ADMINISTRATIVE PROCEEDING

BEFORE THE

SECURITIES COMMISSIONER OF SOUTH CAROLINA

IN THE MATTER OF:)	
)	CONSENT ORDER
Decision Sciences Corporation,)	
)	File Number 09025
)	
Respondent.)	

WHEREAS, the Securities Division of the Office of the Attorney General of the State of South Carolina (the "Division"), pursuant to authority granted in the South Carolina Uniform Securities Act of 2005, S.C. Code Ann. § 35-1-101 to 35-1-703 (Supp. 2008) (the "Act"), on or around February 6, 2009, received information regarding alleged activities of Decision Sciences Corporation (the "Company") which, if true, would constitute violations of the Act;

WHEREAS, the information pertained to the Company's registration status at the time of one or more offers and sales of shares of stock of the Company to persons in South Carolina;

WHEREAS, the information led the Division to open and conduct an investigation into the Company's registration status at the time of the offer and sale of shares of stock of the Company to one or more persons in South Carolina;

WHEREAS, in connection with its investigation, the Division found that the Company effected seven (7) securities transactions in South Carolina during the period July 19, 2007, to April 11, 2008, and that the securities the Company sold in the seven (7) securities transactions were not properly registered or exempt, or notice filed with the Division as required by the Act;

WHEREAS, the securities offered in the State of South Carolina may have qualified as exempt transactions pursuant to S.C. Code Ann. § 35-1-202(14) (Supp. 2008) except that compensation, in the



form of shares of the Company's stock, was given to two individuals for referring some but not all of the investors involved in the seven (7) transactions in South Carolina mentioned above;

WHEREAS, there is no indication any agent or representative of the Company knew of the violations at the time the violations occurred;

WHEREAS, the two persons who received shares as compensation for referring investors to the Company have returned to the Company all of the shares issued to them in connection with the transactions, thereby forfeiting all compensation received in connection with the Company's offer and sale of shares of stock to one or more persons in South Carolina; and

WHEREAS, the Company admits the Securities Commissioner of the State of South Carolina (the "Securities Commissioner") has jurisdiction in this matter; and

WHEREAS, the Company desires to bring this matter to conclusion and has agreed, without any admission that there has been any violation of the Act, to the investor protections and remedies set forth below;

NOW, THEREFORE, it is ordered, and the Company agrees:

- a. The Company will pay an administrative fine in the amount of five thousand (\$5,000) dollars; and
- b. Prior to engaging in business in or from the State of South Carolina in the future, the Company will review the securities laws and regulations of the State and seek counsel on any law and/or rule or regulation which the Company does not clearly understand.

Upon execution by the Securities Commissioner, this Order resolves Administrative Proceeding 09025 as it relates to the Company. This Order should not be interpreted to waive any (i) criminal investigation and/or prosecution, (ii) private cause of action that may have accrued to investors as a result of the Company's participation in the security offerings described above, or (iii)

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other causes of action which may result from activities of the Company not related to the offers and

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sales of the Company's shares detailed above. So ORDERED this
By: Menry McMaster Securities Commissioner
Securities Division of the Office of the Attorney General
By: Date: Da
I CONSENT:
By: Date: 5/22/09 Robert J. Whalen President and CEO Decision Sciences Corporation
On this 22 day of MAY 2009, personally appeared before me Robert J. Whalen, signer of the foregoing Consent Order, who did acknowledge his signature to be his free act and deed.
Notary Public for the State of CA My Commission Expires: 426 11 My Comm. Battle Agr 24, 2011

S.C. Attorney General's Office Securities Division

JUN 1 2 2009

Received by S. De Bruil
Reviewed by/Date
Referred to/Date
Notes:

