

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: DEALER AUCTION ACCESS, INC.,)
ITS OFFICERS, DIRECTORS, EMPLOYEES, AGENTS,)
AFFILIATES, SUCCESSORS AND ASSIGNS.)

FILE NO. 1000407

CONSENT ORDER TO CEASE AND DESIST EXECPT IN COMPLIANCE

TO THE RESPONDENT: Dealer Auction Access, Inc
845 West Fulton Market Street, Suite 217
Chicago, Illinois 60607

c/o Mr Mauricio Kighies, Registered Agent
Dealer Auction Access, Inc
845 West Fulton Market Street, Suite 217
Chicago, Illinois 60607

c/o Mark M Lyman, Esq
Henderson & Lyman
Attorneys at Law
175 West Jackson Blvd , Suite 240
Chicago, Illinois 60604

WHEREAS, Dealer Auction Access, Inc , its officers and directors, employees, agents, affiliates, successors and assigns (Respondent) on the 12th day of MARCH 2012, executed a certain Stipulation To Enter a Consent Order of Prohibition (the "Stipulation"), which is incorporated by reference herein;

WHEREAS, by means of the Stipulation, Respondent has admitted to the jurisdiction of the Secretary of State and service of the Amended Notice of Hearing of Petitioner Secretary of State, Securities Department, dated January 5, 2012 in this proceeding (the "Notice") and Respondents have consented to the entry of this Consent Order to Cease and Desist, Except in Compliance with the Law (the "Consent Order");

WHEREAS, by means of the Stipulation, the Respondent has acknowledged, without admitting or denying the truth thereof, that findings and allegations contained in paragraphs 1 -

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12 of the first part and paragraphs 1-6 of the second part of the Amended Notice shall be adopted as the Secretary of State's Findings of Fact:

1. That Dealer Auction Access, Inc., ("Respondent"), is an Indiana corporation authorized to transact business in Illinois, which maintains its Illinois office at 845 West Fulton Market Street, Suite 217, Chicago, Illinois 60607
2. That during October, 2010 Respondent placed advertisements (the "Ad") on their web page <http://www.dealerauctionaccess.com>
3. That one or more Illinois residents (the "Offeree") viewed said web page on or about October 6, 2010, and on November 1, 2011
4. Respondent's October 6, 2010 Ad proceeds to solicit Offeree "Would you like to start your own business?" Do you want your own dealer's license? Do you want to purchase vehicles at auction prices, and take advantage of deals reserved for big dealers?"
5. Respondent's AD advised the Offeree: "Call or email us today and find out how we can help you have your own dealer license, your own business and best of all ask how you can get your FIRST MONTH FREE!!!"
6. Respondent advised Offeree on its web site that "You will have a dedicated team of specialists available to answer any questions to help you process your sales. Our team will assist you with anything you might need, from general questions to help with titles and processing This invaluable support is available for no additional charge. You will have all retail paperwork necessary to complete your transactions All paperwork will be complimentary once you sign up for our retail program "
7. That Section 5-5.10(a)(6) of Business Opportunity Sales Law of 1995, [815 ILCS 602 *et seq*] (the "Act") provides, *inter alia*, that a business opportunity is a contract or agreement, between a seller and purchaser, express or implied, orally or in writing, wherein it is agreed that the seller or a person recommended by the seller shall provide to the purchaser any product, equipment, supplies or services enabling the purchaser to start a business when the purchaser is required to make a payment to the seller or a person recommended by the seller of more than \$500 and the seller

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represents directly or indirectly, orally or in writing, or any of the following, that the seller or a person recommended by the seller will provide a marketing plan.

8. That the activities of Respondent described in paragraphs four through six (4-6), constitutes a business opportunity as that term is defined in Section 5-5 10 of the Act
9. That the activities of Respondent described in paragraph two through six (2-6) constitute an offer as those terms are defined under Sections 5-5 20 of the Act.
- 10 That Section 5-25 of the Act provides, inter alia, that it is unlawful for any person to offer any business opportunity in this State unless the business opportunity is registered under the Act or is exempt under Section 5-10 of the Act.
- 11 That at all relevant times, Respondent Dealer Auction Access, Inc., its officers and directors, agents, employees, affiliates, successors and assigns, failed to register the business opportunity described in paragraphs five and six (5 & 6) as required pursuant to Section 5-25 of the Act
- 12 That, by virtue of the foregoing, Respondent violated Section 5-25 of the Act.

