

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: NETWORKER2000 A/K/A/ N2K,)
WEALTH BUILDERS INTERNATIONAL)
THEIR OFFICERS, DIRECTORS,) File No. 0300182
EMPLOYEES, AFFILIATES, SUCCESSORS,)
AGENTS AND ASSIGNS, AND)
TERRY HARRIS)

NOTICE OF HEARING

TO THE RESPONDENTS: Terry Harris
Networker2000
8315-E 1st Ave. North
Birmingham, AL 35206

Wealth Builders International
P.O. Box 55907
Birmingham, AL 35255

You are hereby notified that pursuant to Section 11.F of the Illinois Securities Law of 1953, [815 ILCS 5/1 et seq.] (the "Act") and 14 Ill. Adm. Code 130, Subpart K, a public hearing will be held at 520 South Second Street, Suite 200, Springfield, Illinois 62701, on the 18th day of August, 2004, at the hour of 10:00 a.m., or as soon thereafter as counsel may be heard, before Jon K. Ellis, or such other duly designated Hearing Officer of the Secretary of State. A copy of the Rules under the Act pertaining to contested cases is attached to this Notice.

Said hearing will be held to determine whether an Order of Prohibition should be entered against Networker2000 A/K/A N2K, Wealth Builders International and Terry Harris (the "Respondents") in the State of Illinois and granting such other relief as may be authorized under the Act including but not limited to imposition of a monetary fine in the maximum amount pursuant to Section 11 of the Act, payable within ten (10) days of the entry of the Order.

The grounds for such proposed action are as follows:

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1. That Respondent, Networker2000 A/K/A N2K ("Networker2000"), is a purported business entity, with a last known address of 8315-E 1st Ave. North, Birmingham, AL 35206;
2. That Respondent, Wealth Builders International, is a purported business entity, with a last known address of P.O. Box 55907, Birmingham, AL 35255;
3. That, at all times relevant the Respondent, Terry Harris, was an officer, director, agent or employee of Networker2000 and Wealth Builders International;
4. That between May 1, 2002 and February 30, 2003, Networker2000, Wealth Builders International, and Terry Harris, by and through their Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, offered to at least one (1) Illinois resident, an investment program where, upon payment of \$35.00 per month, the Illinois resident would receive at least \$1.00 per month for every additional individual the Illinois resident recruited into membership in Networker2000, representing that the Illinois Resident could earn up to \$21,920 per month as a participant in this program; Respondent further represented that upon recruitment of at least three individuals into Networker2000, the Illinois resident would become eligible to become members of Wealth Builders International, where, for a minimum deposit/investment of \$100 from the Illinois resident, Respondents invested said deposit/investment in the stock market based solely on Respondent's discretion, knowledge and experience without benefit of input from the Illinois resident investor; Respondent further represents that they will focus on trading options that yield a return of 200% or more;
5. That the above-referenced investment program is an investment contract and is a security as that term is defined pursuant to Section 2.1. of the Illinois Securities Law of 1953 [815 ILCS 5/1 et seq.] (the "Act");
6. That Section 5 of the Act provides, inter alia, that all securities except those exempt under Section 3 of the Act or those offered and sold in transactions exempt under Section 4 of the Act shall be registered with the Secretary of State prior to their offer or sale in the State of Illinois;

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7. That Section 12.A of the Act provides, inter alia, that it shall be a violation of the Act for any person to offer or sell securities except in accordance with the provisions of the Act;
8. That Section 12.D of the Act provides, inter alia, that it shall be a violation of the Act for any person to fail to file with the Secretary of State any document or application required to be filed under the provisions of the Act;
9. That at all times relevant hereto, Networker2000, Wealth Builders International, and Terry Harris, by and through their Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, failed to file an application for registration of the above-referenced securities with the Secretary of State prior to their offer or sale in the State of Illinois;
10. That by virtue of the foregoing, Networker2000, Wealth Builders International, and Terry Harris, their Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns have violated Sections 12.A and 12.D of the Act;
11. That Section 11(E)(2) of the Act provides, inter alia, that if the Secretary of State shall find that any person has violated subsection D of Section 12 of the Act, the Secretary of State may by written order prohibit the person from offering or selling any securities in this State;
12. That Section 11(E)(3) of the Act provides, inter alia, that if the Secretary of State finds that any person is engaged or has engaged in the business of selling or offering for sale securities as a dealer or salesperson without prior thereto and at the time thereof having complied with the registration requirements of the Act, the Secretary of State may by written order prohibit such person from engaging in the business of selling or offering for sale securities in this State;
13. That Section 11.E(4) of the Act provides, inter alia, that if the Secretary of State, after finding that any provision of the Act has been violated, may impose a fine as provided by rule, regulation or order not to exceed \$10,000.00 for each violation of the Act, as well as an order of censure and the costs of investigation and reasonable expenses;
14. That by virtue of the foregoing, the Respondents, Networker2000, Wealth Builders International, and Terry

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Harris, their Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, are subject to a fine of up to \$10,000.00 per violation, costs of investigation, reasonable expenses, an order of censure, and an order which permanently prohibits the Respondents from offering or selling securities in the State of Illinois.

You are further notified that you are required pursuant to Section 130.1104 of the Rules and Regulations (14 Ill. Adm. Code 130) (the "Rules"), to file an answer to the allegations outlined above or a Special Appearance pursuant to Section 130.1107 of the Rules, or other responsive pleading within thirty days of the receipt of this notice. Your failure to do so within the prescribed time shall be deemed an admission of the allegations contained in the Notice of Hearing and waives your right to a hearing.

Furthermore, you may be represented by legal counsel; may present evidence; may cross-examine witnesses and otherwise participate. A failure to so appear shall constitute default.

A copy of the Rules, promulgated under the Act and pertaining to Hearings held by the Office of the Secretary of State, Securities Department, is included with this Notice.

Delivery of notice to the designated representative of any Respondent constitutes service upon such Respondents.

Dated this day of , 2004.

Jesse White
Secretary of State
State of Illinois

Attorney for the Secretary of State:
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Hearing Officer:
Jon K. Ellis

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