

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

IN THE MATTER OF:)
Fran Span Global, LLC, its Partners.)
Members, Officers, Directors, Agents, Employees,)
Affiliates, Successors and Assigns; and)
Directors, Agents, Employees, Affiliates, Successors;)
The Healthy Life Style Place of Oak Park, LLC,) **File No. C1100208**
its Partners. Members, Officers,)
Directors, Agents, Employees, Affiliates, Successors)
And Assigns)
And)
Physicians Wellcare Centers of America A/K/A PWCA)
Its Partners. Members, Officers,)
Directors, Agents, Employees, Affiliates, Successors)
And Assigns)

NOTICE OF HEARING

TO THE RESPONDENTS:

Fran Span Global, LLC
U.S. Corporate Headquarters
Oak Brook Pointe
700 Commerce Drive
Suite 500
Oak Brook, Illinois 60523

The Healthy Life Style Place of Oak Park, LLC
700 Commerce Drive
Suite 500
Oak Brook, Illinois 60523

Physicians Wellcare Centers of America
Attention: Roger Akey, Attorney at Law
841 Prudential Drive
Suite 1200
Jacksonville, Florida 32207

NOTICE OF HEARING

- 2 -

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 10th day of August, 2011 at the hour of 10:00 a.m. or as soon as possible thereafter, before James 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 pursuant to Section 11.E of the Act prohibiting Respondents Fran Span Global, LLC its Partners, Members, Officers, Directors, Agents, Employees, Affiliates, Successors, and Assigns, The Healthy Life Style Place of Oak Park, LLC, its Partners, Members, Officers, Directors, Agents, Employees, Affiliates, Successors, and Assigns, and Physicians Wellcare Centers of America, its Partners, Members, Officers, Directors, Agents, Employees, Affiliates, Successors, and Assigns, from 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:

BACKGROUND FACTS

1. Fran Span Global, LLC (Respondent "Fran Span Global" or collectively with Respondents The Healthy Life Style Place of Oak Park, LLC and Physicians Wellcare Centers of America "Respondents") is an unknown entity. Its last known address is 700 Commerce Drive, Oak Brook, Illinois.
2. The Healthy Life Style Place of Oak Park, LLC, (Respondent "Healthy Life Style" or collectively with Respondents Fran Span Global, LLC and Physicians Wellcare Centers of America "Respondents") is a Nevada Limited Liability Company which is currently in default. Its last known address is 700 Commerce Drive, Oak Brook, Illinois.
3. Physicians Wellcare Centers of America A/K/A PWCA, (Respondent "Physicians Wellcare Centers of America" or collectively with Respondents Fran Span Global, LLC and The Healthy Life Style Place of Oak Park, LLC "Respondents") is an unknown entity. The Respondents Private Offering Memorandum states Physicians Wellcare Centers of America is a subsidiary of Fran Span Global, LLC.
4. Respondents solicited thousands of Illinois investors with a general solicitation with lists purchased from the American Medical Association (AMA) database of physicians in Illinois.

NOTICE OF HEARING

- 3 -

5. That starting in 2010, Respondents offered and sold securities in the form of Membership Interest Shares in The Healthy Life Style Place of Oak Park, LLC. Respondent offering is “on a “best efforts” basis, 35 Units of Class “A” Membership Interest Share with each Unit equal to One and Four Tenths Percent (1.4%) equity ownership in The Healthy Life Style Place of Oak Park, LLC”.
6. Respondents’ cold called the investors using “Business Analysts”, and Carol Myers d/b/a Chris Morgan. These Business Analysts were formerly pharmacy representatives, from outside of Illinois
7. During the cold calls the Respondents had the Business Analysts fill out a database, the database failed to ascertain if investors were accredited.
8. Respondents sent the investors a Private Placement Memorandum (PPM) which determined if the investor was accredited.
9. That the activities set forth in paragraphs above constitute the offer and sale of Membership Interest Shares, and therefore a security, as those terms are defined in Section 2.1, 2.5 and 2.5a of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*

COUNT I

815 ILCS 5/12.A and D violations: Respondents are unregistered securities.

- 1-9. Paragraphs 1-9 are re-alleged and incorporated by reference.
10. Respondents failed to file an application for registration of the above-referenced securities with the Secretary of State and as a result, the securities were not registered pursuant to Section 5 of the Act prior to their offer and sale in the State of Illinois.
11. Section 5 of the Act provides, inter alia, that all securities except those exempt under Section 3 of the Act or those offered and sold in transactions exempt under Section 4 of the Act shall be registered with the Secretary of State prior to their offer or sale in the State of Illinois.
12. Section 12.A of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, (the “Act”) states that 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.”

NOTICE OF HEARING

- 4 -

13. Section 12.D of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, states that it shall be a violation of the provisions of the Act for any person to “fail to file with the Secretary of State any application, report or document 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.
14. By virtue of the foregoing, Respondents violated Sections 12.A and 12.D of the Act.

COUNT II

**815 ILCS 5/12.C violations: Respondents are
unregistered Dealer/Salesperson.**

- 1-9. Paragraphs 1-9 are re-alleged and incorporated by reference.
10. Through the conduct described in paragraphs above, the respondents acted as a dealer and/or salesperson for the sale of Membership Interest Shares to investors.
11. That 12.C of the Act provides, *inter alia*, that it shall be a violation of the Act for any person to act as a dealer and/or salesperson unless registered such, where such registration is required under this Act.
12. That at all relevant times, the respondents were not registered as a dealer and/or salesperson under the Act.
13. That by acting as a salesperson and/or dealer in the State of Illinois, without being registered as such, respondent violated section 12.C of the Act.
14. The aforementioned findings are based upon credible evidence.

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 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.

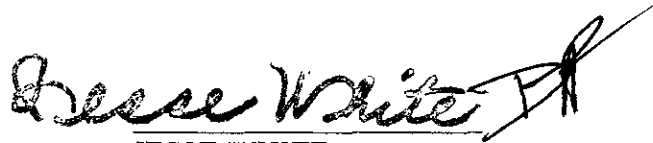
NOTICE OF HEARING

- 5 -

A link 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. <http://www.cyberdriveillinois.com/departments/securities/lawrules.html>

Delivery of Notice to the designated representative of any Respondent constitutes service upon such Respondent.

Dated: This 10th day of June 2011.

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

JESSE WHITE
Secretary of State
State of Illinois

Attorney for the Secretary of State:
Mary A. Lopez
Office of the Secretary of State
Illinois Securities Department
69 West Washington Street, Suite 1220
Chicago, Illinois 60602
Telephone: (312) 793-3023

Hearing Officer:
James Kopecky
190 S. LaSalle Street, Suite 850-A
Chicago, Illinois 60603
(312) 380-6552