

STATE OF WISCONSIN
17 W. Main Street
Post Office Box 7857
Madison, Wisconsin 53707-7857,

Plaintiff,

v.

Case No. 10-CX-

Complex Forfeiture: 30109

GOING PLACES TRAVEL CORPORATION,
a Wisconsin corporation,
last known principal office
200 South Executive Drive
Suite 101
Brookfield, Wisconsin 53005,

PERRY T. RUIZ and
LISA ANN RUIZ,
husband and wife,
2563 South 91st Street
West Allis, Wisconsin 53227,

CASTAWAYS VACATIONS, INC.,
a Delaware corporation,
d/b/a Castaways Vacation, Inc.,
d/b/a Castaways Vacation Club,
d/b/a Castaway Vacations Club
12123 Shelbyville Road
Suite 100-319
Middletown, Kentucky 40243,

PHOENIX VACATIONS, INC.,
a Delaware corporation,
d/b/a Phoenix Vacation Club
3310 Hwy. 62 East
#331
Jeffersonville, Indiana 47130,

ADRIAN D. MILLER
1800 Hunters Ridge
Grapevine, Texas 76051,

WILLIAM BAILEY
18686 Country Club Lane
Carlinville, Illinois 62626,

CHRISTY SPENSBERGER
18686 Country Club Lane
Carlinville, Illinois 62626, and

TRAVEL SERVICES, INC.
a Delaware corporation,
512 East Edwards Street
Litchfield, Illinois 62056,

Defendants.

SUMMONS

THE STATE OF WISCONSIN,

To each person named above as a Defendant:

You are hereby notified that the Plaintiff named above has filed a lawsuit or other legal action against you. The complaint, which is attached, states the nature and basis of the legal action.

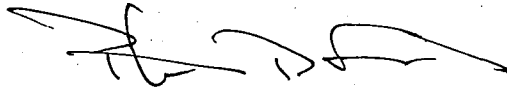
Within twenty (20) days of receiving this summons, you must respond with a written answer, as that term is used in Chapter 802 of the Wisconsin Statutes, to the complaint. The court may reject or disregard an answer that does not follow the requirements of the statutes. The answer must be sent or delivered to the court, whose address is Outagamie County Circuit Court, Outagamie County Justice Center, 320 South Walnut Street, Appleton, Wisconsin 54911-5918, and to Phillip D. Ferris, Assistant Attorney General, plaintiff's attorney, whose address is Wisconsin Department of Justice, Post Office Box 7857, Madison, Wisconsin 53707-7857. You may have an attorney help or represent you.

If you do not provide a proper answer within twenty (20) days, the court may grant judgment against you for the award of money or other legal action requested in the complaint, and

you may lose your right to object to anything that is or may be incorrect in the complaint. A judgment may be enforced as provided by law. A judgment awarding money may become a lien against any real estate you own now or in the future, and may also be enforced by garnishment or seizure of property.

Dated this 19th day of February, 2010.

J.B. VAN HOLLEN
Attorney General



PHILLIP D. FERRIS
Assistant Attorney General
State Bar #1000138

Attorneys for Plaintiff

Wisconsin Department of Justice
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STATE OF WISCONSIN
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Plaintiff,

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Case No. 2010-CX-

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WILLIAM BAILEY
18686 Country Club Lane
Carlinville, Illinois 62626,

CHRISTY SPENSBERGER
18686 Country Club Lane
Carlinville, Illinois 62626, and

TRAVEL SERVICES, INC.
a Delaware corporation,
512 East Edwards Street
Litchfield, Illinois 62056,

Defendants.

COMPLAINT

The State of Wisconsin ("State"), by its attorneys, Attorney General J.B. Van Hollen and Assistant Attorney General Phillip D. Ferris, on behalf of the Wisconsin Department of Justice and the Wisconsin Department of Agriculture, Trade and Consumer Protection ("DATCP"), brings this action against the Defendants and alleges as follows:

JURISDICTION

1. Plaintiff, State of Wisconsin, brings this action pursuant to Wis. Stat. §§ 100.171(8)(a), 100.18(11)(a) and (d), and 100.20(6) to enjoin and restrain violations of Wis. Stat. §§ 100.171, 100.18(1) and subchapters II and III of Wis. Admin. Code ch. ATCP 127; pursuant to Wis. Stat. §§ 100.171(7)(a), 100.26(4) and (6), to recover civil forfeitures for violations of Wis. Stat. §§ 100.171, 100.18(1) and subchapters II and III of Wis. Admin. Code ch. ATCP 127; and pursuant to Wis. Stat. §§ 100.171(8)(a), 100.18(11)(d), 100.20(6) and 100.263 to restore to any person any pecuniary loss suffered because of the acts, practices or violations of Wisconsin law involved in the conduct at issue and to remedy the harmful effects of the violation of Wis. Stat. §§ 100.171, 100.18(1) and subchapters II and III of Wis. Admin. Code ch. ATCP 127.

2. Violations of Wisconsin law alleged herein occurred within the State of Wisconsin, including, without limitation, certain violations in the County of Outagamie. Further, Defendant Going Places Travel Corporation did substantial business in the County of Outagamie.

