

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

IN THE MATTER OF: ROY FLUKER; ALL THINGS IN COMMON,)
LLC d/b/a MORE THAN ENOUGH, LLC; MORE THAN ENOUGH)
WEALTH CREATION INSTITUTE, LLC; FRANK R. DAVIS;)
FLORA DAVIS; GRACE EDWARDS; MABLE WAYNE; ROBERT L.)Case No. 0600537
CARROLL; HAYWARD L. BORDERS; ALBERT MOORE;)
his/their managers, members, officers and directors, agents, employees,)
officials, representatives, successors and assigns.)

AMENDED NOTICE OF HEARING

TO THE RESPONDENT: All Things In Common, LLC d/b/a
More Than Enough, LLC
Roy Fluker
24567 Rensselaer St.
Oak Park, Michigan 48237

All Things In Common, LLC d/b/a
More Than Enough, LLC
1111 East 87th Street
Suite 800, Room 400
Chicago, Illinois 60619

All Things In Common, LLC d/b/a
More Than Enough, LLC
7759 S. Eberhart Ave.
Chicago, Illinois 60619

More Than Enough Wealth Creation Institute, LLC
1111 East 87th Street
Suite 800
Chicago, Illinois 60619

Roy Fluker
16828 Paxton Ave.
South Holland, Illinois 60473

Frank R. Davis
10011 S. Calumet Ave.
Chicago, Illinois 60628

Flora Davis
7428 S. Wabash Ave.
Chicago, Illinois 60619

Grace Edwards
6201 S. Indiana Ave.
Chicago, Illinois 60637

Mable Wayne
8812 S. Bennett Ave.
Chicago, Illinois 60617

Robert L. Carroll
7426 S. Wabash Ave.
Chicago, Illinois 60619

Hayward L. Borders
7426 S. Wabash Ave.
Chicago, Illinois 60619

Albert Moore
C/O Index Department
111 E. Monroe
Springfield, Illinois 62756

Richard M. Hoffman, Esq.
Wildman, Harrold, Allen & Dixon LLP
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Chicago, Illinois 60606-1229

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Law Office of James E. Taylor, P.C.
8741 South Greenwood Ave.
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Chicago, Illinois 60619

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6133 South Ellis, Second Floor
Chicago, Illinois 60637

You are hereby notified that pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act") and 14 Ill. Adm. Code 130, Subpart K, a public hearing will be held at 69 West Washington Street, Suite 1220, Chicago, Illinois 60602, on the 14th day of August, 2007, at the hour of 10:00 a.m., or as soon as possible thereafter, before James L. Kopecky, Esq., or such other duly designated Hearing Officer of the Secretary of State.

Said hearing will be held to determine whether an Order shall be entered which would prohibit Respondent Roy Fluker from engaging in the business of selling or offering for sale securities in the State of Illinois, and/or granting such other relief as may be authorized under the Act including but not limited to the imposition of a monetary fine in the maximum amount pursuant to Section 11.E of the Act, payable within ten (10) business days of the entry of the Order.

The grounds for such proposed action are as follows:

1. Failure to Register

1. That Respondent Fluker ("Fluker", or collectively with MTE and MTE2, "Fluker Respondents"), is an individual whose last known addresses are 16828 Paxton Ave., South Holland, Illinois 60473, and 24567 Rensselear St., Oak Park, Michigan 48237.
2. That All Things In Common, LLC d/b/a More Than Enough, LLC ("MTE", or collectively with Fluker and MTE2, "Fluker Respondents"), is a business entity with locations at 1111 East 87th Street, Suite 800, Room 400, Chicago, Illinois 60619; 24567 Rensselear St., Oak Park, Michigan 48237; and 7759 South Eberhart Ave., Chicago, Illinois 60619. Fluker is its sole member.
3. That More Than Enough Wealth Creation Institute, LLC ("MTE2", or collectively with Fluker and MTE, "Fluker Respondents"), is a business entity located at 1111 East 87th Street, Suite 800, Chicago, Illinois 60619. Fluker is its sole member.
4. That Frank R. Davis (or collectively with Flora Davis, Grace Edwards, Mabel Wayne, Robert L. Carroll, Hayward L. Borders, and Albert Moore, "Board Respondents"), is an individual whose last known address is 10011 S. Calumet Ave., Chicago, Illinois 60628. Frank R. Davis was a Board Member of MTE, and also operated MTE's Finance Department.
5. That Flora Davis (or collectively with Frank R. Davis, Grace Edwards, Mabel Wayne, Robert L. Carroll, Hayward L. Borders, and Albert Moore, "Board Respondents"), is an individual whose last known address is 7428 S. Wabash Ave., Chicago, Illinois 60619. Flora Davis was a Board Member of MTE, and also operated MTE's Operations Department.

