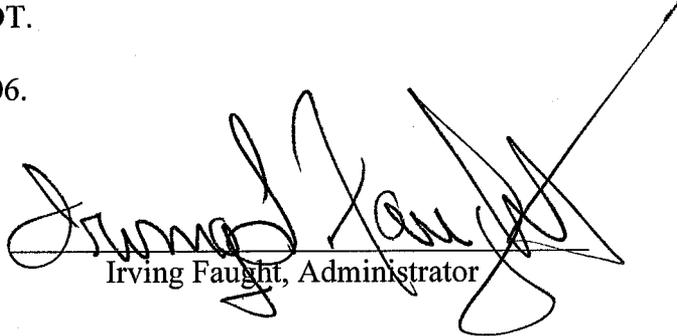


FURHTER AFFIANT SAYETH NOT.

Dated this 7th day of November, 2006.

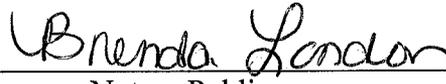
(SEAL)



Irving Faught, Administrator

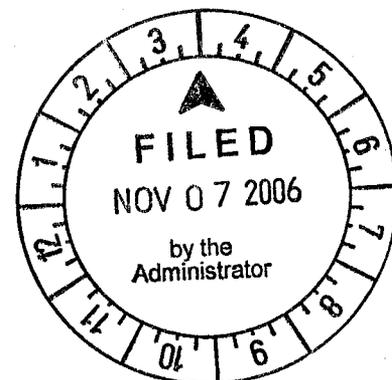
Subscribed and sworn to before me this 7th day of November, 2006.


BRENDA LONDON
Notary Public
State of Oklahoma
Commission # 05009046 Expires 09/28/09



Notary Public

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



In the Matter of:

Earthly Mineral Solutions, Inc.,
Natural Mineral Processing Company,
Roy D. Higgs, Frank L. Schwartz and
Ricky Lawton,

Respondents.

ODS File No. 07-031

ORDER TO CEASE AND DESIST
AND
NOTICE OF OPPORTUNITY FOR HEARING

Order

For purposes of this Order, the Administrator of the Oklahoma Department of Securities (Administrator) hereby adopts the Findings of Fact and Conclusions of Law set forth in the Enforcement Division Recommendation (Recommendation) attached hereto and incorporated herein by reference.

Based on the authority under Section 1-604 of the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2003), IT IS HEREBY ORDERED that Earthly Mineral Solutions, Inc. (EMS), Natural Mineral Processing Company (NMPC), Roy D. Higgs (Higgs), Frank L. Schwartz (Schwartz), and Ricky Lawton (Lawton)(collectively, the "Respondents") cease and desist the offer and/or sale of unregistered securities in violation of the Act.

Notice of Opportunity for Hearing

Pursuant to Section 1-604 of the Act, the Administrator hereby gives notice to Respondents of their right to request a hearing. The request for hearing must be received by the Administrator within thirty (30) days after service of this Order. The request for hearing must be in writing and Respondents shall specifically admit or deny each allegation against Respondents that is contained in the Recommendation.

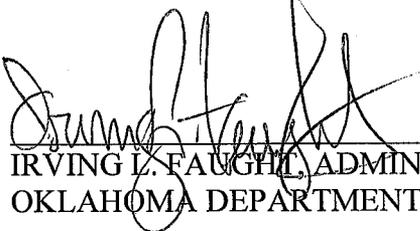
Within fifteen (15) days after receipt of a request for hearing from Respondents, this matter will be scheduled for hearing. The hearing shall commence within fifteen (15) days of the matter being set for hearing. Notice of the date, time and location of the hearing shall be given

to Respondents. If a hearing is requested, the Administrator, after notice and opportunity for hearing to Respondents, may modify or vacate this Order or extend it until final determination.

If Respondents do not request a hearing within thirty days (30) days after the date of service of this Order and none is ordered by the Administrator, the Order becomes final as to Respondents by operation of law.

7th Witness my Hand and the Official Seal of the Oklahoma Department of Securities this day of November, 2006.

