

3. WILLIAM GREEN RIGBY, JR ("RIGBY") at all times relevant to the allegations 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

4. In November 2006, an Alabama resident entered into an agreement whereby he pooled his funds with two other investors for the purpose of purchasing 100,000 shares of stock in SKYFRAMES. The Alabama resident sent \$4,100.00 to RIGBY for payment of the Alabama investor's portion of the stock to be purchased. The investment agreement provided that each investor would have 1/3 (one-third) ownership of the subscribed shares in SKYFRAMES. 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 staff on October 4, 2007, indicated that RIGBY engaged in the offer and/or sale of securities, to an Alabama resident, to wit: an investment contract in which three investors pooled their funds to purchase shares of stock in SKYFRAMES.

6. On June 17, 2008, Administrative Order No. CD-2008-0020 was issued to RESPONDENTS. The Order alleged that RESPONDENTS violated Sections 8-6-3 and 8-6-4, Code of Alabama, 1975, when they acted as unregistered agents in the offer and/or sale of securities that were neither registered nor subject to a perfected exemption from registration in the state of Alabama.

7. During an informal hearing on January 7, 2009, RIGBY provided testimony that he acted alone when soliciting the investments and entering into the investment contract, described herein, with an Alabama investor. RIGBY also represented that the solicitation of the investments was made without the knowledge of SKYFRAMES and NOBLETT.

8. On March 25, 2009, the Commission staff received a written response from NOBLETT, stating that SKYFRAMES entered into a subscription agreement with RIGBY, a Mississippi resident, which is evidenced by the November 21, 2006, subscription agreement.

9. Through documentation received by the Commission, as well as informal hearings conducted with RESPONDENTS, the Commission has determined that NOBLETT and SKYFRAMES did not solicit an investment from the Alabama resident for the purchase of stock in SKYFRAMES.

Based upon good cause shown above, Administrative Order No CD-2008-0020 issued to NOBLETT and SKYFRAMES, on June 17, 2008, is hereby vacated.


The Cease and Desist Order remains in full force and effect as it pertains to WILLIAM GREEN RIGBY, JR named in Administrative Order No. CD-2008-0020, issued on June 17, 2008.

Entered at Montgomery, Alabama, this 23rd day of April, 2009.



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BY:



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