PARTIES

3. Plaintiff, State of Wisconsin, is a sovereign state of the United States of America with its principal offices at the State Capitol in Madison, Wisconsin.

4. Defendant Going Places Travel Corporation, is a Wisconsin domestic business, which formerly had as its principal office 200 South Executive Drive, Suite 101, Brookfield, Wisconsin 53005. Its registered agent is Lisa Ann Ruiz, whose residential address is, upon information and belief, 2563 South 91st Street, West Allis, Wisconsin 53227. Reference to Going Places Travel shall hereinafter mean the corporate entity Going Places Travel Corporation, and its agents, servants, employees, contracted representatives and agencies, including, without limitation, Perry T. Ruiz, Lisa Ann Ruiz and, upon information and belief, William Bailey.

5. Upon information and belief, Defendant Perry T. Ruiz is a Wisconsin citizen currently residing at 2563 South 91st Street, West Allis, Wisconsin 53227. Perry T. Ruiz owned 50 percent of Going Places Travel Corporation's stock and was its Chief Executive Officer/President of Operations. Upon information and belief, Perry T. Ruiz orchestrated, controlled, and/or participated in the activities of Going Places Travel, including the violations of law alleged herein.

6. Upon information and belief, Defendant Lisa Ann Ruiz is a Wisconsin citizen currently residing at 2563 South 91st Street, West Allis, Wisconsin 53227. Lisa Ann Ruiz owned 50 percent of Going Places Travel Corporation's stock and was its Vice President. Upon

information and belief, Defendant Lisa Ann Ruiz participated in and/or encouraged the activities of Going Places Travel, including the violations of law alleged herein.

7. Upon information and belief, Defendants Perry T. Ruiz and Lisa Ann Ruiz are husband and wife.

8. Defendant Castaways Vacations, Inc., upon information and belief, doing business as Castaways Vacation, Inc., as Castaways Vacation Club and also as Castaway Vacations Club, is a Delaware Corporation. Its most recent alleged principal place of business is 12123 Shelbyville Road, Ste. 100-319, Middleton, Kentucky 40243. Its registered agent in Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801. Reference to Castaways Vacations shall hereinafter mean Castaways Vacations, Inc., Castaways Vacation, Inc., Castaways Vacation Club, Castaway Vacations Club, and its agents, principals, employees and contracted representatives, including, without limitation, Travel Services, Inc., and, upon information and belief, William Bailey and Christy Spensberger.

9. Defendant Phoenix Vacations, Inc., upon information and belief, doing business as Phoenix Vacation Club, is a Delaware Corporation. Upon information and belief, its alleged principal place of business is 3310 Hwy. 62 East, #331, Jeffersonville, Indiana 47130. Its registered agent in Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801. Reference to Phoenix Vacations shall hereinafter mean Phoenix Vacations, Inc., Phoenix Vacation Club and its agents, principals, employees and contracted representatives, including without limitation, Adrian D. Miller, William Bailey, Christy Spensberger and Travel Services, Inc.

10. Upon information and belief, Defendant Adrian D. Miller is a resident of Texas whose address is 1800 Hunters Ridge, Grapevine, Texas 76051. Upon information and belief, Adrian D. Miller is an officer and/or director of Phoenix Vacations, Inc. Upon information and

belief, Adrian D. Miller orchestrated, controlled, was in a position to control and/or participated in the activities of Phoenix Vacations, Inc., including the violations of law alleged herein.

11. Upon information and belief, Defendant William Bailey is a resident of Illinois whose address is 18686 Country Club Lane, Carlinville, Illinois 62626. Upon information and belief, William Bailey advised, supervised, orchestrated and/or encouraged the marketing practices of Going Places Travel. The "Marketing Agreement" between Going Places Travel and Beyond Marketing Corp., a company contracted to solicit consumers for Going Places Travel, identifies "Bill Bailey" as Going Places Travel's representative. Under this agreement, Beyond Marketing was not permitted to directly contact Going Places Travel's "proprietary collateral and information, i.e. any call center companies, premium and promotion houses, and vacation certificate companies" brought to Beyond Marketing Corp. by Going Places Travel for Beyond Marketing Corp.'s marketing programs, "without direct written approval from Bill Bailey, Company's Representative." Upon information and belief, William Bailey orchestrated, controlled, was involved in and/or participated in the activities of Going Places Travel Corporation, Castaways Vacations, Inc., Phoenix Vacations, Inc. and Travel Services, Inc., including the violations of law alleged herein.

12. Upon information and belief, Defendant Christy Spensberger is a resident of Illinois whose address is 18686 Country Club Lane, Carlinville, Illinois 62626. Christy Spensberger may be the President of Castaways Vacations, Inc. under the name Christy Dixon. The State of Delaware Annual Franchise Tax Report for 2008 for Castaways Vacations, Inc. lists its President as Christy Dixon with an address of 18686 Country Club Lane, Carlinville, IL, 62626, which, upon information and belief, is Christy Spensberger's address. Further, upon information and belief, Christy Spensberger is the President of Travel Services, Inc. Upon information and belief, Christy Spensberger orchestrated, controlled, was involved in and/or

participated in the activities of Castaways Vacations, Inc., Phoenix Vacations, Inc. and Travel Services, Inc., including the violations of law alleged herein.

