

COPY

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BEFORE THE SECRETARY OF THE COMMONWEALTH

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Department of State

Commonwealth of Pennsylvania,
Bureau of Charitable Organizations

Docket No. 0032-98-10

vs.

File No. 10-98-03509

Impact Communications, Inc.
Respondent

CONSENT AGREEMENT AND ORDER

The Commonwealth of Pennsylvania, Bureau of Charitable Organizations ("Bureau"), and Impact Communications, Inc., ("Respondent") stipulate as follows in settlement of the above-captioned case:

JURISDICTION

1. This matter is before the Secretary of the Commonwealth ("Secretary") pursuant to the Solicitation of Funds for Charitable Purposes Act, Act of December 19, 1990, P.L. 1200, No. 202, *as amended* ("Act"), 10 P.S. §§ 162.1, *et. seq.*
2. Respondent is a professional fundraising counsel as defined by the Act.
3. At all relevant and material times, Respondent did not hold a registration to provide professional fundraising counsel services to charitable organizations within the Commonwealth of Pennsylvania.

STIPULATED FACTS

4. Respondent admits that the following allegations are true:
 - a. Respondent's last known business address is Suite 200, 906 Pennsylvania Avenue, SE, Washington, DC 20003.

- b. On or about January 2009, Respondent entered into a contract to provide professional fundraising counsel services to Parents, Family and Friends of Lesbians and Gays ("PFLAG") from January 26, 2009 until April 9, 2009.
- c. Respondent did not file its contract with PFLAG with the Bureau.
- d. During the time, solicitations for PFLAG were mailed to Pennsylvania residents.

AGREED VIOLATIONS

5. Respondent admits and agrees that by engaging in the foregoing activities, Respondent has violated the Act by:

- b. Failing to register as a professional fundraising counsel with the Bureau prior to rendering services in violation of 10 P.S. § 162.8(a); and
 - a. Failing to file a contract with the Bureau no less than ten working days prior to the performance of the services in violation of 10 P.S. § 162.8(d).

PROPOSED ORDER

6. The participants, intending to be legally bound, consent to issuance of the following Order in settlement of this matter:

- a. Respondent violated the Act at 10 P.S. § 162.8(a); and
- b. Respondent violated the Act at 10 P.S. § 162.8(d).

ADMINISTRATIVE FINE

c. An ADMINISTRATIVE FINE of one thousand five hundred dollars (\$1,500.00) is levied upon Respondent. Respondent shall tender the full sum of one thousand five hundred dollars (\$1,500.00), with this executed Consent Agreement which shall be paid by certified check, cashiers check, attorney's check, or U.S. Postal money order made payable to the "Commonwealth of Pennsylvania."

CEASE AND DESIST

d. Respondent shall cease and desist from soliciting contributions in Pennsylvania until such time as the Respondent becomes properly registered with the Bureau. Proof of proper registration shall consist of a copy of a current certificate of registration issued by the Bureau.

CASE SETTLED AND DISCONTINUED

7. This case shall be deemed settled and discontinued upon the Secretary issuing an Order adopting this Consent Agreement and the Respondent's successful completion of the requirements of this Order. However, nothing in this Consent Agreement and Order shall preclude the Prosecution Attorney for the Bureau from filing charges or the Secretary from imposing disciplinary or corrective measures for violations or facts not contained in this Consent Agreement and Order.

ACKNOWLEDGEMENT OF NOTICE AND WAIVER OF HEARING

8. Respondent waives the filing of an Order to Show Cause in this matter. Respondent knowingly and voluntarily waives the right to an administrative hearing in this matter, and to the following rights related to the hearing: to be represented by counsel at the hearing; to present witnesses and testimony in defense or in mitigation of any sanction that may be imposed for a violation; to cross-examine witnesses and to challenge evidence presented by the Bureau; to present legal arguments by means of a brief; and to take an appeal from any final adverse decision.

