2, Respondents have failed to provide the Division with a complete and accurate notice filing regarding their offer and sale of a federal covered security;
2. That Respondents' actions, which constitute one or more violations of Utah Code Ann. § 61-1 et seq, are grounds for sanction under the Act.

The presiding officer further recommends that the Utah Securities Commission enter a default order against Respondents:

1. Suspending Respondents' offer and sale of a federal covered security;
2. Ordering Respondents to cease and desist from engaging in any further conduct in violation of Utah Code Ann. § 61-1 et seq;
3. Requiring Respondent Intelicloud Holdings, Inc. to pay a fine of $1,000 to the Utah Division of Securities; and
4. Requiring Respondent Friederichs to pay a fine of $1,000 to the Utah Division of Securities.

Finally, the presiding officer recommends that, upon entering the default order, the Utah Securities Commission dismiss any further proceedings in this case.

This recommended order shall be effective on the signature date below.

DATED this 1st day of May, 2013.

UTAH DEPARTMENT OF COMMERCE

Jennie T. Jonsson
Presiding Officer

CERTIFICATE OF DELIVERY

I hereby certify that on the 1st day of May, 2013, the undersigned hand delivered a true and correct copy of the foregoing RECOMMENDED ORDER ON DEFAULT to the following:

Utah Securities Commission
c/o Keith Woodwell, Director, Utah Division of Securities
Heber M. Wells Building, 2nd Floor
Salt Lake City, UT

DIVISION OF SECURITIES
KEITH WOODWELL, DIRECTOR
DEPARTMENT OF COMMERCE
P.O. BOX 146741
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BEFORE THE DIVISION OF SECURITIES

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IN THE MATTER OF	**ORDER ON DEFAULT**
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JEFFREY FRIEDERICHS,	**CASE NO.** SD-13-0026
RESPONDENTS	

BY THE UTAH SECURITIES COMMISSION:

The presiding officer's May 1, 2013 recommended order on default in this matter is hereby approved, confirmed, accepted, and entered by the Utah Securities Commission.

ORDER

Respondents' offer and sale of a federal covered security is hereby suspended.

Respondents are hereby ordered to cease and desist from engaging in any further conduct in violation of Utah Code § 61-1 et seq.

Respondent Intelicloud is hereby ordered to pay a fine of $1,000 to the Utah Division of Securities.

Respondent Friedrichs is hereby ordered to pay a fine of $1,000 to the Utah Division of Securities.

All further proceedings in this case are dismissed. This dismissal does not relieve Respondent from complying with the terms of the default order.

This order shall be effective on the signature date below.

DATED this 30 day of May, 2013

UTAH SECURITIES COMMISSION:

Tim Bangerter

Erik Anthony Christiansen

Brent Baker

David A. Russon

Gary Cornia

Respondent Friedrichs is hereby ordered to pay a fine of $1,000 to the Utah Division of Securities.

All further proceedings in this case are dismissed. This dismissal does not relieve Respondent from complying with the terms of the default order.

This order shall be effective on the signature date below.

DATED this 30 day of May, 2013

UTAH SECURITIES COMMISSION:

Tim Bangerter

Erik Anthony Christiansen

Brent Baker

David A. Russon

Gary Cornia

Respondent Friedrichs is hereby ordered to pay a fine of $1,000 to the Utah Division of Securities.

All further proceedings in this case are dismissed. This dismissal does not relieve Respondent from complying with the terms of the default order.

This order shall be effective on the signature date below.

DATED this 30 day of May, 2013

UTAH SECURITIES COMMISSION:

Tim Bangerter

Erik Anthony Christiansen

Brent Baker

David A. Russon

Gary Cornia

Respondent Friedrichs is hereby ordered to pay a fine of $1,000 to the Utah Division of Securities.

All further proceedings in this case are dismissed. This dismissal does not relieve Respondent from complying with the terms of the default order.

This order shall be effective on the signature date below.

DATED this 30 day of May, 2013

UTAH SECURITIES COMMISSION:

Tim Bangerter

Erik Anthony Christiansen

Brent Baker

David A. Russon

Gary Cornia

NOTICE OF RIGHT TO ADMINISTRATIVE REVIEW

Agency review of this order may be obtained by filing a request for agency review with the Executive Director of the Department of Commerce, 160 East 300 South, Box 146701, Salt lake City, Utah 84114-6701, within thirty (30) days after the date of this order. A motion to set aside the order may also be filed with the presiding officer. The agency action in this case was a formal proceeding. The laws and rules governing agency review of this proceeding are found in Section 63G-4-101 et seq. of the Utah Code, and Rule 151-4 of the Utah Administrative Code.

CERTIFICATE OF SERVICE

I hereby certify that on the 20th day of May, 2013 the undersigned served a true and correct copy of the foregoing ORDER ON DEFAULT by mailing a copy through first-class mail, postage prepaid, to:

Jeffrey Friederichs
Intelicloud Holdings, Inc.
4600 Dampus Dr., Suite 106
Newport Beach, CA 92660

and caused a copy to be hand delivered to:

Paul Amann, Assistant Attorney General
Office of the Attorney General of Utah
Fifth Floor, Heber M. Wells Building
Salt Lake City, Utah

Utah Division of Securities
Second Floor, Heber M. Wells Building
Salt Lake City, Utah