

WHEREAS, by means of the Stipulation, Respondents admitted to the jurisdiction of the Secretary of State and service of the Summary Order to Cease and Desist issued by the Secretary of State, Securities Department dated May 21, 2007 (the "Order") and Respondent has consented to the entry of this Consent Order to Cease and Desist ("Consent Order").

WHEREAS, by means of the Stipulation, the Respondents acknowledged, without admitting or denying the truth thereof, that the following allegations contained in the Notice of Hearing shall be adopted as the Secretary of State's Findings of Fact:

1. The Respondent Williams Realty and Investment is a business entity, maintaining a place of business at 1525 East 53rd Street, Chicago, Illinois 60615 and 1507 East 53rd Street #139 Chicago, Illinois 60615.
2. The Respondent Grow Wealth Enterprises is a business entity, maintaining a place of business at 1525 East 53rd Street, Chicago, Illinois 60615.
3. The Respondent Guy Williams, a Real Estate Broker licensed in the State of Illinois and Mortgage Broker, an individual (Williams), is the owner and or principle and registered agent for both Williams Realty and Investment and Grow Wealth Enterprises (collectively Respondents) maintaining a principal office at 1525 East 53rd Street, Chicago, Illinois 60615.
4. On or around February of 2007, Respondents placed ads in the local Chicago Sun-Times newspaper, and a billboard at the intersection of 53rd and Lake Park in Chicago, Illinois.
5. The ads stated "Guy Williams can help you become a millionaire. 24 hr Free Info 773-256-CASH".
6. The same Respondents maintain a website (www.wealthteacher.com) claiming "UP TO \$250,000 DOLLARS IN FAST CASH" and offers "BUSINESS DEVELOPMENT PROGRAM" which includes "List of the best businesses, Financing Alternatives, Setting up your Business at Home, Secrets to Success in Business, FACE to FACE with "THE WEALTH TEACHER", and I, Guy Williams, can personally show you which business I have used to create over \$10,000 / month part-time in my face- to-face training session!"
7. In or around Spring 2007, the Respondents held a free seminar hosted by the Respondent at Hyde Park Bank Building, 1525 East 53rd Street, Chicago, Illinois 60615.
8. During the seminar referenced in above, the Respondents offered an opportunity whereby the purchaser(s) would pay \$750.00 for further

training seminars, meetings and mentoring sessions which would teach the purchaser how to profit in the foreclosure market using information provided by the respondent.

9. Respondents, Guy Williams, Williams Realty and Investment, and Grow Wealth Enterprises, indicated that the “mentoring sessions” would provide continuing technical support in running a business involved in buying foreclosed property.
10. Section 5-5.15 Section 5-5.10(a)(3) of the Business Opportunity Sales Law of 1995, [815 ILCS 602 5/1 et seq.] (the “Act”) provides, inter alia, that a “Marketing plan” means advice or training, provided to the purchaser by the seller pertaining specifically to the sale of any enterprise, product, equipment, supplies or services and the advice or training includes, without limitation, preparing or providing operational, managerial, or financial guideline or assistance or continuing technical support.
11. The activities of Respondents as discussed in paragraphs six (6), eight (8) and nine (9) are an offer as defined under Section 5-5.20 of the Act and a Marketing plan as defined under Section 5-5.15 of the Act.
12. The product offered for sale by Respondents discussed in paragraphs six (6), eight (8) and nine (9) is a business opportunity as defined under Section 5-5.10 of the Act.
13. Section 5-25 of the Act provides that it is unlawful for any person to offer or sell any business opportunity in the State of Illinois unless the business opportunity is registered under the law or is exempt under Section 5-10 of the Act.
14. At times relevant hereto, Respondents failed to register the business opportunity discussed in paragraphs above prior to their offer in the State of Illinois.
15. Section 5-35(a) of the Act provides, inter alia, that it is unlawful for any person to offer or sell any business opportunity required to be registered under this Law unless a written disclosure document as filed under Section 5-30 of the Act is delivered to each purchaser at least 10 business days prior to the execution by a purchaser of any contract or agreement imposing a binding legal obligation on the purchaser or the payment by a purchaser of any consideration in connection with the offer or sale of the business opportunity.
16. By virtue of the foregoing, Respondents violated Section 5-25 and Section 35(a) of the Act.

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WHEREAS, by means of the Stipulation Respondents acknowledged, without admitting or denying the averments, that the following shall be adopted as the Secretary of State's Conclusion of Law:

- (1) Respondent Guy Williams violated sections 5-25 and 35(a) of the Act.
- (2) Respondent Williams Realty and Investment violated sections 5-25 and 35(a) of the Act.
- (3) Respondent Grow Wealth Enterprises violated sections 5-25 and 35(a) of the Act.

WHEREAS, by means of the Stipulation Respondents acknowledged and agreed that they shall CEASE and DESIST from engaging in the sale of business opportunities in the State of Illinois, EXCEPT in compliance with the provision of the Act;

WHEREAS, by means of the Stipulation Respondents acknowledged and agreed that they shall be levied costs, jointly and severally, incurred during the investigation of this matter in the amount of Fifteen Thousand Dollars (\$15,000.00). Said amount is to be paid in installments by certified or cashier's checks, made payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund. Said installments shall be made in three payments of Five Thousand (\$5,000.00) each month for three consecutive months, the first payment on January 2, 2008, with the signing of this Stipulation, the second payment on February 1, 2008 and the final payment on March 3, 2008; in no event shall the payments be completed later than March 3, 2008.

WHEREAS, by means of the Stipulation Respondents have acknowledged and agreed that they have submitted with the Stipulation a certified or cashier's check in the amount of Five Thousand Dollars (\$5,000.00) of the Fifteen Thousand Dollars (\$15,000.00) due and owing to the State to cover costs incurred during the investigation of this matter. Said check has been made payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund.

NOW, THEREFORE, IT SHALL BE AND IS HEREBY ORDERED THAT:

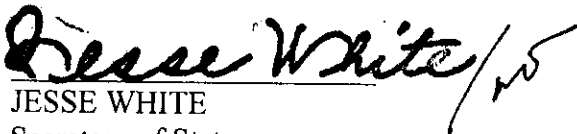
1. The Respondents, Guy Williams, Williams Realty and Investment, and Grow Wealth Enterprises shall CEASE and DESIST from engaging in the sale of business opportunities in the State of Illinois, EXCEPT in compliance with the provisions of the Act.

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2. The Respondents, Guy Williams, Williams Realty and Investment, and Grow Wealth Enterprises, are levied costs of investigation in this matter, jointly and severally, in the amount of Fifteen Thousand Dollars (\$15,000.00), payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund. Said payments shall be paid in three payments of Five Thousand (\$5,000.00) each month for three consecutive months, the first payment was made on January 2, 2008, with the signed Stipulation, the second payment is due on February 1, 2008 and the final payment is due on March 3, 2008; in no event shall the payments be completed later than March 3, 2008.
3. The Department shall retain jurisdiction over this proceeding for the sole purpose of enforcing the terms and provisions of the Stipulation herein.

ENTERED This 2nd day of January, 2008.

A handwritten signature in black ink that reads "Jesse White" followed by a stylized flourish or initials.

JESSE WHITE
Secretary of State
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 5-95(b)(2) of the Act. Any person or entity that 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 a Class 3 felony.

This is a final order subject to administrative review pursuant to the Administrative Review Law, [735 ILCS 5/3-101 et seq.] and the Rules and Regulations of the Act (14 III. Admin. Code, Ch. I, Sec. 130.1123). Any action for judicial review must be commenced within thirty-five (35) days from the date a copy of this Order is served upon the party seeking review