(SEAL)


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

CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 8th day of November, 2006, a true and correct copy of the above and foregoing Order to Cease and Desist and Notice of Opportunity for Hearing was mailed by certified mail, return receipt requested, delivery restricted, with postage prepaid thereon, addressed to:

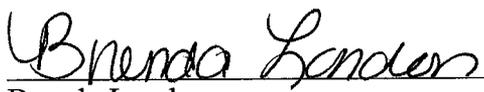
Earthly Mineral Solutions, Inc.
3850 West Ponderosa Way
Las Vegas, NV 89118

Natural Mineral Processing Company
3850 West Ponderosa Way
Las Vegas, NV 89118

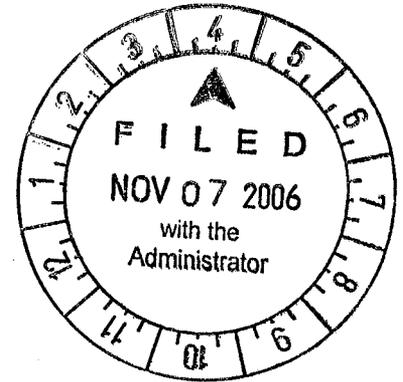
Roy D. Higgs
3850 West Ponderosa Way
Las Vegas, NV 89118

Frank L. Schwartz
3850 West Ponderosa Way
Las Vegas, NV 89118

Ricky Lawton
3850 West Ponderosa Way
Las Vegas, NV 89118


Brenda London
Paralegal

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



In the Matter of:

Earthly Mineral Solutions, Inc.,
Natural Mineral Processing Company,
Roy D. Higgs, Frank L. Schwartz and
Ricky Lawton,

Respondents.

ODS File No. 07-031

ENFORCEMENT DIVISION RECOMMENDATION

Pursuant to Section 1-602 of the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2003), an investigation was conducted by the Enforcement Division of the Oklahoma Department of Securities (Department) into the activities of Earthly Mineral Solutions, Inc. (EMS), Natural Mineral Processing Company (NMPC), Roy D. Higgs (Higgs), Frank L. Schwartz (Schwartz) and Ricky Lawton (Lawton)(collectively the "Respondents") in connection with the offer and/or sale of securities in and/or from Oklahoma.

Based thereon, the following Findings of Fact, Authorities, and Conclusions of Law are submitted to the Administrator of the Department (Administrator), or his designee, in support of the issuance of an order to cease and desist.

Findings of Fact

1. EMS is a Nevada corporation with its principal place of business at 3850 Ponderosa Way, Las Vegas, Nevada.
2. NMPC is a Nevada corporation with its principal place of business at 3850 Ponderosa Way, Las Vegas, Nevada. NMPC is an affiliate of and is controlled by Respondents Higgs, Schwartz, and Lawton.
3. Higgs is represented by EMS to be the Chairman of the Board, Chief Executive Officer and Treasurer of EMS.
4. Schwartz is represented by EMS to be the President of EMS.
5. Lawton is represented by EMS to be the House Counsel, Secretary and Resident Agent of EMS.

6. Beginning in or about January, 2004, EMS offered and/or sold interests in mineral claims (the "Mineral Claim Interests") in and/or from the state of Oklahoma. Written materials distributed by EMS (the "Sales Literature") state that EMS holds mineral claims to approximately 19,000 acres of land near Las Vegas, Nevada. The Sales Literature states that the land subject to the EMS mineral claims is owned by the United States and managed by the United States Bureau of Land Management (BLM). The Sales Literature states that EMS is the "Sponsor and owner of sale [sic] of certain fractional interests in mineral claims." The Sales Literature states that EMS is offering the Mineral Claim Interests at Twenty Thousand Dollars (\$20,000.00) per acre.

7. The Sales Literature represents that the Mineral Claim Interests will increase in value through appreciation of land values near Las Vegas, Nevada. The Sales Literature makes reference to the "constant growth" and "sprawl" of the city of Las Vegas and states: "The trend clearly shows more than a trebling of values in a 6 year period, which equates to an average increase of roughly 35% per year." The Sales Literature states that before the land can be sold by the BLM to accommodate expansion by the city of Las Vegas the BLM must purchase the Mineral Claim Interests.

8. The Sales Literature states under the heading "What's the Deal?" that the purchaser of a Mineral Claim Interest from EMS will receive a claim in an area pre-designated by EMS. EMS further represents that it will use its "knowledge and expertise" to maintain the claims in good standing under "...all state and federal laws."

9. To provide investment returns, in addition to the appreciation in value of the Mineral Claim Interests, the Sales Literature states that a purchaser may grant NMPC a "right of first refusal" to extract the minerals from the purchaser's Mineral Claim Interest (the "Right of First Refusal Contracts"). In exchange for this "right of first refusal" the Mineral Claim Interest purchaser will receive a return of 7% per annum of the purchase price for a period of five years.

10. The Sales Literature states that the founders of EMS have a history of being successful businessmen. The Sales Literature further states that Higgs founded EMS. The Sales Literature does not disclose that in 1989 Higgs filed a petition in bankruptcy and was discharged in 1997. The Sales Literature also fails to disclose that in 1991, Higgs was fined by the Arizona Corporation Commission for violations of the registration and anti-fraud provisions of the Arizona securities laws.

