

DENISE VOIGT CRAWFORD
SECURITIES COMMISSIONER



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State Securities Board

JOSE ADAN TREVINO
MEMBER

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KENNETH W. ANDERSON, JR.
MEMBER

SSB Docket No. 99-050

IN THE MATTER OF §
MARIAH RESOURCES, INC. §
AND JAMES L. SLAYTON §

Order No. CDO-1379

TO: Mariah Resources, Inc.
225 W. Virginia Street, Suite #3
Port Lavaca, Texas 77979

James L. Slayton
225 W. Virginia Street, Suite #3
Port Lavaca, Texas 77979

CEASE AND DESIST ORDER

Be it remembered that Mariah Resources, Inc., by and through James L. Slayton, its President, and James L. Slayton, individually (collectively "Respondents"), appeared before the Securities Commissioner of the State of Texas ("Securities Commissioner") and consented to the entry of this Order and Undertaking and, without admitting or denying them, the Findings of Fact and Conclusions of Law contained herein, except the first Finding of Fact which is admitted.

FINDINGS OF FACT

1. Respondents have waived (a) Respondents' right to notice and hearing in this matter; (b) Respondents' right to appear and present evidence in this matter; (c) Respondents' right to appeal this Order; and (d) all other procedural rights granted to Respondents by The Securities Act, TEX. REV. CIV. STAT. ANN. art. 581-1 et seq. (Vernon 1964 & Supp. 1999) ("Texas Securities Act"), and the Administrative Procedure Act, TEX. GOV'T CODE ANN. § 2001.001 et seq. (Vernon Supp. 1999) ("Administrative Procedure Act").
2. Respondents have offered for sale working interests in a gas lease utilizing unregistered sales agents.
3. The working interests are securities as defined in Section 4.A of the Texas Securities Act.

4. Respondents have offered for sale securities in the State of Texas to investors at a time when said securities were not properly registered pursuant to Section 7 of the Texas Securities Act.
5. Respondents have acted as dealers at a time when they were not properly registered pursuant to Section 12 of the Texas Securities Act.

CONCLUSIONS OF LAW

1. A basis for the issuance of a cease and desist order exists pursuant to Section 23.A of the Texas Securities Act.

UNDERTAKING

1. For a period of one year from the date of the entry of this Order by the Securities Commissioner, Respondents agree to deliver written notification to the Director of Enforcement of the State Securities Board at least 10 business days prior to acting as a dealer in the future. Such notification shall contain a description of the particular securities to be offered, the specific securities and dealer registration exemption(s) within the Texas Securities Act and the Rules and Regulations of the State Securities Board relied upon by Respondents, and all facts relied upon in asserting such exemption(s).

ORDER

1. It is therefore ORDERED that Respondents CEASE AND DESIST from the offer for sale of interests in or under oil, gas, and mining leases until such interests are registered with the Securities Commissioner or an available exemption is utilized.
2. It is further ORDERED that Respondents CEASE AND DESIST from acting as dealers until registered or an available exemption is utilized.
3. It is further ORDERED that Respondents COMPLY with their Undertaking.

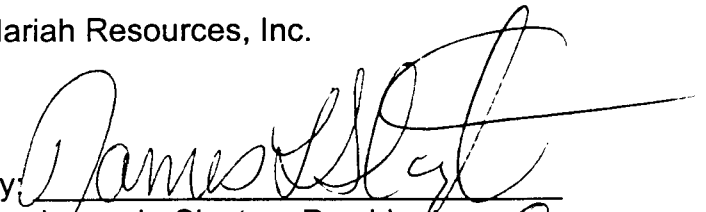
SIGNED AND ENTERED by the Securities Commissioner this 20th day of December, 1999.

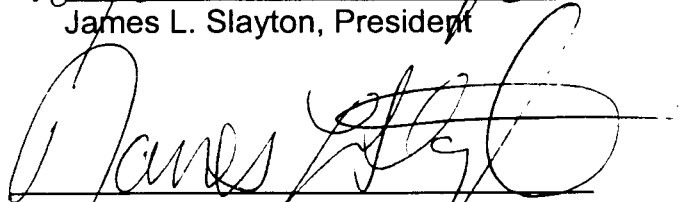


DENISE VOIGT CRAWFORD
Securities Commissioner

Respondents:

Mariah Resources, Inc.

By: 
James L. Slayton, President


James L. Slayton, Individually

Approved as to Form:



David A. Grauer
Director
Enforcement Division

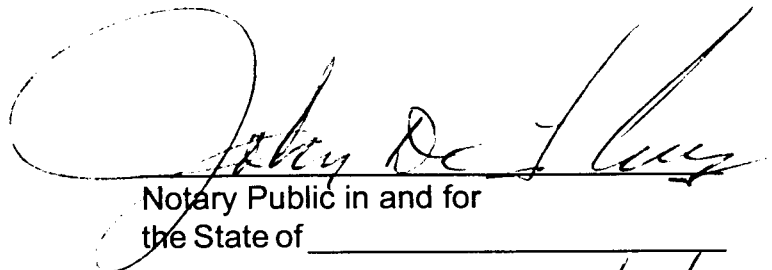
ACKNOWLEDGMENT

On the 15th day of December, 1999, Mariah Resources, Inc., by and through James L. Slayton, its President, personally appeared before me, executed the foregoing Order, and acknowledged that:

1. James L. Slayton is duly authorized to enter into the foregoing Order on behalf of Mariah Resources, Inc.;
2. James L. Slayton has read the foregoing Order;
3. Mariah Resources, Inc. has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Mariah Resources, Inc. knowingly and voluntarily consents to the entry of the foregoing Order and Undertaking and, without admitting or denying them, the Findings of Fact and Conclusions of Law contained therein, except the first Finding of Fact which is admitted; and,
5. Mariah Resources, Inc., by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.

JOHN DE LA CRUZ
NOTARY PUBLIC - STATE OF TEXAS
My Commission Expires

[affix notary seal here]


Notary Public in and for
the State of _____

My commission expires on: 10/07/2000

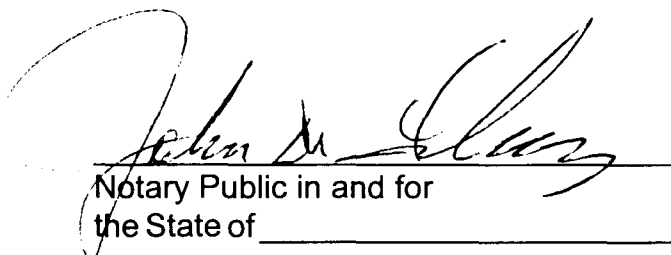
ACKNOWLEDGMENT

On the 15th day of December, 1999, James L. Slayton appeared before me, executed the foregoing Order, and acknowledged that:

1. James L. Slayton has read the foregoing Order;
2. James L. Slayton has been fully advised of his rights under the Texas Securities Act and the Administrative Procedure Act;
3. James L. Slayton knowingly and voluntarily consents to the entry of the foregoing Order and Undertaking and, without admitting or denying them, the Findings of Fact and Conclusions of Law contained therein, except the first Finding of Fact which is admitted; and,
4. James L. Slayton, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived his rights as set forth therein.

JOHN DE LA CRUZ
NOTARY PUBLIC - STATE OF TEXAS
My Commission Expires

[affix notary seal here]


Notary Public in and for
the State of _____

My commission expires on: 10/07/2000