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ARKANSAS SECURITIES DEPT.

**BEFORE THE ARKANSAS SECURITIES COMMISSIONER
CASE NO. S-13-0050**

IN THE MATTER OF:

Order No. S-13-0050-13-OR01

Virtual Piggy, Inc.

RESPONDENT

CONSENT ORDER

This Consent Order is entered pursuant to the Arkansas Securities Act, codified at Ark. Code Ann. §§ 23-42-101 through 23-42-509 ("Act"), the Rules of the Arkansas Securities Commissioner ("Rules") promulgated under the Act and the Arkansas Administrative Procedures Act, codified at Ark. Code Ann. §§ 25-15-201 through 25-15-219 in accordance with an agreement by and between the Staff of the Arkansas Securities Department ("Staff") and Virtual Piggy, Inc. ("Virtual Piggy") in full and final settlement of all claims that could be brought against Virtual Piggy by the Staff on the basis of the facts set forth herein.

Virtual Piggy admits the jurisdiction of the Act and the Arkansas Securities Commissioner ("Commissioner"), waives its right to a formal hearing, consents to the entry of this order, and agrees to abide by its terms. Virtual Piggy also agrees that entry of this order has no impact on its potential civil liability to Arkansas investors under Ark. Code Ann. § 23-42-106 for the violations detailed below.

FINDINGS OF FACT

1. On or about February 9, 2012, agents or employees of Virtual Piggy made its first sale of securities in an offering to an Arkansas resident.
2. On or about May 7, 2012, Virtual Piggy filed a Notice of Sale of Securities on United States Securities and Exchange Commission ("SEC") Form D with the Arkansas Securities Department ("Department").

3. In violation of Ark. Code Ann. § 23-42-509(c)(1) and Rule 509.01(b)(2) of the Rules of the Arkansas Securities Commissioner, Virtual Piggy failed to file the Notice of Sale of Securities on SEC Form D with the Department concerning the sale of securities in Arkansas within the required fifteen days.

CONCLUSIONS OF LAW

4. Virtual Piggy's filing of the Notice of Sale of Securities on SEC Form D with the Department approximately three months after the sale of securities in the offering to an Arkansas resident as detailed in paragraphs 1-3 is a violation of Ark. Code Ann. § 23-42-509(c)(1) and Rule 509.01(b)(2) of the Rules.

5. Entry of this Order does not affect the potential civil liability of Virtual Piggy under Ark. Code Ann. § 23-42-106 for Arkansas investors in the offering.

ORDER

IT IS THEREFORE ORDERED that Virtual Piggy pay a fine in the amount of \$500.00.



A. Heath Abshure
Arkansas Securities Commissioner

June 27, 2013

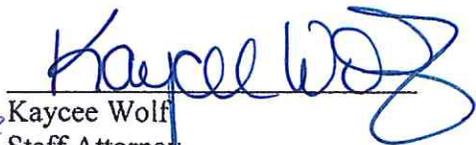
Date

Virtual Piggy, Inc.

By:  Ernest C. Lindstrom

Title: SECRETARY

Date: 6/24/13



Kaycee Wolf
Staff Attorney