

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
DEPARTMENT OF BUSINESS REGULATION
DIVISION OF SECURITIES
1511 PONTIAC AVENUE
JOHN O. PASTORE COMPLEX – BUILDING 69-1
CRANSTON, RI 02920

IN THE MATTER OF

Pet Butler Franchise Services Corporation

Respondent.

CONSENT ORDER MAKING
FINDINGS AND IMPOSING
REMEDIAL ACTIONS

I.

The Director ("Director") of the Rhode Island Department of Business Regulation ("Department") enters into this Consent Ordering Making Findings and Imposing Remedial Actions ("Order") under Section 18 of the Rhode Island Franchise Investment Act (the "Act"), Section 19-28.1, et seq. of the Rhode Island General Laws, with regard to the above-referenced Respondent. The Director has determined to resolve this matter, without instituting administrative proceedings by accepting Respondent's executed Offer of Settlement, attached hereto as Exhibit A, and entering this Order making the findings and imposing the remedial actions set forth below.

II.

On the basis of this Order and the Offer, the Director finds that:

1. Respondent Pet Butler Franchise Services Corporation ("Pet Butler") is a Texas Corporation incorporated on October 28, 2004 with its principal place of business at

5300 Town & Country Boulevard, Suite 4400, Frisco, Texas 75034.

2. It has been unlawful for any person to offer to sell or to sell any franchise in this state unless the offer of the franchise is registered with the Department or exempt therefrom under the Act.

3. Respondent entered into a franchise agreement with a Rhode Island resident on November 30, 2007 who established a franchise located at 133 Central Street, Warwick, Rhode Island 02886.

4. At the time of the offer and agreement, Pet Butler was neither registered nor exempt from registration, in violation of the Act.

III

Based on the foregoing, the Director determines that the entry of this Order is in the public interest, appropriate for the protection of franchisees and consistent with the purposes intended by the policy and provisions of the Rhode Island Franchise Investment Act.

Accordingly, IT IS HEREBY ORDERED that:

1. Respondent shall immediately cease and desist from violating the provisions of the Act.

2. Respondent shall make a written offer of rescission to the franchisee who purchased a franchise pursuant to the unregistered offering, and provide to the Department copies of the offer and of the Franchisee's written response thereto no later than 45 days after the effective date of this Consent Order.

3. Respondent shall pay to the Department an administrative assessment in the amount of Eight Thousand Dollars (\$8,000.00) due upon the Respondent's consent

of the entry of this Consent Order.

3. Respondent shall, upon entry of this Consent Order, immediately apply for registration in compliance with Section 19.28.1-9 of the Franchise Investment Act.

Dated as of the 14th day of November, 2008.

ORDER NO. 08-183


A. Michael Marques, Director
Department of Business Regulation

THIS CONSENT ORDER CONSTITUTES A FINAL ORDER OF THE DEPARTMENT OF BUSINESS REGULATION PURSUANT TO RHODE ISLAND GENERAL LAWS §42-35-1 ET SEQ. AS SUCH, THIS ORDER MAY BE APPEALED TO THE SUPERIOR COURT SITTING IN AND FOR THE COUNTY OF PROVIDENCE WITHIN THIRTY (30) DAYS OF THE DATE OF THIS DECISION. SUCH APPEAL, IF TAKEN, MAY BE COMPLETED BY FILING A PETITION FOR REVIEW IN SAID COURT. HOWEVER, RESPONDENTS UNDERSTAND THAT BY WAIVING THEIR RIGHT TO A COMPLETE HEARING AND AGREEING TO THIS CONSENT ORDER, THE ABOVE RIGHTS ARE WAIVED AND IF ANY TERMS OF THIS CONSENT ORDER ARE VIOLATED, RESPONDENTS' ARE SUBJECT TO ANY APPLICABLE ENFORCEMENT REMEDIES UNDER THE ACT.

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IN THE MATTER OF
PET BUTLER FRANCHISE SERVICES
CORPORATION
Respondent.

:
:
: OFFER
: OF
: SETTLEMENT
:
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The above-named Respondent submits this Offer of Settlement ("Offer") consenting to entry of a Consent Order Making Certain Findings and Imposing Remedial Sanctions ("Order"), to the Director of the Rhode Island Department of Business Regulation ("Director") with respect to the matters set forth in the Order.

Respondent submits this Offer for the purposes of settlement only with the express understanding that this does not constitute an admission of guilt or wrongdoing.

Respondent hereby waives all rights to a hearing, further administrative proceedings and/or judicial review with respect to entry of the Order.

Respondent understands that a failure to comply with the terms of the Order is a violation of law and will cause the Director to take appropriate regulatory action.

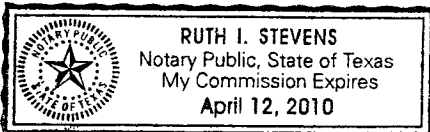
Respondent represents that the undersigned is duly authorized to enter into this Offer of Settlement on behalf of Respondent.

Respectfully submitted this 7th day of Nov., 2008.

By: *Matthew Boswell*
Its: C.E.O.

County of Collin
State of Texas

On this 7th day of November, 2008 appeared before me Matthew Boswell, who executed the foregoing Offer of Settlement and who duly acknowledged to me that he was authorized to do so.



Ruth Stevens
NOTARY PUBLIC
My Commission Expires on Apr. 12, 2010