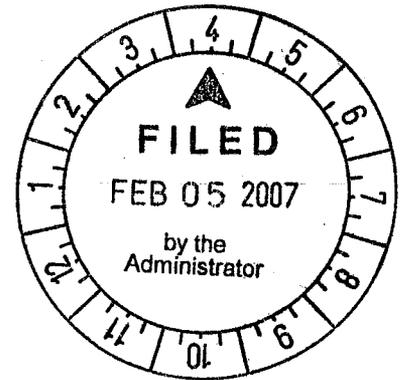


STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
THE FIRST NATIONAL CENTER, SUITE 860
120 NORTH ROBINSON
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

Mood Beverage Corporation, and
Brion Ware a/k/a Brian Ware,

Respondents.

ODS File No. 06-078

ORDER TO CEASE AND DESIST

On October 31, 2006, a recommendation to issue an order to cease and desist ("Recommendation") against Mood Beverage Corporation and Brion Ware a/k/a Brian Ware (collectively "Respondents"), was filed with the Administrator of the Oklahoma Department of Securities ("Department"). The issuance of such order is authorized by Section 814 of the Oklahoma Business Opportunity Sales Act ("Act"), Okla. Stat. *tit.* 71, §§ 801-829 (2001).

On October 31, 2006, the Administrator of the Department issued a Notice of Opportunity for Hearing with the Recommendation attached ("Notice"). Pursuant to Section 818.F of the Act, the Notice was served on the Administrator of the Department on October 31, 2006, and mailed to the last known addresses of Respondents, by certified mail, return receipt requested, and delivery restricted to the Respondents. On November 28, 2006, the Notices were returned to the Department, and each was marked "Return to Sender, Unclaimed, Unable to Forward." No request for a hearing has been received by the Administrator.

The Administrator of the Department, being fully advised in this matter, finds that the issuance of this order is in the public interest and does hereby adopt the Findings of Fact and Conclusions of Law set forth below.

Findings of Fact

1. Mood Beverage Corporation ("MBC") is a Wyoming corporation that was, at all times relevant hereto, doing business in the state of Oklahoma.
2. Brion Ware a/k/a Brian Ware was, at all times relevant hereto, an agent for MBC.
3. Beginning in at least March, 2005, Respondents offered and sold distributorship agreements ("Agreements") to the public ("Purchasers") in and/or from the state of Oklahoma that provided the Purchasers with the right to market drink products. Respondents represented that they would assist the Purchasers in finding outlets for the MBC products. Respondents also represented that they would provide initial and ongoing sales training regarding the distributorship operation, provide and circulate advertising materials to major and chain stores, and provide for any support the Purchasers needed.

4. The Agreements are not registered under the Act.
5. Respondents did not deliver to Purchasers a written disclosure document containing the information required by Section 808 of the Act.

To the extent any of these Findings of Fact are more properly characterized as Conclusions of Law, they should be so considered.

Conclusions of Law

1. The Agreements are business opportunities as defined by Section 802 of the Act.
2. Respondents offered and sold business opportunities in and/or from the state of Oklahoma.
3. Respondents engaged in the offer and sale of the business opportunities without registration of the business opportunities under the Act, in violation of Section 806 of the Act.
4. Respondents failed to provide Purchasers with the disclosure document required by Section 808 of the Act.

To the extent any of these Conclusions of Law are more properly characterized as Findings of Fact, they should be so considered.

IT IS HEREBY ORDERED that Mood Beverage Corporation and Brion Ware a/k/a Brian Ware cease and desist from the offer and sale of business opportunities in violation of Sections 806 and 808 of the Act.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 15th day of ~~January~~, 2007.
February

(SEAL)



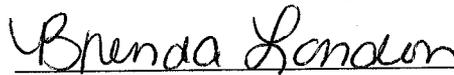
IRVING L. FAUGHT, ADMINISTRATOR OF THE
OKLAHOMA DEPARTMENT OF SECURITIES

CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 10th day of February, 2007, a true and correct copy of the above and foregoing Order to Cease and Desist was mailed by certified mail, return receipt requested, delivery restricted, with postage prepaid thereon, addressed to:

Mood Beverage Corporation
503 8th Avenue North
Myrtle Beach, SC 29577

Brion Ware a/k/a Brian Ware
503 8th Avenue North
Myrtle Beach, SC 29577



Brenda London
Paralegal