AGREEMENT NOT BINDING ON OTHER PARTIES

9. This Consent Agreement is between the Bureau and Respondent only. It does not bind any other administrative or governmental entity of the Commonwealth of Pennsylvania, including any other bureau within the Department of State. Except as otherwise noted, this Agreement is to have no legal effect if (a) the Office of General Counsel expresses an objection to the Agreement's form or legality and/or (b) unless and until the Secretary issues the stipulated Order.

EFFECT OF SECRETARY'S REJECTION

10. Should the Secretary not approve this Consent Agreement, presentation to and consideration of this Consent Agreement and other documents and matters by the Secretary shall not prejudice the Secretary from further participation in the adjudication of this matter. This paragraph is binding on the participants even if the Secretary does not approve this Consent Agreement.

ENTIRE AGREEMENT

11. This Agreement contains the whole agreement between the parties; provided, however, that the captions printed in the various provisions of this agreement are for ease of reading only and are not to be interpreted as forming any part of this agreement. There are no other terms, obligations, covenants, representations, statements or conditions, or otherwise, of any kind whatsoever, concerning this Agreement.

REGISTRATION

12. The violations contained in this Consent Agreement, and agreed to by Respondent, will not affect Respondent's ability to register as a charitable organization with the Bureau, provided that Respondent is compliant with the Act and all registration information required by the Act has been submitted and approved by the Bureau. Nothing in this paragraph shall preclude the Prosecuting Attorney for the Commonwealth from filing charges, or the Secretary from imposing disciplinary or corrective measures, for violations or facts not contained in this Consent Agreement.

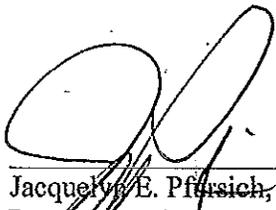
AGREEMENT DOES NOT PREVENT REFERRAL TO OTHER AGENCIES

13. The parties acknowledge that other federal, state, and/or local agencies may have jurisdiction over the activities of, or representations made by, Respondent and its officers, directors, agents, employees or independent contractors. Nothing in this Consent Agreement or the Order based upon this Consent Agreement shall preclude representatives of the Bureau from referring any information or data produced as a result of this matter to any federal, state, or local agency or governmental unit having jurisdiction over the activities of Respondent or any officer, director, agent, employee or independent contractor of the Respondent.

VERIFICATION OF FACTS AND STATEMENTS

14. Respondent verifies that the facts and statements set forth in this Agreement are true and correct to the best of Respondent's knowledge, information and belief. Respondent understands that statements in this Agreement are made subject to the criminal penalties of 18 Pa.C.S. § 4904 relating to unsworn falsification to authorities.

Impact Communications, Inc.



Jacquelyn E. Pffersich, Esquire
Prosecuting Attorney
Department of State



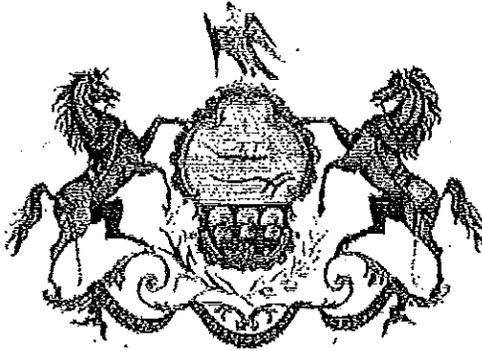
By: R. P. Deary
Title: President
Respondent

DATED:

5/25/10

DATED:

4/27/10



**IN THE MATTER OF
Impact Communications, Inc.
FILE NO. 10-98-03509**

ORDER

AND NOW, to wit, on this 8th day of June 2010, the terms of paragraph 6 of the foregoing Consent Agreement are hereby adopted and incorporated as the Order of the Secretary of the Commonwealth in resolution of this matter. This Order shall take effect immediately.

BY ORDER:

Pedro A. Cortés

Pedro A. Cortés
Secretary of the Commonwealth