

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

**IN THE MATTER OF: MOSHE YEHUDA DUNOFF,
d/b/a INTEREAST FINANCIAL BROKERS, and
d/b/a GRUBER AND GREEN, INC.
his partners, officers and directors, agents, employees,
affiliates, successors, and assigns.**

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) **FILE NO. 1000183**
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TEMPORARY ORDER OF PROHIBITION

TO RESPONDENTS: Moshe Yehuda Dunoff
D/B/A Interest Financial Brokers
And D/B/A Gruber and Green, Inc.
3612 Fords Lane
Apt D
Baltimore, MD 21215
And
2023 W. Oxford Street
Philadelphia, PA 19121

1. On information and belief, I, Jesse White, Secretary of State for the State of Illinois, through my designated representative, who has been fully advised in the premises by the staff of the Securities Department, Office of the Secretary of State, herein find:
2. Respondent Moshe Yehuda Dunoff (hereinafter "Dunoff" or "Respondent") was at all relevant times referred to herein, doing business as Interest Financial Brokers, and also doing business as Gruber and Green, Inc. with addresses of 3612 Fords Lane, Apt D, Baltimore, MD 21215, and 2023 W. Oxford Street, Philadelphia, PA 19121.
3. Respondent Dunoff operated a website entitled GruberandGreen.com ("Website") which offered investment advising and security sales services to potential internet customers.

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4. The Website held out a fictitious address of “Gruber and Green, Inc., Suite 12, Floor 24, 311 Florance Av. Evanson Chicago IL 60602”.
5. Respondent is/was in the business of providing investment advising and stock brokering to the general public from a location he held out to be within the State of Illinois.
6. Through the internet web site and through email communications Respondent offered investment advisory and/or brokerage services worldwide. advised at least one internet Investor (“Investor”) to purchase stock in a particular Nasdaq company, and Respondent offered to act as the broker in any purchase transactions of the stock in the suggested company.
7. Between September 1, 2009 and December 31, 2009 an investor, pursuant to the website, wired into Respondent’s bank account payments of approximately \$39,000 and \$59,000 for the purchase of the shares of stock which Respondent advised the Investor to purchase.
8. That the activities described in paragraphs 3, 4 5, 6, and 7 above constitute the business of being an “investment adviser”, and of being a “salesperson” as those terms are defined in Sections 2.9 and 2.11 of the Illinois Securities Law of 1953 [815 ILCS 5] (the “Act”).
9. That Section 8 of the Act provides, *inter alia*, that all investment advisers and salespersons, except those exempt, shall be registered prior to acting and giving investment advice in the State of Illinois.
10. That Respondent failed to file with the Secretary of State an application for registration as investment advisor or as a salesperson as required by the Act and that as a result the Respondents were not registered pursuant to Section 8 prior to giving investment advice and selling securities in the State of Illinois.
11. That Section 12.C of the Act provides, *inter alia*, that it shall be a violation for any person to act as an investment advisor or as a salesperson 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, Respondent has violated Sections 12.C and 12.D of the Act.

FRAUD IN SALE OF SECURITIES

14. Respondent failed to effect the purchase of the stock for the Investor as promised, but instead converted the Investor's money and used it for his own personal purposes.
15. Respondent failed to return any portion of Investor's money.
16. Respondents failed and refused to notify Investor of the risk involved in the transaction that could result in the loss of the money paid by the Investor, and failed to inform Investor that the investment would be converted and used for Respondent's personal purposes.
17. Section 12.F of the Act provides, *inter alia*, that it shall be a violation of the Act for any person to engage in any transaction, practice or course of business in connection with the sale or purchase of securities which works or tends to work a fraud or deceit upon the purchaser or seller thereof.
18. Section 12.G of the Act provides, *inter alia*, that it shall be a violation of the Act for any person to obtain money or property through the sale of securities by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading.
19. By virtue of the foregoing, Respondent violated Sections 12.F and 12.G of the Act and will violate them again if he provides further investment advice, or if he makes any sales of securities in the State of Illinois.
20. That the aforementioned findings are based upon credible evidence.
21. That Section 11.F (2) of the Act provides, *inter alia*, that the Secretary of State may temporarily **PROHIBIT** the offer or sale of securities by any person, without notice and prior hearing, if the Secretary of State shall deem it necessary to prevent an imminent violation of the Act or to prevent losses to investors that will occur as a result of prior violations of the Act.
22. That the entry of this Temporary Order prohibiting Respondent Moshe Yehuda Dunoff from offering or selling securities in the State of Illinois is in the public interest and for the protection of the investing public and is consistent with the purposes intended by the provisions of the Act.

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NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondent Moshe Yehuda Dunoff, his officers and directors, agents, employees, affiliates, successors and assigns are temporarily **PROHIBITED** from offering or selling securities in or from this State until the further Order of the Secretary of State.

NOTICE is hereby given that Respondents may request a hearing on this matter by transmitting such request in writing to the Director, Illinois Securities Department, 69 West Washington Street, Suite 1220, Chicago, Illinois 60602. Such request must be made within thirty (30) calendar days of the date of entry of the Temporary Order of Prohibition. Upon receipt of a request for hearing, a hearing will be scheduled as soon as reasonably practicable. A request for hearing will not stop the effectiveness of this Temporary Order and will extend the effectiveness of this Temporary Order for sixty days from the date the hearing request is received by the Department.

FAILURE BY ANY RESPONDENT TO REQUEST A HEARING WITHIN THIRTY (30) CALENDAR DAYS AFTER ENTRY OF THIS TEMPORARY ORDER OF PROHIBITION SHALL CONSTITUTE AN ADMISSION OF ANY FACTS ALLEGED HEREIN AND SHALL CONSTITUTE SUFFICIENT BASIS TO MAKE THIS TEMPORARY ORDER OF PROHIBITION FINAL.

Dated: This 9 day of September 2010.



JESSE WHITE

James J. Tierney
Illinois Securities Department
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312-793-9650