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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 Washington by:

Order No. S-06-160-06-CO01

CONSENT ORDER

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ERNEST M. DILL and ERNEST DILL d/b/a
INVESTMENT & ESTATE STRATEGIES,

Respondent.

INTRODUCTION

On January 2, 2007, the Securities Administrator of the State of Washington issued Statement of Charges Number S-06-160-06-SC01 against Respondent Ernest Marion Dill and Ernest Dill d/b/a Investment & Estate Strategies (“Respondent Dill”). The Securities Division made certain allegations and conclusions in the Statement of Charges set forth under the headings “Tentative Findings of Fact” and “Conclusions of Law.” Respondent Dill admits the allegations set forth in the Statement of Charges, and the Securities Division and Respondent Dill do hereby agree to this Consent Order in settlement of the matter. The Securities Administrator therefore adopts as final the Tentative Findings of Fact and Conclusions of Law as set forth in the Statement of Charges, which are incorporated herein by reference as though set out in full.

CONSENT ORDER

Based upon above referenced Findings of Fact and Conclusions of Law, and finding it in the public interest,

It is AGREED AND ORDERED, pursuant to RCW 21.20.390, that Respondent Ernest Marion Dill and Ernest Dill, d/b/a Investment & Estate Strategies, shall each cease and desist from violating the investment adviser anti-fraud provision of the Securities Act, RCW 21.20.020.

1 It is further AGREED AND ORDERED, pursuant to RCW 21.20.110(1), that Respondent Ernest
2 Marion Dill shall not make application for nor be granted an investment adviser or broker-dealer license for
3 a period of five (5) years from the date of entry of this Consent Order. Respondent Dill may subsequently
4 apply for registration as an investment adviser or broker-dealer subject to the following conditions:

- 5 (a) Any application submitted meets all requirements for registration; and
- 6 (b) Respondent Dill meets the then-existing registration requirements, including qualification by
7 examination.

8 It is further AGREED AND ORDERED, pursuant to RCW 21.20.110(1), that Respondent Ernest
9 Marion Dill shall not make application for nor be granted an investment adviser representative or securities
10 salesperson license for a period of three (3) years from the date of entry of this Consent Order. Respondent
11 Dill may subsequently apply for registration as an investment adviser representative or securities salesperson
12 subject to the following conditions:

- 13 (a) Any application submitted meets all requirements for registration;
- 14 (b) Respondent Dill meets the then-existing registration requirements, including qualification by
15 examination;
- 16 (c) Respondent Dill's sponsoring investment adviser or broker dealer provides the
17 Securities Division with a written acknowledgement that Respondent Dill is not and
18 will not be a principal of the sponsor for a period of two years; and
- 19 (d) Respondent Dill's sponsoring investment adviser or broker dealer provides the
20 Securities Division with a written acknowledgement that Respondent Dill will be
21 subject to heightened supervision for a period of two years.

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1 It is further AGREED that the Division has jurisdiction and authority to enter this Consent Order, and
2 that Respondent Dill voluntarily withdraws his request for a hearing, waives his right to a hearing, and
3 waives his right to judicial review of this Consent Order pursuant to RCW 21.20.440 and RCW 34.05.
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5 SIGNED this 8th day of April, 2007.

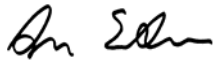
6 Signed by:

7 /s/
8 ERNEST MARION DILL

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10 DATED and ENTERED this 11th day of April, 2007.

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12 MICHAEL E. STEVENSON
13 Securities Administrator

14 Approved for entry by:

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16 SUZANNE SARASON
17 Program Manager
18 Compliance and Examination Unit

19 Presented by:

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21 JILL M. VALLEY
22 Enforcement Attorney
23 Compliance and Examination Unit