STATE OF NORTH CAROLINA

Department of The Secretary of State

THE NORTH CAROLINA SECURITIES DIVISION, Petitioner, vs. **MASON BARNES, BRADLEY KIRK TURNER and KENTUCKY MOUNTAIN VIEW PETROLEUM, INC.,** Respondents.	**TEMPORARY ORDER** **TO** **CEASE AND DESIST** **FILE NO. 07-011-RF**

Pursuant to the authority granted by Chapter 78A of the North Carolina General Statutes (the North Carolina Securities Act), hereinafter referred to as the "Securities Act," and the rules promulgated thereunder, the Securities Division of the Department of the Secretary of State, hereinafter referred to as the "Securities Division," has investigated the activities of **MASON BARNES, BRADLEY KIRK TURNER and KENTUCKY MOUNTAIN VIEW PETROLEUM, INC.**, (hereinafter, the "Respondents") to determine if any one of them have engaged in, or are about to engage in, any act or practice constituting a violation of the Securities Act or any rule or order thereunder.

THE SECURITIES DIVISION has filed an Administrative Petition against the above-named Respondents seeking, among other remedies, a temporary and summary Cease and Desist Order pursuant to the provisions of N.C.G.S. §78A-47(b)(2).

THE SECRETARY OF STATE, acting by and through her duly authorized Deputy Securities Administrator, from the investigation and the information derived therefrom, and for the protection and preservation of the public welfare and in the public interest, makes the following:

FINDINGS OF FACT

1. Respondent **KENTUCKY MOUNTAIN VIEW PETROLEUM, INC.** (hereinafter "KMVP" or "Respondent") is a corporation formed on October 20, 2004 in the State of California, owned and operated by Bradley Kirk Turner. Kentucky maintains a business office at 9249 Lexington Road, Lancaster, Kentucky, 40444. Further, on December 28, 2005 KMVP filed a Form D, Rule 506 notice filing pursuant to the provisions of the North Carolina Securities Act with the North Carolina Department of the Secretary of State, paying a fee of $350.00 to the Securities Division.

2. Respondent **MASON BARNES** (hereinafter "Barnes" or "Respondent") is or was the vice-president of KMVP.

3. Respondent **BRADLEY KIRK TURNER** (hereinafter "Turner" or "Respondent") is or was the president of KMVP. Turner was previously the principal for one or more entities that conducted business as Rockwell Resources, LLC and Rockwell Petroleum Corporation. State regulators in California, Kansas, Kentucky, Pennsylvania, and Utah each issued Cease and Desist orders against one or more of these entities (Barnes, Turner, Rockwell Resources, LLC, and Rockwell Petroleum Corporation) ordering Respondents to stop violating the state's securities laws.

4. Respondents Barnes and Turner are marketers and sellers of investments in oil and gas drilling well operations whereby investors are promised a monthly income payment, based on their investment interest, from the purported profits of oil wells.

5. Upon information and belief, in approximately July 2006, after submitting a form via a pop-up window on the internet for individuals interested in receiving information on how to invest, a North Carolina investor received a telephone call from Barnes regarding KMVP's business of oil and gas exploration. Barnes did not have a pre-existing relationship with the North Carolina investor. Respondents' use of the internet site constituted a general solicitation and a public offering of securities.

6. Upon information and belief, during the July 2006 telephone call, Barnes offered and sold to a North Carolina investor an investment contract in which Barnes represented that Respondents and the North Carolina investor would share in the profits of the five oil wells in KMVP's oil and gas exploration.

7. In addition to the telephone call, Barnes mailed the North Carolina investor a brochure, a purchaser questionnaire, and an investment contract to sign referencing the North Carolina investor's purchase, and a FedEx envelope in which to return the documents.

8. In approximately August 2006, the North Carolina investor signed the investment contract and mailed the signed investment contract and a check for forty-nine thousand three hundred dollars ($49,300.00) in an envelope addressed to KMVP, from Black Mountain, North Carolina to Lancaster, Kentucky.

9. Upon information and belief, the North Carolina investor spoke mostly about the investment with Barnes, but on a couple of occasions spoke with Turner about the investment. The North Carolina investor never received any profit, money or return from his investment with Barnes, Turner and KMVP. Subsequent attempts by the North Carolina investor to reach Barnes and Turner were unsuccessful due to disconnected phone numbers for Barnes and Turner.

10. The offer and sale of the investment contract in the oil and gas exploration, as described herein constitutes the "offer" and "sale" of a "security," as those terms are defined pursuant to N.C.G.S. §§ 78A-2(8) and 78A-2(11).

11. The investment in the oil and gas exploration, as offered and sold to the North Carolina investor by Respondents, was not registered with the Securities Division of the Department of the Secretary of State under the provisions of the North Carolina Securities Act prior to being offered and sold in North Carolina, as required by N.C.G.S. §78A-24.

