



## CONSENT ORDER

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WHEREAS, Respondents Jerry Isaacson, Barry Isaacson, Freezer Products, LLC., its partners, members, officers, directors, agents, employees, affiliates, successors and assigns and Target Foods, LLC., its partners, members, officers, directors, agents, employees, affiliates, successors and assigns, ("Respondents"), on the 16<sup>th</sup> day of September, 2011, executed a certain Stipulation to Enter Consent Order (the "Stipulation"), which hereby is incorporated by reference herein.

WHEREAS, by means of the Stipulation, Jerry Isaacson, Barry Isaacson, Freezer Products, LLC., its partners, members, officers, directors, agents, employees, affiliates, successors and assigns and Target Foods, LLC., its partners, members, officers, directors, agents, employees, affiliates, successors and assigns, have admitted to the jurisdiction of the Secretary of State and service of the Notice of Hearing of the Secretary of State, Securities Department, issued July 20, 2011 (the "Notice") and Respondent has consented to the entry of this Consent Order ("Consent Order").

WHEREAS, by means of the Jerry Isaacson, Barry Isaacson, Freezer Products, LLC., its partners, members, officers, directors, agents, employees, affiliates, successors and assigns and Target Foods, LLC., its partners, members, officers, directors, agents, employees, affiliates, successors and assigns, ("Respondents"), have acknowledged that the following Findings of Fact are intended to be a final determination of the issues and Respondents agree that they shall be estopped from making arguments contrary to the Findings of Fact in any collateral proceeding(s).

WHEREAS, by means of the Stipulation, Jerry Isaacson, Barry Isaacson, Freezer Products, LLC., its partners, members, officers, directors, agents, employees, affiliates, successors and assigns and Target Foods, LLC., its partners, members, officers, directors, agents, employees, affiliates, successors and assigns, ("Respondents") have acknowledged that the following shall be adopted as the Secretary of State's Findings of Fact, and has admitted to the truth thereof:

1. Acknowledges that Respondents have **Allen Perl**, counsel for the Respondents, has filed his appearance as attorney of record and that they have consulted with him regarding this matter.
2. Acknowledges service upon them of the Notice of Hearing issued by the Secretary of State, Securities Department dated July 20, 2011 (the "Notice").
3. Admits to the jurisdiction of the Secretary of State over them and over the subject matter of this proceeding.
4. Waives compliance with the provisions of the Administrative Procedure Act [5 ILCS 100/10-5 et Seq.] regarding contested cases pursuant to Section 25 thereof.

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5. Waives any and all rights to hearing and post-hearing procedures otherwise available pursuant to the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act").
6. Waives any right he may have to judicial review by any court by way of suit, appeal or extraordinary remedy resulting from the entry of the Consent Order.
7. Acknowledges and admits that the following allegations contained in the Amended Notice of Hearing shall be adopted as the Secretary of State's Findings of Fact:
  - 1) That the Office of the Secretary of State, Illinois Securities Department ("Department") commenced an investigation into the Respondent's activities for possibly offering/and or selling unregistered securities in the State of Illinois without being registered as a salesperson pursuant to Section 8 of the Act.
  - 2) That in connection with its investigation the Department on April 19, 2011 sent a letter pursuant to Section 11.C of the Act ("11.C letter") to the Respondents at the addresses listed above by means of certified mail, return receipt requested. The Respondents pursuant to the terms of the 11.C letter was required to respond in writing within ten (10) business days from receipt.
  - 3) That the above-referenced 11.C letter was received at the Respondent's and the Department was contacted by their attorney Mr. Allen Perl at 312-243-4500 from the firm of: Perl & Goodsnyder, Ltd., 14 N Peoria St Ste 2C, Chicago, IL 60607-2644.
  - 4) That the Respondents attorney requested more time to respond and an extension was granted until May 31, 2011.
  - 5) That the Respondents attorney was contacted by the Department on several occasions, the last was July 11, 2011; whereupon the Respondents attorney stated that the response would be forwarded that week and the Department would have the response by end of that week, July 15, 2011.
  - 6) That as of July 20, 2011, the Department has received nothing from the Respondents attorney.
  - 7) That the Respondents did not respond to the April 19, 2011 11.C letter as required.
  - 8) That Section 12.D of the Act provides, inter alia, that it shall be a violation of the provisions of the Act for any person to fail to file

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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.

- 9) That by virtue of the foregoing, the Respondent has committed a violation of Section 12.D of the Act by the failure to respond in a timely fashion.
- 10) Respondents did provide a complete response to the Department's request and were not in violation of any other portion of the Act.

WHEREAS, by means of the Stipulation Respondents have acknowledged that the following shall be adopted as the Secretary of State's Conclusion of Law:

The Respondents violated Sections 12.D of the Act.

WHEREAS, by means of the Stipulation Respondents have acknowledged and agreed that they shall be levied fines shall be levied fines in this matter in the amount of Five Thousand Dollars (\$5,000.00). Said amount is to be paid by certified or cashier's check, made payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceedings.

NOW THEREFORE IT SHALL BE AND IS HEREBY ORDERED THAT:

1. The Respondent, Jerry Isaacson, is levied fines in this matter in the amount Five Thousand Dollars (\$5,000.00), payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund.
2. The Department shall retain jurisdiction over this proceeding for the sole purpose of enforcing the terms and provisions of the Stipulation herein.

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3. The formal hearing scheduled on this matter is hereby dismissed without further proceedings.

ENTERED: This 20<sup>th</sup> day of September, 2011

*2/15*

*Jesse White DTP*

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, having 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.} and the 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.

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