In the Matter of
INROCK, LTD.

Respondent.

WAIVER AND CONSENT TO ORDER

File No. S-01198(EX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order, hereby waives its right to a hearing with respect to this matter and hereby consents to the issuance of the Order;

The undersigned Respondent understands that the Order is effective when signed by the Administrator of the Division of Securities and that a wilful violation of an Order signed by the Administrator is a criminal offense.

EXECUTED this 15th day of July, 2002.

INROCK, LTD.

by Harlon Gavic, Treas.
(Type name and title)

State of Wisconsin
County of Winnebago

Subscribed before me this
15th day of July, 2002.

Larry F. Walker
Notary Public
My commission expires 9/28/2003

OFFICIAL SEAL
Larry F. Walker
Notary Public, State of Illinois
My Commission Exp. 09/28/2003