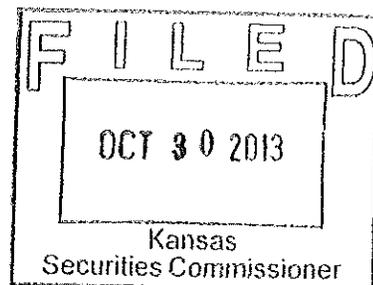


**BEFORE THE SECURITIES COMMISSIONER
OF THE STATE OF KANSAS**



In the Matter of:

Sidelight Entertainment Group, Inc,
Global Warrior Challenge, Inc,
Pickerswarehouse, Inc,
Sidelight Entertainment Inc,
Robert S. Beene,
and their representatives and agents,

Docket No. 14 E 008
KSC No. 2014-6138

Respondents.

Pursuant to K.S.A. 17-12a604

CEASE AND DESIST ORDER

COMES NOW the above-entitled matter for consideration by the Securities
Commissioner of Kansas. Upon due deliberation, the Commissioner finds as follows:

Findings of Fact

JURISDICTION

1. Pursuant to K.S.A. 17-12a604, if the Securities Commissioner of Kansas finds that a person has engaged, is engaging, or is about to engage in an act, practice, or course of business constituting a violation of the Kansas Uniform Securities Act (KUSA), K.S.A. 17-12a101 et seq., or a rule adopted or order issued under the KUSA 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 the KUSA, or a rule adopted or order issued under the KUSA, the Securities Commissioner of Kansas may issue an order directing the person to cease and desist from engaging in the act, practice, or course of business or take other action necessary or appropriate to comply with this act.

2. Pursuant to K.S.A. 17-12a602, staff for the Securities Commissioner of Kansas has conducted an investigation to determine whether Respondents have violated or are about to violate the KUSA.

3. Staff for the Securities Commissioner of Kansas alleges that Respondents engaged in, were about to engage in, materially aided, or were about to materially aid an act, practice, or course of business constituting violations of K.S.A. 17-12a301 and K.S.A. 17-12a501.

4. K.S.A. 17-12a301 and K.S.A. 17-12a501 are part of the KUSA.

5. Accordingly, the Securities Commissioner of Kansas has jurisdiction over this matter.

RESPONDENTS

6. Sidelight Entertainment Group, Inc. is a private for profit corporation incorporated in the State of Kansas on or about March 16, 2012. Its last known business address is 307 N. 3rd Street, Atchison, Kansas 66002.

7. Robert S. Beene is the President of Sidelight Entertainment Group, Inc. His last known business address is 307 N. 3rd Street, Atchison, Kansas 66002.

8. Global Warrior Challenge, Pickerswarehouse Inc., and Sidelight Entertainment Inc. are names Sidelight Entertainment Group, Inc. has been previously registered as and are known by.

SELLING UNREGISTERED SECURITIES

10. K.S.A. 17-12a301 makes it unlawful for a person to offer or sell a security in the State of Kansas unless the security is registered under the KUSA or the security is exempt from registration under the KUSA.

11. Robert Beene, the authorized agent for Sidelight Entertainment Group, Inc., offered an investment plan which was described in the following manner:
- a. The plan was titled "Investors Purchase Agreement", "Points for the Event "Global Warrior Challenge".
 - b. The plan offered to sell points valued at \$5,000.00 per point to investors.
 - c. The points pertained to Pay-Per-View Buy-Ins for the Global Warrior Challenge held at the Sprint Center in Kansas City, Missouri on June 29, 2013.
 - d. Investors will receive a payout for their points no later than July 31, 2013.

12. An explanation sheet accompanied the investment plan document which was described in the following manner:

- a. The event is known as the "Global Warrior Challenge", a group of mixed martial arts fights, which will be held on June 29, 2013 at the Sprint Center in Kansas City, Missouri live and on Pay-Per-View. Sidelight Entertainment Group (The Promoter) is offering points to investors who want to share in profits known as "Buy-Ins" from Pay-Per-View.
- b. Buy-Ins are based on how many households purchase the event on Pay-Per-View with each order equaling one Buy-In. Each Buy-In is valued at \$49.00 per order.
- c. Points are available to the public to invest in this event. Each point is valued and sold at \$5,000.00.
- d. The Promoter's cut from Pay-Per-View is 40% of the gross profit of Buy-Ins.
- e. The investors cut is 25% of the Promoters cut.
- f. The investors return is based on the number of investors. Only 100 points are being sold to investors. To determine the investors return:
 1. Divide the gross Pay-Per-View sales by .40 (40%) to determine the Promoters cut.
 2. Divide the Promoters cut of Pay-Per View by .25 (25%) to determine the investors cut.

