

STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF:)

ASPEN EXPLORATION INC.)
MARK A. RAND)

ADMINISTRATIVE ORDER
NO. CD-2007-0005

RESPONDENTS)

CEASE AND DESIST ORDER

The Alabama Securities Commission ("Commission"), having authority to administer and provide for the enforcement of all provisions of Title 8, Chapter 6, Code of Alabama 1975, the Alabama Securities Act ("Act"), upon due consideration of the subject matter hereof, and having confirmed information of the offers for sale and/or sale of securities, into, within or from the state of Alabama, has determined as follows:

RESPONDENTS

1. ASPEN EXPLORATION, INC., ("ASPEN") is a Texas company with a business address of 2901 Dallas Parkway, Suite 380, Plano, Texas 75093.
2. MARK A. RAND ("RAND") at all times relevant to this order, was a representative and Chairman of the Board of ASPEN EXPLORATION, INC, with a business address of 2901 Dallas Parkway Suite 380, Plano, Texas 75093

STATEMENT OF FACTS

3. The Commission is in receipt of information that in March of 2005, RAND an unregistered representative of ASPEN EXPLORATION, INC., "cold called" an Alabama resident and engaged in the offer and sale of unregistered securities, to wit: "Units" of RANCHO BLANCO STATE #6 in Jim Hogg and Zapata counties, Texas, for the amount of \$40,988.19

4. Between the dates of, March 9, 2005 and November 17, 2005 the Alabama resident dispatched 6 checks drawn on a Southtrust Bank account belonging to the Alabama Resident in

an aggregate amount totaling \$40,988.19, made payable to Rancho Blanco #6. These checks were deposited into an account owned or controlled by ASPEN.

5. On November 29, 2006, a review of the files of the Commission revealed no registration for the RESPONDENTS as a Broker Dealer, Securities Agent, Investment Advisor (IA) or Investment Advisor Representative (IAR) in the State of Alabama.

6. On November 29, 2006 a review of the files of the Alabama Securities Commission disclosed no notice filing by the RESPONDENTS for a Reg. D., rule 506 offering exemption. A review of the files of the Commission revealed no registration or exemption from registration for the security to-wit; Units of RANCHO BLANCO STATE #6, offered and sold by RESPONDENTS.

7. Offering materials were mailed to the Alabama resident by representatives of ASPEN EXPLORATION, INC. These materials indicated that RAND was the Chairman of the Board of ASPEN EXPLORATION, INC. A review of the Commission files disclosed that RAND was neither registered nor exempt from registration to sell securities in Alabama.

CONCLUSIONS OF LAW

8. Pursuant to Section 8-6-2 (10), Code of Alabama 1975, a certificate of interest or participation in an oil, gas, or mining title or lease or in payments out of production under such a title or lease, or any right to subscribe to any of the foregoing, is a security. The Oil and Gas Subscription Agreements offered and sold by the RESPONDENTS to the Alabama Resident are securities.

9. Pursuant to Section 8-6-4, Code of Alabama 1975, it is unlawful for any person to offer or sell any security in this state unless it is registered under the Act; the security is exempt from registration under Section 8-6-10; or the transaction is exempt under Section 8-6-11. The securities offered and sold by the RESPONDENTS to the Alabama resident were neither registered nor exempt from registration in Alabama.

10. Pursuant to Section 8-6-3, Code of Alabama 1975, it is unlawful for any person to

the Act. RESPONDENTS offered and sold securities to an Alabama resident while not registered as a dealer or agent in violation of Section 8-6-3(a) of the Act.

This Order does not prevent the Commission from seeking such other civil or criminal remedies that are available to it under the Act.

This Order is appropriate in the public interest for the protection of investors and is consistent with the purposes of the Act.

ACCORDINGLY, IT IS HEREBY ORDERED that RESPONDENTS, ASPEN EXPLORATION, INC and MARK A. RAND immediately **CEASE AND DESIST** from further offers or sales of any security into, within or from the state of Alabama.

Entered at Montgomery, Alabama, this 7th day of February, 2007.

ALABAMA SECURITIES COMMISSION
770 Washington Avenue, Suite 570
Montgomery, AL 36130-4700
(334) 242-2984



BY:

A handwritten signature in black ink, appearing to read "J. Randall McNeill", is written over a large, stylized, circular flourish.

J. Randall McNeill
Deputy Director