13. Travel Services, Inc., upon information and belief, formerly known as Funseekers Vacations, Inc., is a Delaware Corporation. Upon information and belief, its principal place of business is 512 E. Edwards Street, Litchfield, Illinois 62056. Its registered agent in Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801. Reference to Travel Services shall hereinafter mean Travel Services, Inc. and its agents, principals, employees and contracted representatives, including without limitation, Christy Spensberger and, upon information and belief, William Bailey.

BACKGROUND FACTS

14. Upon information and belief, in October 2006, Going Places Travel contracted with Castaways Vacations to sell memberships in Castaways Vacation Club in Wisconsin. Beginning sometime thereafter, Going Places Travel sold memberships in Castaways Vacation Club to Wisconsin consumers until approximately in or about January, 2008.

15. Commencing in approximately January 2008, Going Places Travel began selling memberships in Phoenix Vacation Club to Wisconsin consumers ostensibly pursuant to a separate contract with Phoenix Vacation Club.

16. Upon information and belief, Castaways Vacations was paid by Going Places Travel for each Membership Package it bought from Castaways Vacations. Further, upon information and belief, Castaways Vacations collected a membership fee from each new customer Going Places Travel enrolled in Castaways Vacation Club. In addition, Castaways Vacations thereafter collected an annual membership fee from each customer who retained membership with Castaways Vacation Club after the initial year.

17. Likewise, upon information and belief, Phoenix Vacations was paid by Going Places Travel for each Membership Package it bought from Phoenix Vacations. Further, upon

information and belief, Phoenix Vacations collected a membership fee from each new customer Going Places Travel enrolled in Phoenix Vacation Club. In addition, Phoenix Vacations thereafter collected an annual membership fee from each customer who retained membership with Phoenix Vacation Club after the initial year.

18. Enrollment in Castaways Vacations Club constituted a contractual relationship between Castaways Vacations and Wisconsin consumers who had been solicited, urged and attracted to so contract by Going Places Travel and by representations made by Going Places Travel's agents, principals, employees and contracted representatives, and the documents supplied by Castaways Vacations.

19. Enrollment in Phoenix Vacation Club constituted a contractual relationship between Phoenix Vacations and Wisconsin consumers who had been solicited, urged and attracted to so contract by Going Places Travel and by representations made by Going Places Travel's agents, principals, employees and contracted representatives, and the documents supplied by Phoenix Vacations.

20. Castaways Vacations, via Going Places Travel, purposefully entered into contractual relationships with Wisconsin citizens.

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22. Castaways Vacations obtained monetary benefits from contractual relationships with Wisconsin consumers solicited by Going Places Travel.

23. Phoenix Vacations obtained monetary benefits from contractual relationships with Wisconsin consumers solicited by Going Places Travel.

24. Upon information and belief, Defendant Adrian D. Miller, as an officer and/or director of Phoenix Vacations, Inc., has benefitted from the contractual relationships between Phoenix Vacations and Wisconsin consumers solicited by Going Places Travel.

25. Upon information and belief, Defendant William Bailey has benefitted from the contractual relationships between Castaways Vacations and Wisconsin consumers solicited by Going Places Travel. The name of the applicant on the United States Postal Service Application for Delivery of Mail Through Agent for The UPS Store mailbox located at 12123 Shelbyville Road, Suite 100, Middleton, Kentucky 40243, which is one of the addresses provided to Wisconsin consumers for Castaways Vacation Club (specifically: 12123 Shelbyville Rd, Ste. 100-319, Middletown, KY 40243), is "Bill Bailey/Sherry Powers." Upon information and belief, the address to which the mail from that mailbox is forwarded is Castaways Vacation, 18686 County Club Ln, Carlinville IL 62626-3904. That address is, upon information and belief, William Bailey's residential address. Further, upon information and belief, the customer for the toll free telephone number on the Membership Applications and on the Certificates of Membership for Castaways Vacation Club (866-729-5541) is Travel Services, Bill Bailey, 512 E. Edwards St., Litchfield, IL 62056-1690. Likewise, upon information and belief, the customer for the fax number on the Certificates of Membership and on the Acknowledgement and Bylaws for Castaways Vacation Club (800-218-8691) is Travel Services located at the foregoing address and Bill Bailey is listed as one of the contacts on the account for that number.

26. Upon information and belief, Defendant William Bailey also benefitted from the contractual relationships between Phoenix Vacations and Wisconsin consumers solicited by Going Places Travel. Upon information and belief, the name and address associated with the account for the toll free telephone number on the Membership Applications and on the Certificates of Membership for Phoenix Vacation Club (866-575-7764) is "Bill Baily" [sic], with an address of 18686 Country Club Ln., Carlinville, IL 62626, which, upon information and belief, is Defendant William Bailey's residential address. Likewise, upon information and belief, the customer for the fax number on the Certificates of Membership and on the Acknowledgement and Bylaws for Phoenix Vacation Club (866-575-7811) is Travel Services