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**STATE OF WASHINGTON  
DEPARTMENT OF FINANCIAL INSTITUTIONS  
SECURITIES DIVISION**

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IN THE MATTER OF DETERMINING  
Whether there has been a violation  
of the Securities Act of the State  
of Washington by:

S-02-380-12-CO02

CONSENT ORDER AND ORDER VACATING  
S-02-380-02-TO01 AS TO MIKE CAMPA

Universal Energy Solutions, Inc.; Mike Campa;  
and Mark Thomas Duboise,

Respondents.

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**INTRODUCTION**

On January 22, 2003, the Securities Division of the Department of Financial Institutions ("Securities Division") issued a Summary Order to Cease and Desist, S-02-380-02-TO01 against Respondent Mike Campa, which was served by certified mail. Pursuant to the Securities Act of Washington, RCW 21.20, the Securities Division and Respondent Mike Campa do hereby enter into this Consent Order in settlement of the matters alleged herein. Respondent Mike Campa neither admits nor denies the Findings of Fact and Conclusions of Law stated below.

**FINDINGS OF FACT**

Respondents

1. Universal Energy Solutions, Inc. ("Universal Energy"), a California corporation, maintains a business address at 4676 Lakeview Avenue, Yorba Linda, California.
2. Mark Thomas Duboise ("Duboise") is the president of Universal Energy Solutions, Inc.
3. Mike A. Campa ("Campa") is a Senior Account Executive for Universal Energy Solutions, Inc.

Nature of the Offering

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2 4. In early 2002, at least one Washington resident received an unsolicited telephone call from Mike  
3 Campa regarding an investment opportunity in Energy 2000, Inc. ("Energy 2000"). Campa told the potential  
4 investor that he was selling limited partnership interests in oil well drilling operations in Texas, through  
5 Universal Energy Solutions. The Washington resident was not acquainted with Campa and had not heard of  
6 Universal Energy Solutions or Energy 2000 prior to their conversation. Even though the resident did not show  
7 interest in the investment opportunity, Campa sent, or caused to be sent, an offering memorandum, purchaser  
8 questionnaire and subscription agreement for Energy 2000, in March 2002.

9 5. According to the offering material provided by Campa, Energy 2000 is seeking investors to  
10 purchase interests in limited partnerships for oil wells in the Woodbine Field area of Texas. The minimum  
11 investment is \$16,000 for a 1% interest in the limited partnership. Collectively, the investors will receive 75%  
12 of the working interest and 60% of the net revenue interest. The offering material anticipates that the limited  
13 partnership would have profits of \$1,412,124 in the first year with revenue decreasing by 15% a year from  
14 depletion of the oil reserves. Based upon these figures, the offering material states that the anticipated return  
15 on the minimum investment of \$16,000 for the first year is 88% and the investors would break even within the  
16 first 14 months of investing and double their investment within three years of investment. In total, the  
17 anticipated return on a \$16,000 investment would be \$74,845 in the 14 year anticipated life of the investment.

18 6. The offering material contained discrepancies regarding what limited partnership was being  
19 offered to a prospective investor. According to the offering memorandum, the investment was in "Woodbine  
20 Field Production Enhancement Project #2" but the Subscription Agreement and Purchaser Questionnaire both  
21 name the investment as "Working Interest, Limited Partnership". Both the Subscription Agreement and  
22 Purchaser Questionnaire appear to be exhibits to a document entitled "Confidential Private Placement  
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1 Memorandum” dated March 1, 2002. The potential investor did not receive a “Confidential Private Placement  
2 Memorandum” or a document dated March 1, 2002.

3 7. Soon after the resident received the offering materials in the mail, Campa called to discuss the  
4 investment. Campa told him that although the investment was not guaranteed it was almost impossible to not  
5 do well, that it was as close to guaranteed as possible. When the resident highlighted discrepancies in the  
6 offering materials related to what limited partnership was being offered, Campa told him not worry, that he had  
7 much more information and knowledge regarding the investment and that it was a good investment. Campa  
8 told the resident that he did have an ownership interest in the investment but most of his income was from  
9 selling the investment opportunity. Neither Campa, nor the offering material, specified how much he would  
10 receive for selling the limited partnerships.

