

**STATE OF ALABAMA  
ALABAMA SECURITIES COMMISSION**

IN THE MATTER OF: )  
 )  
SKYFRAMES, INC )  
CHET NOBLETT )  
WILLIAM GREEN RIGBY, JR. )  
 )  
RESPONDENTS )  
----- )  
ADMINISTRATIVE ORDER  
NO. CD- 2008-0020

**CEASE AND DESIST ORDER**

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

**RESPONDENTS**

1. SKYFRAMES, INC ("SKYFRAMES") is an entity representing to be a California corporation, with a business address of 600 Anton Avenue, 11th Floor, Costa Mesa, California 92626. Further, the website of the Alabama Secretary of State's Office shows no listing or licensing for SKYFRAMES as a corporation doing business in Alabama.
2. CHET NOBLETT (“NOBLETT”) at all times relevant to the violations set forth herein, acted as an agent and Chairman of SKYFRAMES. NOBLETT's business address is 600 Anton Avenue, 11th Floor, Costa Mesa, California 92626 and has an alternative address of 12961 Marcy Ranch Road, Santa Ana, CA 92705.

3. WILLIAM GREEN RIGBY, JR (“RIGBY”) at all times relevant to the violations set forth herein, acted as an agent of SKYFRAMES in the state of Alabama. RIGBY’s address is 205 Branch Water Court, Madison, MS 39110.

#### **STATEMENT OF FACTS**

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4. In November of 2006, an Alabama resident entered into an agreement whereby he pooled his money with two other investors for the purpose of purchasing 100,000 shares of stock in SKYFRAMES. Each investor was to have 1/3 (one-third) ownership of the subscribed shares in SKYFRAMES. The Alabama resident sent \$4,100.00 to RIGBY for payment of his portion of the stock to be purchased. Subsequent e-mail communications to the investors indicated that SKYFRAMES and NOBLETT intended to issue 100,000 shares of Class A stock.

5. Information made available to the Commission on October 4, 2007, indicated that NOBLETT and RIGBY engaged in the offer and/or sale of securities, to an Alabama resident, to wit: investment contract in which three investors pooled their money to purchase shares of stock in SKYFRAMES.

6. A review of the Alabama Securities Commission’s files disclosed no record of the registration or exemption from registration for the investment contract entered into in November 2006 nor the shares of stock in SKYFRAMES offered for sale.

7. A review of the files of the Alabama Securities Commission disclosed no record of registration for SKYFRAMES, NOBLETT, or RIGBY as Dealers, Agents, Investment Advisors, or Investment Advisor Representatives in the state of Alabama.

## CONCLUSIONS OF LAW

8. Pursuant to Section 8-6-2(10), Code of Alabama 1975, the definition of “security” includes any investment contract or stock. The agreement entered into as described in paragraph 4 above falls within the definition of an investment contract and is therefore a security under the statutory definition set forth in the Act.
9. Pursuant to Section 8-6-2(10), Code of Alabama 1975, the definition of “security” includes any stock. The shares of stock in SKYFRAMES are securities under the statutory definition set forth under the Act.
10. Pursuant to Section 8-6-2(2), Code of Alabama 1975, the definition of “agent” includes any individual who represents an issuer in effecting sales of securities. RESPONDENTS’ actions enumerated in paragraphs 4 and 5 establish that NOBLETT and RIGBY acted as agents of SKYFRAMES in violation of the Act.
11. Pursuant to Section 8-6-3, Code of Alabama 1975, it is unlawful for any person to transact business in this state as a Dealer, Agent, Investment Advisor, or Investment Advisor Representative unless he is registered under this article. RESPONDENTS are not registered as a Dealer, Agent, Investment Advisor, or Investment Advisor Representative in the state of Alabama, and have effected a securities transaction with an Alabama resident in violation of the Act.
12. Section 8-6-4, Code of Alabama 1975 states: “It is unlawful for any person to offer or sell any security in this state unless it is registered under this article; 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 were neither registered

nor exempt from registration in Alabama at the time of solicitation or sale, in violation of the Act.

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 consistent with the purpose of the Alabama Securities Act.

**ACCORDINGLY, IT IS HEREBY ORDERED that SKYFRAMES, NOBLETT, and RIGBY CEASE AND DESIST from further offers or sales of any security into, within, or from the State of Alabama.**

Entered at Montgomery, Alabama, this 17<sup>th</sup> day of June, 2008.



ALABAMA SECURITIES COMMISSION  
770 Washington Street, Suite 570  
Montgomery, Alabama 36130-4700

BY:

Joseph P. Borg  
Director