11. The mineral claims offered and sold by Respondents are not registered under the Act.

12. The Right of First Refusal Contracts offered and sold by Respondents are not registered under the Act.

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

Authorities

1. Section 1-102 provides in part:

In this act, unless the context otherwise requires:

* * *

32. "Security" means a note; stock; treasury stock; security future; bond; debenture; evidence of indebtedness; certificate of interest or participation in a profit-sharing agreement; collateral trust certificate; preorganization certificate or subscription; transferable share; investment contract; voting trust certificate; certificate of deposit for a security; fractional undivided interest in oil, gas, or other mineral rights; put, call, straddle, option, or privilege on a security, certificate of deposit, or group or index of securities, including an interest therein or based on the value thereof; put, call, straddle, option, or privilege entered into on a national securities exchange relating to foreign currency; or, in general, an interest or instrument commonly known as a "security," or a certificate of interest or participation in, temporary or interim certificate for, receipt for, guarantee of, or warrant or right to subscribe to or purchase, any of the foregoing.

* * *

d. includes as an "investment contract" an investment in a common enterprise with the expectation of profits to be derived primarily from the efforts of a person other than the investor and a "common enterprise" means an enterprise in which the fortunes of the investor are interwoven with those of either the person offering the investment, a third party, or other investors.

2. Section 1-301 of the Act provides:

It is unlawful for a person to offer or sell a security in this state unless:

- (1) The security is a federal covered security;
- (2) The security, transaction, or offer is exempted from registration under Sections 6 through 8 of this act [Sections 1-201 through 1-203 of this title]; or
- (3) The security is registered under the act.

3. Section 1-604 of the Act provides in part:

A. If the Administrator determines that a person has engaged, is engaging, or is about to engage in an act, practice, or course of business constituting a violation of this act or a rule adopted or order issued under this act or constituting a dishonest or unethical practice or that a person has materially aided, is materially aiding, or is about to materially aid an act, practice, or course of business constituting a violation of this act or a rule adopted or order issued under this act or constituting a dishonest or unethical practice, the Administrator may:

1. Issue an order directing the person to cease and desist from engaging in the act, practice, or course of business or to take other action necessary or appropriate to comply with this act[.]

* * *

B. An order under subsection A of this section is effective on the date of issuance. Upon issuance of the order, the Administrator shall promptly serve each person subject to the order with a copy of the order and a notice that the order has been entered. The order must include a statement whether the Administrator will seek a civil penalty or costs of the investigation, a statement of the reasons for the order, and notice that, within fifteen (15) days after receipt of a request in a record from the person, the matter will be scheduled for a hearing and the hearing shall be commenced within fifteen (15) days of the matter being set for hearing. If a person subject to the order does not request a hearing and none is ordered by the Administrator, within thirty (30) days after the date of service of the order, the order, that may include a civil penalty or costs of the investigation if a civil penalty or costs were sought in the statement accompanying the order, becomes final as to that person by operation of law. If a hearing is requested or ordered, the Administrator, after notice of and opportunity for hearing to each person subject to the order, may modify or vacate the order or extend it until final determination.

* * *

D. In a final order under subsection C of this section, the Administrator may impose a civil penalty up to a maximum of Five Thousand Dollars (\$5,000.00) for a single violation or up to Two Hundred Fifty Thousand Dollars (\$250,000.00) for multiple violations in a single proceeding or a series of related proceedings.

Conclusions of Law

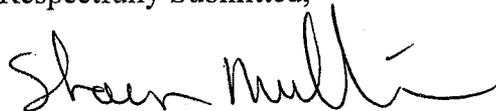
1. The Mineral Claims offered and sold by Respondents are securities as defined by 1-102.32 of the Act.
2. The Right of First Refusal Contracts offered and sold by Respondents are securities as defined by 1-102.32 of the Act.
3. Respondents have sold and continue to offer unregistered securities in the state of Oklahoma, in violation of Section 1-301 of the Act.
4. The Administrator has the authority to order Respondents to cease and desist from engaging in an act, practice, or course of business constituting a violation of the Act.
5. The Administrator has the authority to impose a civil penalty for violations of the Act.
6. It is in the public interest to order Respondents to cease and desist from engaging in an act, practice or course of business constituting a violation 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.

WHEREFORE, it is recommended that the Administrator issue an order against EMS, NMPC, Higgs, Schwartz and Lawton to cease and desist from offering and selling an unregistered security in this state, in violation of the Act.

Dated this 7th day of November, 2006.

Respectfully Submitted,



Shaun Mullins
Enforcement Attorney
Oklahoma Department of Securities
120 North Robinson, Suite 860
Oklahoma City, OK 73102
(405) 280-7700