

IN THE MATTER OF:)
)
UNITE1 INVESTMENTS)
VERNON L. SMITH JR.)
)
RESPONDENTS)

4. UNITE1 documents, received by the Commission, describe the

Agreement as a loan program that will pay investors up to \$125,000.00 within twelve months for a one-time advance fee ranging from \$250.00 to \$750.00. The documents further represent that the investor will receive the following monthly payments:

MONTH	LOAN	PAYMENT
1	\$125.00	\$0.00
2	\$250.00	\$3.12
3	\$500.00	\$10.94
4	\$1,000.00	\$31.25
5	\$2,000.00	\$80.73
6	\$4,000.00	\$196.87
7	\$8,000.00	\$463.01
8	\$10,000.00	\$862.49
9	\$20,000.00	\$1,720.28
10	\$35,000.00	\$3,369.74
11	\$70,000.00	\$6,914.99
12	\$125,000.00	\$13,793.53

5. UNITE1 documents also represented the following:

- A. "If for any reason in the future Unite1 Investments is not able to continue making loans as specified by this agreement, all previous loans will become null and void and applicant will not have to pay back any previous loans from Unite1."
- B. "Disclaimer: All loans are NON collateralized and will NEVER go into collections. In the event any loan should go into default, for ANY reason, Unite1 Investments will defer these loans indefinitely. Death or non-payment of interest will immediately cause Unite1 Investment from sending new loans. Also, if Unite1 Investment ever fails to make the next loan, all of your liability to pay back the loans received to date becomes null and void."

6. Documents received from the Arizona Securities Division disclose that Respondent Smith reserved the name of Respondent UNITE1 as a business entity in Arizona. The Arizona Securities Division also provided evidence disclosing that the addresses of 2733 North Power Road, Suite 102-410, Mesa Arizona, 85215, 1155 South Power Road, Suite 114-32, Mesa Arizona 85206 were actually post office boxes maintained at private businesses collecting United States mail on behalf of their clients. Respondent SMITH rented the post office boxes in the name of Respondent UNITE1.

7. A review of the registration and exemption files of the Alabama Securities Commission disclosed no record of the registration or exemption filing for the units in the loan program offered and sold by Respondent UNITE1. Additionally, no record could be located for the registration of Respondent SMITH as an Agent of UNITE1 in Alabama.

CONCLUSIONS OF LAW

8. That the units in the loan program offered and sold by Respondent UNITE1, to public investors in the state of Alabama, are securities as defined under § 8-6-2(10) Code of Alabama 1975.

9. Respondents are not registered as dealers or agents in the state of Alabama. Transacting business in the state of Alabama as a dealer or agent while unregistered is a violation of § 8-6-3(a), Code of Alabama 1975.

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

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

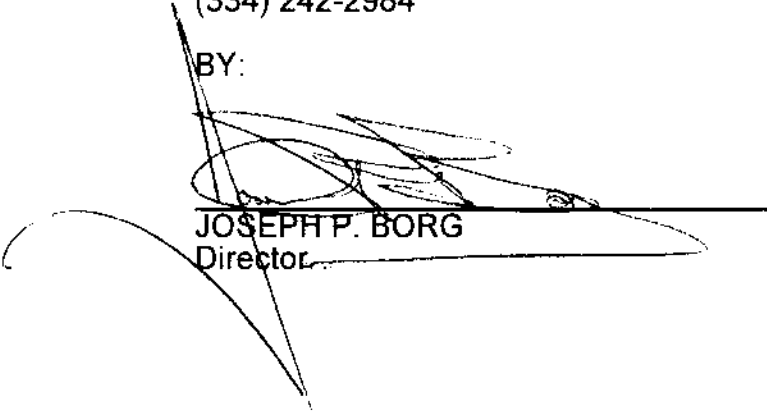
ACCORDINGLY, IT IS HEREBY **ORDERED** that RESPONDENTS UNITE1 and VERNON L. SMITH JR., immediately **CEASE AND DESIST** from further offers or sales of any security into, within or from the State of Alabama.

Entered at Montgomery, Alabama, this 2nd day of MAY, 2001.



ALABAMA SECURITIES COMMISSION
770 Washington Avenue, Suite 570
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(334) 242-2984

BY:



JOSEPH P. BORG
Director