11 8. The offering material provided by Campa failed to provide financial statements for Energy 2000  
12 Inc., disclose the use of investor funds or disclose the compensation for Campa and Universal Energy  
13 Solutions.

14 9. On May 9, 2002, the Pennsylvania Securities Commission issued a Summary Order to Cease  
15 and Desist against Energy 2000, Universal Energy Solutions and Duboise to halt the offer and sale of  
16 unregistered securities in Pennsylvania. On June 27, 2002 the Missouri Secretary of State issued a cease and  
17 order against Mike Campa and Omega Capital Group for offering and selling unregistered oil and gas  
18 investments to Missouri residents without a securities agent registration.  
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20 Registration Status

21 10. Universal Energy Solutions, Inc. is not currently registered to sell its securities in the state of  
22 Washington and has not previously been so registered.  
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1 11. Mike Campa is not currently registered as a securities salesperson or broker-dealer in the state  
2 of Washington.

3 12. On April 15, 2002 the Securities Division received a filing for exemption from registration for  
4 Working Interest, LP from Energy 2000 but the Securities Division has not received a filing for Woodbine  
5 Field Production Enhancement Project #2. According to the Working Interest filing, Energy 2000 has or will  
6 pay Amerivet Securities to solicit investors. Universal Energy Solutions is not listed as an entity that will  
7 solicit investors in the state of Washington on any of the filings for exemption from registration submitted by  
8 Energy 2000 to the Securities Division.

9 Based on the foregoing Findings of Fact, the following Conclusions of Law are made:

10 **CONCLUSIONS OF LAW**

11 1. The offer and/or sale of the investment opportunities described above constitutes the offer  
12 and/or sale of a security as defined in RCW 21.20.005(14) and (17).

13 2. The offer and/or sale of said securities was made in violation of RCW 21.20.010 because, as set  
14 forth in the Findings of Fact, Respondent Mike Campa omitted to state material facts necessary in order to  
15 make the statements made, in the light of the circumstances under which they were made, not misleading.

16 3. The offer and/or sale of said securities is in violation of RCW 21.20.140, the registration section  
17 of the Securities Act, because no registration for such offer and/or sale is on file with the Securities  
18 Administrator of the state of Washington.

19 4. Respondent Mike Campa has violated RCW 21.20.040 by offering and/or selling said securities  
20 while not being registered as a broker-dealer or securities salesperson in the state of Washington.  
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**CONSENT ORDER**

Based upon the foregoing and finding it in the public interest:

IT IS AGREED AND ORDERED that Respondent Mike Campa and his agents and employees each shall cease and desist from violating RCW 21.20.140, the securities registration section of the Securities Act of Washington.

IT IS FURTHER AGREED AND ORDERED that Respondent Mike Campa and his agents and employees each shall cease and desist from violating RCW 21.20.040, the securities broker-dealer and securities salesperson registration section of the Securities Act of Washington.

IT IS FURTHER AGREED AND ORDERED that Respondent Mike Campa and his agents and employees each shall cease and desist from violating RCW 21.20.010, the anti-fraud section of the Securities Act of Washington.

IT IS FURTHER AGREED that the Securities Division has jurisdiction to enter this Consent Order.

IT IS FURTHER AGREED that Respondent Mike Campa enters into this Consent Order freely and voluntarily and with a full understanding of its terms and significance.

IT IS FURTHER AGREED that in consideration of the foregoing, Respondent Mike Campa waives his right to a hearing and to judicial review of this matter pursuant to RCW 21.20.440 and Chapter 34.05 RCW, and the Securities Division hereby vacates Summary Order S-02-380-02-TO01 as to Mike Campa except to the extent that the Tentative Findings of Fact and Conclusions of Law in the Summary Order have been incorporated herein.

**WILLFUL VIOLATION OF THIS ORDER IS A CRIMINAL OFFENSE.**

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Signed this 5 day of June, 2012

Signed by:

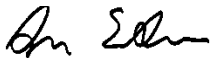
/s/  
Mike Campa

SIGNED and ENTERED this 11th day of June, 2012



WILLIAM M. BEATTY  
Securities Administrator

Approved by:



Suzanne E. Sarason  
Chief of Enforcement

Presented by:



Robert Kondrat  
Enforcement Attorney