THE NORTH CAROLINA SECURITIES DIVISION,	)	
	)	
Petitioner,	)	
	)	
	)	
	)	**FINAL**
vs.	)	**ORDER**
	)	
ROBERT LAWRENCE KOPPEL and PRO FINANCIAL GROUP, INC.,	)	**FILE NO. 08-SEC-023**
	)	
Respondents.	)	

THIS CAUSE coming on to be heard and being heard before the Secretary of State of the State of North Carolina (the "Secretary of State"), as Administrator of the North Carolina Securities Act; and

IT APPEARING to the Administrator that the undersigned Respondents Robert Lawrence Koppel, hereinafter "Respondent Koppel" (a natural person whose primary place of residence is the State of California) and Pro Financial Group, Inc., hereinafter "Respondent Pro Financial", (a California corporation with its principal office in Roseville, California), each without admitting violation of or non-compliance with any rule, regulation or law of any kind, and without admitting any liability to any person or entity whatsoever, have stipulated to the entry of a FINAL ORDER as follows, and which is therefore now made:

FINAL ORDER

NOW, THEREFORE, the Administrator, acting through her duly appointed Deputy Securities Administrator, pursuant to and under all authority granted by the North Carolina Securities Act, and with the consent of each Respondent, does hereby enter into this FINAL ORDER.

NOW, THEREFORE, with the consent, stipulation and agreement of each Respondent, it is HEREBY ORDERED that each Respondent shall immediately cease and desist from offering to sell or selling securities of any kind in the State of North Carolina, including, but not limited to, their various "investment contract" and related programs, or the securities offered by any other entity, to persons residing or located in the State of North Carolina, without first complying with Chapter 78A, N.C.G.S., the North Carolina Securities Act.

This FINAL ORDER shall become final upon entry.

WITNESS MY HAND AND THE OFFICIAL SEAL of the North Carolina Department of Secretary of State, this the 31st day of October 2008

ELAINE F. MARSHALL
SECRETARY OF THE STATE OF
NORTH CAROLINA and
SECURITIES ADMINISTRATOR

By:
DAVID S. MASSEY
DEPUTY SECURITIES ADMINISTRATOR

CONSENT TO ENTRY OF FINAL ORDER BY

ROBERT LAWRENCE KOPPEL

Robert Lawrence Koppel hereby acknowledges that he has read, understands and consents to the entry of the foregoing FINAL ORDER. By agreeing to the stipulations in this FINAL ORDER, Respondent Koppel admits the jurisdiction of the North Carolina Secretary of State to enter and enforce this Order, and consents to entry of this Order by the North Carolina Secretary of State.

Dated this the 14th day of October, 2008.

By: _____
Robert Lawrence Koppel

SUBSCRIBED AND SWORN TO before me this ____ day of _____, 200__.

_____
Notary Public
My Commission expires: _____

CONSENT TO ENTRY OF FINAL ORDER BY

PRO FINANCIAL GROUP, INC.

As President and controlling shareholder of Pro Financial Group, Inc., Robert L. Koppel hereby acknowledges that he has read, understands and consents to the entry of the foregoing FINAL ORDER. By agreeing to the stipulations in this FINAL ORDER, Respondent Pro Financial admits the jurisdiction of the North Carolina Secretary of State to enter and enforce this Order and consents to entry of this Order by the North Carolina Secretary of State.

Dated this the 14th day of October, 2008.

Pro Financial Group, Inc.

By: _____

Title: PRESIDENT

SUBSCRIBED AND SWORN TO before me this ____ day of _____, 200__.

_____

Notary Public

My Commission expires: _____