

**STATE OF ILLINOIS  
SECRETARY OF STATE  
SECURITIES DEPARTMENT**

\_\_\_\_\_) )  
**IN THE MATTER OF: SUSAN GENARD, and SUSAN )**  
**GENARD, PRODUCER d/b/a CAMDEN PICTURES, )**  
**and its agents, employees, affiliates, successors and )**  
**assigns. )**  
\_\_\_\_\_)

**FILE NO. 0300085**

**ORDER OF PROHIBITION**

**TO RESPONDENTS:** Susan Genard  
c/o Camden Pictures  
2265 Westwood Boulevard  
PMB 479  
Los Angeles California 90064

Susan Genard, Producer  
d/b/a Camden Pictures  
2265 Westwood Boulevard  
PMB 479  
Los Angeles California 90064

WHEREAS, a Temporary Order of Prohibition was issued by the Secretary of State on December 28, 2005 temporarily prohibiting Respondent from offering or selling securities in the State of Illinois until further order of the Secretary of State.

WHEREAS, pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act"), the failure to request a hearing within thirty (30) calendar days of the entry of a Temporary Order shall constitute an admission of any facts alleged therein and constitute a sufficient basis to make the Temporary Order final.

WHEREAS, Respondent has failed to request on the matters contained in the Temporary Order within thirty (30) calendar days of the entry of said Temporary Order and Respondent is hereby deemed to have admitted the facts alleged in the said Temporary Order.

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WHEREAS, the Secretary of State, by and through his duty authorized representatives, has adopted the Findings of Fact contained in the said Temporary Order as the Secretary of State's final Findings of Fact as follows:

1. That Susan Genard, individually, maintains a business address at 2265 Westwood Boulevard. PMB 479, Los Angeles California 90064.
2. That Susan Genard, Producer, d/b/a/ Camden Pictures, (collectively "Respondents"), maintained a business address at 2265 Westwood Boulevard, PMB 479, Los Angeles California 90064.
2. That on or about February 1, 2001, a representative of Respondent Genard, cold called at least one Illinois resident (the "Investor") offering to sell an investment in a movie production entitled "Could be Love aka Lying Dogs."
3. That subsequent to the telephone conversation, Respondents caused to be sent to the Investor an Information Memorandum (the "Offering Document"), for the Offering of Units in Could be Love, LLC.
4. That the investor filled in the Offering Document and returned it to Respondent, along with payment made payable to Susan Genard as instructed, in the amount of ten thousand (\$10,000.00) dollars.
5. That the investor received acknowledgement of his investment but never received Units in Could be Love, LLC, furthermore "Could be Love" was never organized as a Nevada LLC. Instead, in October of 2002 the Investor was informed by Respondent Genard that Respondent Camden Pictures did not have sufficient funds to purchase the rights to the screenplay, that the film would not be made and that the Respondents were not obligated to return his investment.
6. That the activities described in paragraphs 2, 3, and 4 above constitute the offer and sale of an investment security and therefore a security as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act").
7. That Section 5 of the Act provides, inter alia, that all securities except those exempt under Section 3 or those offered or sold in transactions exempt under Section 4 shall be registered either by coordination or by qualification prior to their offer or sale in the State of Illinois.
8. That Respondent failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and that as a result the security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.

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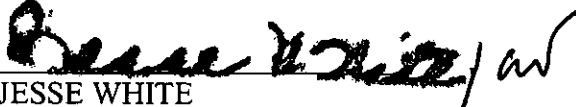
9. That Section 12.A of the Act provides, inter alia, that it shall be a violation for any person to offer or sell any security except in accordance with the provisions of the Act.
10. That Section 12.D of the Act provides, inter alia, that it shall be a violation for any person to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of the Act or any rule or regulation made by the Secretary of State pursuant to the Act.
11. That by virtue of the foregoing, Respondent has violated Sections 12.A and 12.D of the Act.
12. That the aforementioned findings are based upon credible evidence.
13. That Section 11.F (2) of the Act provides, inter alia, that the Secretary of State may temporarily prohibit the offer or sale of securities by any person, without notice and prior hearing, if the Secretary of State shall deem it necessary to prevent an imminent violation of the Act or to prevent losses to investors that will occur as a result of prior violations of the Act.

WHEREAS, the Secretary of State by and through his duly authorized representative, has adopted the Conclusions of Law contained in the Temporary Order as the Secretary of State's Conclusion of Law, as follows:

That by virtue of the foregoing, Respondent have violated Sections 12.A and 12.D of the Act.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondent Susan Genard, and Susan Genard, Producer d/b/a Camden Pictures, its directors, agents, employees, affiliates, successors and assigns, are permanently PROHIBITED from offering or selling securities in the State of Illinois.

Dated: This 6<sup>th</sup> day of February 2006.

  
JESSE WHITE  
Secretary of State  
State of Illinois

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NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 12.D of the Act. Any person or entity who fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of this Order, shall be guilty of Class 4 felony.