3. Divide the investors cut by 100 (points sold) to obtain the price per point.
 4. Multiply the result by the number of points purchased by the investor to obtain the investors total return.
- g. Pay-out to investors will occur no later than July 31, 2013.
13. As a result of Beene's promotion of the Global Warrior Challenge, at least one Kansas resident agreed to invest in the program.
 14. On or about May 16, 2013, a Kansas investor sent a check to Beene for \$10,000.00 to purchase 2 points whereupon the investor received an Investor Purchase Agreement from Sidelight Entertainment Group, Inc.
 15. The investments that were offered by Sidelight Entertainment Group, Inc. and promoted by Robert S. Beene are not currently registered, nor have they ever been registered, as securities with the Office of the Securities Commissioner of Kansas.

SECURITIES FRAUD

16. Pursuant to K.S.A. 17-12a501(2), it is unlawful for a person, in connection with the offer, sale, or purchase of a security, directly or indirectly, to make an untrue statement of a material fact, or to omit to state a material fact necessary in order to make a statement made, in the light of the circumstances under which it is made, not misleading.
17. On or about April 10, 2012, respondent Robert Beene filed for Chapter 13 Bankruptcy in the U.S. Bankruptcy Court, District of Kansas (Kansas City). This case is captioned under Bankruptcy Petition #12-20936.
18. As of October 21, 2013, Bankruptcy Petition #12-20936 was still active.

19. At the time the Kansas investor gave Beene a check for \$10,000 to purchase points in the Global Warrior Challenge, Beene failed to disclose his currently active bankruptcy petition to the Kansas investor, an omission of material fact.

Conclusions of Law

1. The Securities Commissioner of Kansas has jurisdiction over this matter pursuant to K.S.A. 17-12a604(a).

2. The investments in the Global Warrior Challenge that are described herein are securities as defined by K.S.A. 17-12a102(28).

3. Sidelight Entertainment Group, Inc. offered or sold unregistered securities in the State of Kansas, in violation of K.S.A. 17-12a301.

4. Robert S. Beene offered or sold unregistered securities in the State of Kansas, in violation of K.S.A. 17-12a301.

5. Robert Beene, in connection with the offer, sale, or purchase of a security, omitted to state a material fact, his active bankruptcy petition, in violation of K.S.A. 17-12a501(2).

IT IS THEREFORE ORDERED by the Securities Commissioner that:

1. Respondents cease and desist in the State of Kansas from selling, offering to sell, or materially aiding in the offer or sale, on behalf of themselves or on behalf of any other person/entity that they are acting in concert with, investments in the Global Warrior Challenge unless and until investments in Global Warrior Challenge are properly registered in the State of Kansas or are exempt from registration in the State of Kansas.

2. Respondents cease and desist in the state of Kansas from soliciting offers to purchase or making offers to sell, or effecting or transacting sales of securities, or the securities

of any other person or issuer, or directly or indirectly aiding and assisting in the same or attempting to do the same, unless and until Respondents refrain from all acts and practices which constitute violations or are about to constitute violations of the Kansas Uniform Securities Act.

Opportunity for Hearing

If the Respondents wish to contest the Findings of Fact and Conclusions of Law set forth herein, the Respondents must file a request for hearing within thirty (30) days after service of this Order. The request for hearing must be in the manner and form prescribed by K.A.R. 81-11-5, and it must be filed with the Office of the Securities Commissioner of Kansas, 109 SW 9th Street, Suite 600, Topeka, Kansas 66612. The request for hearing must be verified under oath by the Respondents and, if the Respondents dispute any of the Findings of Fact or Conclusions of Law set forth herein, the Respondents shall specifically deny the findings/conclusions or they will be deemed admitted. In addition, the Respondents may offer evidence and argument to mitigate the findings/conclusions set forth herein. If the findings/conclusions are properly disputed, a hearing officer will be appointed and the matter will be set for hearing. If no request for hearing is filed within thirty (30) days after service of this Order, this Order will be modified to include the above enumerated sanctions and will become final by operation of law.

IT IS SO ORDERED BY THE COMMISSIONER.

Entered at Topeka, Kansas, this 30th day of October, 2013.



[Redacted signature]

Joshua A. Ney
Securities Commissioner
State of Kansas