

**Dave Heineman**  
Governor

## STATE OF NEBRASKA

### BOARD OF PUBLIC ACCOUNTANCY

P.O.Box 94725, Lincoln, NE 68509  
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(402) 471-3595 or (800) 564-6111  
Fax (402) 471-4484 E-mail: [nbpa01@nol.org](mailto:nbpa01@nol.org)  
Home Page: [www.nbpa.ne.gov](http://www.nbpa.ne.gov)

October 24, 2006

Ms. Laura M. Metcalfe  
Assistant Regional Director  
Central Regional Office  
U.S. Securities and Exchange Commission  
1801 California Street, Suite 1500  
Denver, CO 80202-2656

**Re: Dennis R. Staal**

Dear Ms. Metcalfe:

Based on the attached letter from your State Board Liaison, I have attached a 1989 Board Order involving Mr. Staal discovered in our Board files.

The Order indicated Mr. Staal's Board Certificate (#1247) issued in 1972 was suspended for five years in 1989 and later revoked based on Mr. Staal's failure to obtain an active permit to practice within three years.

Mr. Staal currently cannot hold out as a CPA in Nebraska. We appreciate the providing of the SEC information and will include in our files involving Mr. Staal if ever he requests to be reinstated in Nebraska.

If we can ever be of any assistance, do not hesitate to contact our office at (402) 471-3595.

Sincerely,

  
Dan Sweetwood  
Executive Director

cc. Mr. Lawrence E. Soper

BEFORE THE STATE BOARD OF  
PUBLIC ACCOUNTANCY OF THE STATE OF NEBRASKA

STATE OF NEBRASKA, ex rel )  
STATE BOARD OF PUBLIC )  
ACCOUNTANCY OF THE STATE )  
OF NEBRASKA, )  
 )  
Complainant, )  
 )  
vs. )  
 )  
Dennis Ray Staal )  
 )  
Respondent. )

FINDING OF FACT,  
CONCLUSIONS OF LAW, AND  
ORDER

This matter came on for hearing on the 24th day of April, 1989, to be heard before the State Board of Public Accountancy at the Board offices at Suite 604, The Atrium Building, 12th and N Streets in Lincoln, Nebraska, upon the complaint filed herein, there being the following members of the Board present: Robert Rauner, Jr., Chairman and Hearing Officer, William Sweet, Gary Pavel, Verne Moseman, Phyllis Gardner, N. Jane Morrison and Michael Wilcox.

Complainant appeared by Frederick Neid, Assistant Attorney General, and Respondent, after due and legal notice, failed to appear.

The Board being fully advised in the premises and on the basis of sworn testimony and exhibits presented to it, finds as follows:

I.

That Respondent Dennis Ray Staal, is the holder of a certificate as a certified public accountant in the State of Nebraska, number 1247 issued by the Nebraska State Board of Public Accountancy on 9-18-72.

II.

That Respondent Dennis Ray Staal last held an active permit or inactive registration for the year 1984-85.

III.

That section 1-136 of the Public Accountancy Act states that it is a violation of the Act to fail to obtain an annual permit "within (1) three years from the expiration date of the permit to practice last obtained or renewed, or (2) three years from the date upon which the certificate holder or registrant was granted a certificate or registration if no permit was ever issued to such person."

IV.

That Respondent Dennis Ray Staal, by failing to comply with the provisions of 1-136 of the Act, has violated the Act.

V.

IT IS THEREFORE ORDERED that the CPA certificate held by Dennis Ray Staal is suspended for a period of five years, from the date of this Order.

VI.

IT IS FURTHER ORDERED that unless Dennis Ray Staal takes action within that five year period, from the date of this Order, to bring the certificate to good standing, including the payment of arrears fees, the suspension shall be automatically modified to a permanent revocation of the certificate.

