

STATE OF MAINE
OFFICE OF SECURITIES
121 STATE HOUSE STATION
AUGUSTA, ME 04333

IN RE:

Parasol Films II, Inc., Parasol Films II, LLC,
Erik Baquero, Dean McDaniel, Daniel Duarte,
Nicholas Melisse

CONSENT ORDER

No. 03-016-CON

1. This Consent Order applies to respondent Erik Baquero only.
2. At all relevant times, it has been unlawful for any person to offer or sell any security in Maine unless the security is registered or exempt from registration pursuant to the Revised Maine Securities Act, 32 M.R.S.A. §§ 10101-10710 ("the Act").
3. At all relevant times, it has been unlawful for any person to transact business in Maine as a broker-dealer unless licensed to do so or exempt from such licensing pursuant to the Act, or for any broker-dealer to employ or contract with a person as a sales representative in Maine unless the sales representative is licensed or exempt from licensing under the Act.
4. Parasol Films II, Inc., ("Parasol") is a foreign business entity with a last known business address of 5606 Hollywood Boulevard, Hollywood, Florida 33021. Parasol was incorporated in Florida on July 25, 2000, and is inactive as of September 19, 2003. Parasol is not licensed, and has not applied for a license, as a broker-dealer in the State of Maine.
5. Parasol Films II, LLC, ("LLC") is a foreign business entity with a last known business address of 5606 Hollywood Boulevard, Hollywood, Florida 33021. LLC is an active limited liability company that filed with the Florida Department of State, Division of Corporations on July 18, 2000.
6. Erik Baquero ("Baquero") is an individual who at all times relevant to this matter has been the sole shareholder, Chairman, Chief Executive Officer, President, and Director of Operations of Parasol and a control person of Parasol and LLC, as defined in 32 M.R.S.A. §10602(3). Baquero's last known business address is 5606 Hollywood Boulevard, Hollywood, Florida 33021.

7. In May 2001 Parasol offered and sold securities to two Maine residents when those securities were not registered for sale in Maine pursuant to the Act. Specifically, unlicensed sales representatives of Parasol offered and sold the Maine residents \$2,500 in LLC "units" as an investment in the purported development of a motion picture. A portion of those funds, \$1,125, was later returned to the investors as part of a rescission agreement.
8. On March 25, 2004, the Securities Administrator issued a Notice of Intent to Issue a Cease and Desist Order ("Notice") against the respondents, giving each of them thirty (30) days to request a hearing on the matter. None of the respondents requested a hearing except for Baquero.
9. On or about August 19, 2004, Baquero repaid the Maine investors \$1,719, the remaining portion of their investment plus applicable interest.
10. On August 25, 2004, the Securities Administrator issued a final Cease and Desist Order against all respondents except for Baquero.
11. The parties desire an expeditious resolution of this matter.
12. Without trial or adjudication of any issue of fact or law, and without admitting or denying that his conduct violated the Revised Maine Securities Act, Baquero waives his right to a hearing and to judicial review and consents to the entry of this order.

ORDER

NOW, THEREFORE, it is ORDERED that Baquero permanently CEASE AND DESIST from violating any provisions of the Revised Maine Securities Act, including the prohibitions against offering and selling unregistered securities, transacting business as a broker-dealer or sales representative unless licensed to do so, and employing or contracting with a person as a sales representative unless the sales representative is licensed under the Act.

Baquero hereby waives his right to a hearing and to judicial review and consents to entry of the order set forth above.

Date: September 22, 2004

s/Erik Baquero
Erik Baquero

Ordered by:

Date: October 10, 2004

s/Christine A. Bruenn
Christine A. Bruenn
Securities Administrator

Reviewed by:

Date: September 27, 2004

s/Bonnie E. Russell
Bonnie E. Russell
Assistant Securities Administrator

Presented by:

Date: September 27, 2004

s/Michael W. Atleson
Michael W. Atleson
Staff Attorney