6. That Grace Edwards (or collectively with Frank R. Davis, Flora Davis, Mabel Wayne, Robert L. Carroll, Hayward L. Borders, and Albert Moore, "Board Respondents"), is an individual whose last known address is 6201 S. Indiana Ave., Chicago, Illinois 60637. Grace Edwards was a Board Member of MTE, and also operated MTE's Finance Department.
7. That Mabel Wayne (or collectively with Frank R. Davis, Flora Davis, Grace Edwards, Robert L. Carroll, Hayward L. Borders, and Albert Moore, "Board Respondents"), is an individual whose last known address is 8812 S. Bennett Ave., Chicago, Illinois 60617. Mabel Wayne was a Board Member of MTE, and also operated MTE's Operations Department.
8. That Robert L. Carroll (or collectively with Frank R. Davis, Flora Davis, Grace Edwards, Mabel Wayne, Hayward L. Borders, and Albert Moore, "Board Respondents"), is an individual whose last known address is 7426 S. Wabash Ave., Chicago, Illinois 60619. Robert L. Carroll was a Board Member of MTE.
9. That Hayward L. Borders (or collectively with Frank R. Davis, Flora Davis, Grace Edwards, Mable Wayne, Robert L. Carroll, and Albert Moore, "Board Respondents"), is an individual whose last known address is 7426 S. Wabash Ave., Chicago, Illinois 60619. Hayward L. Borders was a Board Member of MTE.
10. That Albert Moore (or collectively with Frank R. Davis, Flora Davis, Grace Edwards, Mable Wayne, Robert L. Carroll, and Hayward L. Borders, "Board Respondents"), is an individual whose last address is unknown. Albert Moore was a Board Member of MTE.
11. That on Thursday, June 9, 2005, Fluker, Board Respondents, and MTE launched the Spend and Redeem Program to a core group of individuals. This event took place at the Chicago Metropolitan Club in the Sears Tower. This event produced ten Gold Club Members, who are considered as Founders. Gold Club Members are those who invest ("spend") \$5000 at their first meeting.
12. That on May 25th, 2006, Fluker, Board Respondents, and MTE held a conference at Full Gospel Christian Assembly, 3451 175th Street, Hazel Crest, Illinois 60429, and solicited the assembled congregants to invest in the Spend and Redeem Program (the "Program").
13. That investors in the program are required to "spend" with MTE for a 12-month period, according to the Terms and Conditions of the Contract (the "Contract"), "an amount of money between \$500.00 and \$5,000.00." "Each participant is required to spend at least \$500.00 one time at the beginning of the 12-month

period, in which he/she also participates in monthly classes,” and may “spend” additional sums “between \$500.00 and \$5,000.00 each month throughout the remainder of the 12-month period.”

14. That the Contract provides, “that the first four (4) monthly redemptions of certificates representing a full one hundred percent (100%) return of the principal amount spent” will be paid out, followed by payouts of monthly redemptions in equal amount “for the next eight (8) months,” I.e., the Contract provides for a \$1,000 profit for each \$500.00 invested (“Spent”).
15. That between about March 2006 to September 2006, Fluker, Board Respondents, and MTE sold the Contract to one or more Illinois investors (“Investors”).
16. That the activities set forth in paragraphs 4 through 8 above constitute the offer and sale of an investment contract, and therefore a security as those terms are defined at Sec. 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 (815 ILCS 5) (the “Act”).
17. That Section 5 of the Act states, *inter alia*, that all securities except those set forth under Section 2a of this Act, or those exempt under Section 3 of this Act, or those offered or sold in transactions exempt under Section 4 of this Act, or face amount certificate contracts required to be registered under Section 6 of this Act, shall be registered as hereinafter in this section provided, prior to their offer or sale in this State.
18. That Fluker, Board Respondents, and MTE 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 and sale in the State of Illinois.
19. That Section 12.A of the Act provides it shall be a violation of the provisions of this Act for any person to offer or sell any security except in accordance with the provisions of this Act.
20. That Section 12.D of the Act provides, *inter alia*, that it shall be a violation of the provisions of this Act 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 this Act or any rule or regulation made by the Secretary of State pursuant to this Act or to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 hereof.
21. That by virtue of the foregoing, Fluker, Board Respondents, and MTE violated Sections 12.A and 12.D of the Act.

2. Violation of the Temporary Order of Prohibition

22. That on September 20th, 2006, the Illinois Securities Department (the "Department"), entered an Amended Temporary Order of Prohibition (the "September 20th Order"), which was served on Fluker and MTE on September 20th, 2006, prohibiting them from offering or selling securities in the State of Illinois for the protection of the investing public.
23. That on September 20th, 2006, Fluker created MTE2, and continued to offer and sell the Contract to Investors and to accept payment therefor in violation of the Department's Temporary Order of Prohibition, that was issued and properly served on September 20th, 2006.
24. That the activities set forth in paragraph 16 constitute the offer and sale of an investment contract, and therefore a security as those terms are defined at Sec. 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 (815 ILCS 5) (the "Act").
25. That by virtue of the foregoing violation of the September 20th Order, Fluker and MTE2 violated Sections 12.A and 12.D of the Act.