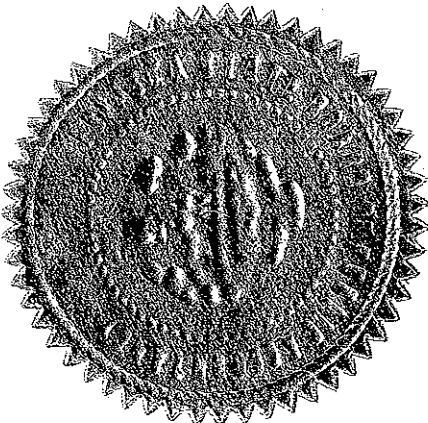
dated this 11th day of May, 1989.

STATE BOARD OF PUBLIC  
ACCOUNTANCY OF THE STATE  
OF NEBRASKA

BY

*Marshall Whitlock*

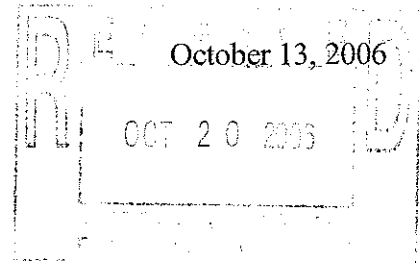
Executive Director





OFFICE OF  
THE CHIEF ACCOUNTANT

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549



Mr. Dan Sweetwood  
Executive Director  
Nebraska State Board of Public Accountancy  
P.O. Box 94725  
Lincoln, NE 68509-4725

Re: Dennis R. Staal

Dear Mr. Sweetwood:

As the result of an SEC investigation and subsequent administrative proceedings (In the Matter of Dennis R. Staal), Mr. Staal, the former chief financial officer of Stansbury Holdings Corporation, has been suspended from appearing or practicing before the Commission as an accountant. Staal consented to the issuance of the Order without admitting or denying any of the allegations in the civil action noted below.

The Order finds that based on the civil injunction entered on Aug. 9, 2006, in SEC v. Stansbury Holdings Corporation, et al., Staal violated Section 17(a) of the Securities Act; Sections 10(b) and 13(b)(5) of the Exchange Act and Rules 10b-5 and 13b2-1 thereunder and that he aided and abetted violations of Sections 13(a), 13(b)(2)(A) and 13(b)(2)(B) of the Exchange Act and Rules 12b-20, 13a-1 and 13a-13 thereunder. Staal was also barred from serving as an officer and director of any public company for five years and ordered to pay a \$35,000 civil money penalty.

According to the complaint, for the period June 30, 1999 through March 31, 2002, Stansbury valued certain of its mining properties at more than \$18 million despite numerous events demonstrating they were worth far less. The complaint alleges that the defendants failed to disclose possible losses and make necessary adjustments based on foreclosure proceedings affecting Stansbury's largest assets.

Since Mr. Staal is a former certified public accountant in Nebraska and maybe subject to reinstatement upon request, I am enclosing copies of (1) the Commission's Order, (2) the complaint in SEC v. Stansbury Holdings Corporation, et al. with Staal's order of injunction and consent thereto, (3) the related litigation release, and (4) a "sample letter" to be used should the Board desire access to the Commission's investigative files in this case.

If I can provide any additional public documentation please contact me on (202) 551-5321.

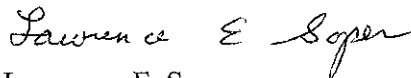
Should the Board desire access to the Commission's investigative files in this case, please submit your request to:

Ms. Laura M. Metcalfe  
Assistant Regional Director  
Central Regional Office  
U.S. Securities and Exchange Commission  
1801 California Street, Suite 1500  
Denver, CO 80202-2656

Please provide this office with a copy of your access request, if filed, and advise us of the results of the Board's review in this matter, if any.

This letter and the enclosed documents are submitted for the information of the Board. This submission does not constitute the filing of a complaint by the Commission or its staff.

Sincerely,



Lawrence E. Soper  
State Board Liaison

Enclosures – 6