Willful Contempt of Suspension Order

- 1 That on November 2, 2011, pursuant to the authority granted by Section 5-65 of the Act, Respondent Dealer Auction Access, Inc., its officers and directors, agents, employees, affiliates, successors and assigns were ordered to CEASE and DESIST from offering or selling any business opportunity in the State of Illinois until the further order of the Secretary of State
- 2 That section 5-25 of the Act provides in part “It is unlawful for any person to offer or sell any business opportunity in this state unless the business opportunity is registered under this law or is exempt ”
- 3 That subsequent to service on Respondent of the November 2, 2011 Order and continuing to on or about January 4, 2012, Respondent by and through

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agents were advertising on a public computer network (herein the WEB) under the URL listed as. [http //www dealerauctionaccess com](http://www.dealerauctionaccess.com)

- 4 That by virtue of the foregoing, Respondent violated Section 5-25 of the Act by offering and/or selling business opportunities without registration during the period they were ordered to Cease and Desist
- 5 That Section 5-115(a) of the Act provides: Any person who willfully violates any order of which the person has notice or Section 5-25 of this his Act commits a class 3 felony.
6. That by virtue of the foregoing, Respondent violated Section 5-115(a) of the Act
- 8 Acknowledges, without admitting or denying the truth thereof, that the following shall be adopted as the Secretary of State's additional Finding of Fact.
 7. Section 5-65 of the Act provides, inter alia, that whenever it appears to the Secretary of State that any person has engaged in or is about to engage in any act or practice constituting a violation of any provision of this Law or any rule, regulation, or order under this Law, the Secretary of State may issue an order directing the person to CEASE and DESIST from continuing the act or practice.
9. Acknowledges, without admitting or denying the averments, that the following Conclusion of Law contained in the Amended Notice shall be adopted as the Secretary of State's Conclusion of Law:

Respondent violated Section 5-25 and Section 5-115(a) of the Act,

WHEREAS, an Independent Auditor and Certified Public Accountant prepared an Audited Consolidated Financial Statements as of October 31, 2011 for Respondent and determined that Respondent's net worth as of that date was in excess of \$1,000,000

WHEREAS, Respondent has presented an affidavit outlining the actual nature and extent of its business and has modified its website to accurately describe its business operations, whereas previously it purported to be a business opportunity on its face

WHEREAS, by means of the Stipulation, the Respondent acknowledged and agreed that it 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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WHEREAS, Respondent by means of the stipulation, the Respondent has submitted with the Stipulation a certified or cashier's check in the amount of Seventy-Five Hundred dollars (\$7,500 00), to cover the costs incurred during the investigation of this matter Said check had been made payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund,

WHEREAS, the Respondents Acknowledges that they have offered and sold the Business Opportunity to one Illinois resident

WHEREAS, the Secretary of State may amend orders upon finding that the action is necessary or appropriate in the public interest or for the protection of the purchaser in accordance with Section 5-70 of the Act,

WHEREAS, the Secretary of State herein finds it appropriate in the public interest to dismiss the Amended Notice;

NOW, THEREFORE, IT IS ORDERED THAT

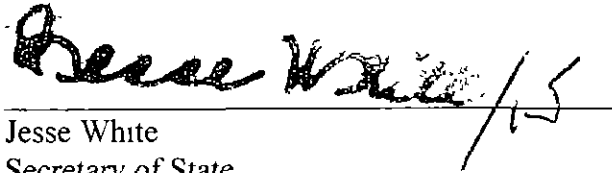
- 1 The Respondent Dealer Auction Access, Inc , its officers and directors, employees, agents, affiliates, successors and assigns shall CEASE and DESIST from engaging in the sale of business opportunities in the State of Illinois, EXCEPT in compliance with the provisions of the Act,
- 2 The formal hearing on this matter is DISMISSED without further proceeding, and

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- 3 The Department shall retain jurisdiction over this proceeding for the sole purpose of enforcing the terms and provisions of the Stipulation referenced herein

ENTERED This 13th day of March, 2012

A handwritten signature in black ink, appearing to read "Jesse White", is written over a horizontal line. To the right of the signature, there is a handwritten number "15" with a diagonal slash through it.

Jesse White
Secretary of State
State of Illinois

NOTICE. Failure to comply with the terms of this Order shall be a violation of the 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, have knowledge of the existence of the Order, shall be guilty of a Class 4 felony

This is a final order subject to administrative review pursuant to the Administrative Review Law, [735 ILCS 5/3-101 et seq] NS RHW Rules and Regulations of the Illinois Securities Act, [14 Ill Admin. Code Ch. I, Section 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