3. Fraud

26. That on information and belief, Fluker told Investors with MTE and MTE2 that the monies invested in the Contract would be used to trade foreign currency futures, purchase precious jewels and purchase real estate. However, there was never a substantive investment of any kind being made with the Investors' funds. Instead, Investor funds were used to pay for cruises and a trip to Ghana, and for other non-investment purposes, but primarily were used to pay ("Redeem") other Investors.
27. That between about March 2006 to September 2006, Fluker Respondents and Board Respondents knew or should have known that MTE was accepting money from Investors, and that the Contract claimed to offer investors a 200% rate of return on their funds.
28. That between about March 2006 to September 2006 Fluker Respondents and Board Respondents knew or should have known that MTE had no substantive investments capable of producing returns sufficient to repay investors the promised 200% rate of return on their funds.
29. That between about March 2006 to September 2006 Fluker Respondents and Board Respondents knew or should have known that MTE was using Investors' funds to meet MTE obligations to repay prior Investors.

30. That between about March 2006 to September 2006 Fluker Respondents and Board Respondents knew or should have known that MTE's ability to repay Investors was dependent on MTE continuing to fraudulently raise funds from future Investors.
31. That despite this knowledge, neither the Fluker Respondents nor the Board Respondents took any action to disclose to Investors that:
 - a. MTE was accepting money from Investors, and that the Contract claimed to offer investors a 200% rate of return on their funds
 - b. MTE had no substantive investments capable of producing returns sufficient to repay Investors.
 - c. MTE was using Investors' funds to meet MTE obligations to repay prior Investors.
 - d. MTE's ability to repay Investors was dependent on MTE continuing to fraudulently raise funds from future investors.
32. That Section 12.F of the Act provides that it shall be a violation of the provisions of this Act for any person to engage in any transaction, practice or course of business in connection with the sale or purchase of securities which works or tends to work a fraud or deceit upon the purchaser or seller thereof.
33. That Section 12.G of the Act provides that it shall be a violation of the provisions of this Act for any person to obtain money or property through the sale of securities by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading.
34. That Section 12.I of the Act provides that it shall be a violation of the provisions of this Act for any person to employ any device, scheme or artifice to defraud in connection with the sale or purchase of any security, directly or indirectly.
35. That by virtue of the foregoing, Fluker Respondents and Board Respondents violated Sections 12.F, G, and I of the Act.

4. Failure to Respond to Subpoena

36. That on October 18, 2006, pursuant to Sections 11(C) and 11(D) of the Act, the Department issued a subpoena *Duces Tecum* (the "Subpoena") upon the Fluker Respondents requesting, among other things, copies of all executed Spend and Redemption certificates. The Subpoena had a due date of October 25, 2006.
37. That the Department sent a letter on November 8, 2006, informing Fluker Respondents that they had failed to produce these documents. The Department

received a letter from Fluker Respondents on January 23, 2007, saying that the documents would be produced, and requesting a thirty (30) day extension to produce the documents. However, to this date, the documents have not been produced.

38. That Section 12(D) of the Act provides, *inter alia*, that it shall be a violation of the provisions of this Act for any person to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 hereof.
39. That by virtue of the foregoing, Fluker Respondents violated Section 12.D of the Act.

Relief Requested

1. Prohibition

40. That Section 11.E(2) of the Act provides, *inter alia*, if the Secretary of State shall find that any person has violated sub-section D, F, G, or I of Section 12 of this Act, the Secretary of State may by written order permanently prohibit the person from offering or selling any securities in this state.
41. That by virtue of the foregoing violations of sub-sections 12.D, F, G, and I, Fluker Respondents and Board Respondents, their managers, members, officers and directors, agents, employees, officials, representatives, successors and assigns are subject to permanent prohibition from offering or selling any securities in the this state pursuant to Section 11.E(2) of the Act.

2. Fine, Censure, and Costs

42. That Section 11.E(4) of the Act provides, *inter alia*, that in addition to any other sanction or remedy contained in this subsection E, the Secretary of State, after finding that any provision of this Act has been violated, may impose a fine as provided by rule, regulation or order not to exceed \$10,000, for each violation of this Act, may issue an order of public censure against the violator, and may charge as costs of investigation all reasonable expenses, including attorney's fees and witness fees.
43. That by virtue of the foregoing, Fluker Respondents and Board Respondents are subject to a fine, censure and costs of investigation pursuant to Section 11.E(4) of the Act.

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 within thirty (30) days of the receipt of this notice. A failure

Amended Notice of Hearing

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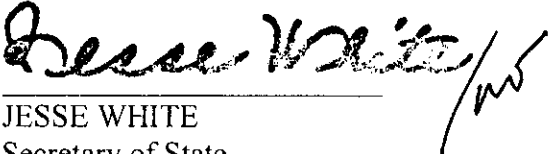
to file an answer within the prescribed time shall be construed as an admission of the allegations contained in the Notice of Hearing.

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, unless any Respondent has upon due notice moved for and obtained a continuance.

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 Respondent.

DATED: This 2nd day of April 2007.



JESSE WHITE
Secretary of State
State of Illinois

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