

Securities Division  
Utah Department of Business Regulation  
Heber M. Wells Building  
160 East 300 South  
Post Office Box 45802  
Salt Lake City, UT 84145  
Telephone: (801) 530-6600

---

BEFORE THE SECURITIES DIVISION  
OF THE DEPARTMENT OF BUSINESS REGULATION  
OF THE STATE OF UTAH

---

IN THE MATTER OF THE	:	PETITION FOR ORDER SUSPENDING
REGISTRATION STATEMENT OF	:	AND/OR REVOKING THE USE OF
RAILSIDE, INC.	:	EXEMPTIONS FROM REGISTRATION
	:	
FILE NUMBER ST 1349	:	CASE NO. SD-87-266

---

The Securities Division of the Utah Department of Business Regulation ("Division"), hereby petitions the Executive Director of the Utah Department of Business Regulation to enter an Order, subject to the approval of a majority of the Securities Advisory Board, suspending and/or revoking the exemptions in subsections (1)(g), (1)(h), (1)(j) and (2) of Section 61-1-14 of the Utah Uniform Securities Act (the "Act") for Railside, Inc. ("Company") and all securities issued by the Company. In furtherance of said Petition the Division alleges as follows:

1) On August 11, 1983, the Company filed a registration statement with the Division pursuant to Section 10 of the Act and Rule 10.2-1 of the Division (effective May 10, 1983).

2) Paragraph (b)(7) of Rule 10.2-1 requires that the registrant file, within thirteen months of the close of the offering, financial statements which meet the requirements of paragraph (h) of Rule 10.2-1.

3) Paragraph (h) of Rule 10.2-1 requires that financial statements be submitted which are prepared following an audit by an independent certified public accountant in accordance with generally accepted accounting principles and accompanied by a signed opinion of such accountant. The Rule requires that the financial statements include a balance sheet, income statement, statement of retained earnings, capital statement and statement of changes in financial position and specific indication of the use of the proceeds of the public offering.

4) According to the Division's records, the audit for the Company was due no later than August 3, 1986.

5) The Division notified the Company by letter dated December 17, 1986 that the audit for the offering had not been received by the Division and that it was the intention of the Division to commence action to revoke and/or suspend the use of all exemptions from registration for the Company's securities if the audit was not received by the Division within sixty days from the date of the letter.

6) The Company, in a letter dated February 13, 1987, requested an additional 30 days in which to submit the audit to the Division. The Division granted such request and extended the deadline for filing the audit to March 17, 1987.

7) As of this date, the audit has not been received by the Division.

8) Failure of the Company to submit the audit required by Rule 10.2-1 constitutes a willful violation of Rule 10.2-1.

9) Because the Company has willfully violated Rule 10.2-1 of the Division it is in the public interest that the Order requested by the Division be entered.

WHEREFORE, the Division requests that an Order be entered suspending and/or revoking the exemptions in subsections (1)(g), (1)(h), (1)(j) and (2) of Section 61-1-14 of the Utah Uniform Securities Act for Railside, Inc. and all securities issued by Railside, Inc., until such time that the Company:

- 1) Files with the Division the financial statements required by subparagraphs (b)(7) and (h) of Rule 10.2-1, and
- 2) Pays the Division One Hundred Fifty dollars (\$150.00) to cover the cost of this action.

DATED this 9th day of April, 1987.

SECURITIES DIVISION  
UTAH DEPARTMENT OF BUSINESS REGULATION

by *John C. Baldwin*  
JOHN C. BALDWIN  
DIRECTOR

Securities Division  
Utah Department of Business Regulation  
Heber M. Wells Building  
160 East 300 South  
Post Office Box 45802  
Salt Lake City, UT 84145  
Telephone: (801) 530-6600

---

BEFORE THE SECURITIES DIVISION  
OF THE DEPARTMENT OF BUSINESS REGULATION  
OF THE STATE OF UTAH

---

IN THE MATTER OF THE  
REGISTRATION STATEMENT OF  
RAILSIDE, INC.

:  
:  
:  
:

NOTICE OF HEARING

FILE NUMBER ST 1349

CASE NO. SD-87-266

---

TO: Railside, Inc.  
329 Vincent Court  
Salt Lake City, Utah 84102

You are hereby notified that a hearing on the Petition of the Securities Division will be held in the above-entitled matter before J. Steven Eklund, Administrative Law Judge, of the Utah Department of Business Regulation on the 7th day of May, 1987, at the hour of 10:50 a.m. in Room 223, Heber M. Wells Building, 160 East 300 South, Salt Lake City, Utah. You may appear and be heard and present evidence in your behalf. You are entitled to be represented by legal counsel.

DATED this 9<sup>th</sup> day of April, 1987.

  
J. Steven Eklund  
Administrative Law Judge  
Department of Business Regulation

CERTIFICATE OF MAILING

I hereby certify that on the 10th day of April, 1987, I mailed, certified mail, return receipt requested, a copy of the foregoing Petition for Order Suspending and/or Revoking Exemptions from Registration and Notice of Hearing to Rallside, Inc., 329 Vincent Court, Salt Lake City, Utah 84102.

Mary Peterson