

STATE OF ILLINOIS  
SECRETARY OF STATE  
SECURITIES DEPARTMENT

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IN THE MATTER OF: RGN INVESTMENT, GROUP INC., )  
ITS OFFICERS, AND DIRECTORS, AGENTS, EMPLOYEES, ) FILE NO. 1000394  
AFFILIATES, SUCCESSORS AND ASSIGNS, and )  
ROBERT G. NELSON, INDIVIDUALLY. )

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ORDER OF PROHIBITION

TO RESPONDENTS: RGN Investment Group, Inc.  
14655 South 82<sup>nd</sup> Avenue  
Orland Park, Illinois 60462

Robert G. Nelson  
8900 West 121<sup>st</sup> Street  
Palos Park, Illinois 60464

WHEREAS, a Temporary Order of Prohibition was issued by the Illinois Secretary of State, on October 18, 2010, temporarily prohibiting the Respondents from offering or selling securities in the State of Illinois for a maximum period of ninety (90) days.

WHEREAS, pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5/1 *et. seq.*] (the "Act"), the failure to request a hearing within thirty (30) calendar days of the entry of a Temporary Order of Prohibition shall constitute an admission of any facts alleged therein and constitute a sufficient basis to make the Temporary Order final.

WHEREAS, Respondents RGN Investment Group, Inc. and Robert G. Nelson have failed to request a hearing on the matters contained in the Temporary Order of Prohibition within thirty (30) calendar days of the entry of said Temporary Order and the Respondents are hereby deemed to have admitted the facts alleged in the said Temporary Order.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Findings of Fact contained in the said Temporary Order as the Secretary of State's Findings of Fact as follows:

1. That RGN Investment group, Inc., ("RGN") was an Illinois corporation, at all times relevant herein which maintained a business address at 14655 South 82<sup>nd</sup> Avenue, Orland Park, Illinois.

Order of Prohibition

-2-

2. That Robert G. Nelson ("Nelson" collectively with RGN "Respondents") at all times relevant herein is an individual who maintained a residence at 8900 West 121<sup>st</sup> Street, Palos Park, Illinois 60664.
3. That on or about July 8, 2008, Respondents offered and sold to an Illinois resident (Investor) a promissory note in the price of \$30,000 (the "Note").
4. That the Note provided the Investor would receive interest at the rate of 40% or "12,000.00," which would become due and payable on or before the maturity date of October 10, 2008.
5. That the investor paid for the Note the sum of \$30,000.00.
6. That thereafter the investor never received interest payments or the return of his principal.
7. That the investor requested the return of his principal and the balance of his interest on numerous occasions, in person by email and telephone but the Respondents failed and refused to return the investor's emails or calls.
8. That the activities described in paragraphs 3 through 5 above constitute the offer and sale of a promissory note or certificate of interest or participation in a profit-sharing agreement or an investment contract and therefore a security as those terms are defined in Sections 2.1 and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act").
9. That Section 5 of the Act provides, inter alia, that all securities except those exempt under Section 3 or those offered or sold in transactions exempt under Section 4 shall be registered either by coordination or by qualification prior to their offer or sale in the State of Illinois.
10. That Respondents failed to file with the Secretary of State an application for registration of the investment opportunity 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 in the State of Illinois.
11. That Section 12.A of the Act provides, inter alia, that it shall be a violation for any person to offer or sell any security except in accordance with the provisions of the Act.
12. That Section 12.D of the Act provides, inter alia, that it shall be a violation 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 the Act or any rule or regulation made by the Secretary of State pursuant to the Act.
13. That by virtue of the foregoing, Respondents have violated Sections 12.A and 12.D of the Act, and Respondents will violate Section 12.A of the Act again if they make further offers, or if they make any sales, of the investment opportunity described above in the State of Illinois.

Order of Prohibition

-3-


14. That on January 23, 2008 an Order of Permanent Prohibition was entered in the matter of F.C. Financial, Inc., its officers, directors, employees, agents, affiliates, successors and assigns in File number 0700249. Robert G. Nelson was found to be included in the officers, directors, employees, agents, affiliates, successors and assigns of F. C. Financial, Inc. and Robert G. Nelson was permanently prohibited from offering or selling securities in or from the State of Illinois.
15. That Section 14.A. of the Act provides: Any person who willfully violates this Act commits a class 4 felony.
16. That by virtue of the foregoing, Respondent Robert G. Nelson has violated Section 14.A. of the Act.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Conclusions of Law contained in the said Temporary Order as the Secretary of State's Conclusion of Law as follows:

Respondents violated Sections 12.A., 12.D. and 14.A. of the Act.

NOW THEREFORE, IT IS HEREBY ORDERED THAT: pursuant to Section 11.F of the Act, Respondents RGN Investment Group, Inc. and Robert G. Nelson and each of their partners, members, officers and directors, agents, employees, affiliates, successors and assigns are hereby **PROHIBITED** from offering or selling any securities in or from the State of Illinois

ENTERED: This 15<sup>TH</sup> day of December, 2010.

  
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.

Order of Prohibition

-4-

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.

Attorney for the Secretary of State:

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