12. Although KMVP claimed the offering complied with the requirements for exemption from securities registration contained in Regulation D, Rule 506, the Respondents used general solicitation or advertising to market securities in connection with the offer and sale of the aforesaid security to a person in North Carolina. Consequently, the exemption provided by Regulation D, Rule 506 is not available to the Respondents. Therefore, the offer and sale of the aforesaid security was made in violation of N.C.G.S. §78A-24.

13. Barnes and Turner are not, and were not licensed to sell securities in North Carolina, and therefore, in violation of N.C.G.S. §78A-36(a). Also, KMVP employed unlicensed salesmen to offer and sell their securities, in violation of N.C.G.S. §78A-36(b).

14. It is in the public interest of the citizens of North Carolina and for the protection of investors that Respondents be prohibited from violating the provisions of the Securities Act in connection with selling or making offers to sell securities, buying or soliciting offers to buy securities.

15. Respondents presently continue to have the ability to offer and sell securities to persons in North Carolina in violation of the provisions of N.C.G.S. §§78A-24 and 78A-36.

16. The Respondents' solicitation of a North Carolina investor poses an immediate and significant danger to the public welfare because the securities offered have not been registered with the Division. Proper registration of securities is an essential safeguard serving to protect the public from securities fraud. In addition, the registration as a dealer or salesman, as required by the Securities Act, is essential to ensure that persons transacting business in this State are competent and properly authorized to do so.

17. An immediate Temporary Order to Cease and Desist is necessary and appropriate to address Respondents' violations of the North Carolina Securities Act. Any delay in issuing an order under N.C.G.S. §78A-47(b)(1) will result in irreparable harm to the public interest by allowing persons to continue to transact business in North Carolina in violation of its laws, and to its citizens in the form of economic loss resulting from investment in securities sold in violation of its laws.

CONCLUSIONS OF LAW

1. The Secretary has statutory authority pursuant to N.C.G.S. §78A-47(b)(2) to enter and issue a Temporary Order to Cease and Desist against the Respondents.

2. There is reasonable cause to believe the Respondents have engaged in willful violations of the North Carolina Securities Act, specifically N.C.G.S. §§78A-24 and 78A-36.

3. There is reasonable cause to believe the Respondents will continue to commit acts and omissions in violation of the North Carolina Securities Act.

4. It is necessary and appropriate for the protection and preservation of the public interest that the Respondents are temporarily and summarily ordered to cease and desist from making offers and sales of securities in violation of the North Carolina Securities Act.

5. The public interest would be irreparably harmed by the delay inherent in issuing an order under the provisions of N.C.G.S. §78A-47(b)(1).

NOW, THEREFORE, IT IS ORDERED, pursuant to the authority contained in N.C.G.S. §78A-47(b)(2), that Respondents Mason Barnes, Bradley Kirk Turner and Kentucky Mountain View Petroleum, Inc., shall immediately cease and desist from:

a. offering for sale, soliciting offers to purchase, or selling, in or from North Carolina, securities of Kentucky Mountain View Petroleum, Inc. and any security of any issuer,

howsoever denominated, unless and until such securities have been registered pursuant to the provisions of the Securities Act; and

b. offering for sale, soliciting offers to purchase, or selling, in or from North Carolina, securities of Kentucky Mountain View Petroleum, Inc. and any security of any issuer, howsoever denominated, unless and until Respondents become registered pursuant to the provisions of the Securities Act as dealers or salesmen.

NOTICE IS HEREBY GIVEN that the Respondents may request a hearing upon this matter by transmitting such request, in writing and within thirty (30) business days of receipt of this document, to David S. Massey, Deputy Securities Administrator, Securities Division, Department of the Secretary of State, Post Office Box 29622, Raleigh, North Carolina 27626-0622. A copy of any such request shall be served by first-class mail upon Dena J. King, Enforcement Attorney, Securities Division, Department of the Secretary of State, Post Office Box 29622, Raleigh, North Carolina 27626-0622. If such a request is made, this matter shall be scheduled for a hearing in accordance with Chapter 150B of the North Carolina General Statutes within twenty (20) days after receipt by the Deputy Securities Administrator of the written request. If no request for a hearing, other responsive pleading, or submission is received by the Deputy Securities Administrator within thirty (30) business days of the receipt of service hereof, this Temporary Order To Cease And Desist shall become final and remain in effect unless it is modified or vacated by the Secretary of State in her capacity as Administrator of the North Carolina Securities Act.

WITNESS MY HAND AND THE OFFICIAL SEAL of the North Carolina Department of the Secretary of State, this the 2nd day of November, 2009.

Time of entry: 10:58 A.M.

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

By:
DAVID S. MASSEY
DEPUTY SECURITIES ADMINISTRATOR