

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

**IN THE MATTER OF: PRAYER INTERNATIONAL and
JAMES PILON, its/their members, partners,
officers and directors, agents,
employees, affiliates, representatives, successors and assigns.**

FILE NO. 0500667

TEMPORARY ORDER OF PROHIBITION

TO RESPONDENTS: Prayer International and
James Pilon
303 Harvard Street
Joliet, Illinois 60432

And

Prayer International
c/o Registered Agent Walter Lewis
1701 South 1st Avenue
Maywood, Illinois 60153

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:

1. Prayer International (or "PI", or collectively with James Pilon, "Respondents") was at all time referred to herein, an Illinois not-for-profit corporation located at 303 Harvard St., Joliet, Illinois 60432, and whose registered agent was Walter Lewis, 1701 S. 1st Avenue, Maywood, Illinois 60153
2. James Pilon (or "Jpilon, or collectively with PI, "Respondents") is an owner and representative of PI, and resides at 303 Harvard St., Joliet, Illinois 60432.
3. In March 2005, Respondents solicited in or from the State of Illinois one or more persons ("Investor") to invest \$50,000 in a "trading group" that was "very successful" and Respondents promised that they would pay the Investor "double" his investment "every three months".

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4. On May 2, 2005 Investor wired \$50,000 to Respondents' bank account at First United Bank, Crete, Illinois.
5. The activities described in paragraphs 3 and 4 above, constitute an investment contract and is a security as that term is defined at Section 2.1 of the Illinois Securities Law of 1953 (815 ILCS 5) (the "Act").

FAILURE TO REGISTER SECURITIES

6. Section 5 of the Act provides, *inter alia*, that "all securities except those set forth under Section 2a of this Act...or those exempt...shall be registered...prior to their offer or sale in this State.
7. Respondents failed to file an application with the Secretary of State to register the investment contract as required by the Act, and as a result the investment contract was not registered as such prior to their or sale in the State of Illinois.
8. Section 12.A of the Act provides, *inter alia*, that it shall be a violation of the Act to offer or sell any security except in accordance with the provisions of the Act.
9. Section 12.D of the Act provides, *inter alia*, that it shall be a violation of the Act to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of this Act or any rule or regulation made by the Secretary of State pursuant to the Act or to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 hereof.
10. By virtue of the foregoing, Respondents violated Sections 12.A and 12.D of the Act.

FRAUD AND DECEIT

11. To date the Respondents have failed to make any payments to the Investor as promised.
12. Respondents failed to disclose to Investor any risks involved in the investment contract that Respondents would not pay the promised principal or interest according to the terms of the signed agreement.
13. Respondents, instead of placing the Investor's \$50,000 into a "trading group" and paying the Investor as promised in the terms of the investment contract converted the principal received from the Investor to their own use and benefit.
14. Respondents, at the time of the investment contract, failed and refused to notify the Investor that the principal would be converted to their own benefit rather than used to generate income from a trading group for the Investor's benefit.

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15. 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”.
16. 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 the light of the circumstances under which they were made, not misleading.
17. Section 12.I of the Act provides, *inter alia*, that it shall be a violation of the Act for any person, “to employ any device, scheme or artifice to defraud in connection with the sale or purchase of any security, directly or indirectly”.
18. By virtue of the foregoing, Respondents violated Sections 12.F, 12.G and 12.I of the Act.
19. Section 11.F(2) of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, (“the Act”) provides, *inter alia*, that the Secretary of State may temporarily prohibit or suspend for a maximum period of 90 days, by an order effective immediately, the offer or sale of securities by any person, if the Secretary of State shall in his or her opinion, based on credible evidence, deem it necessary to prevent an imminent violation of this Act or to prevent losses to investors which the Secretary of State reasonably believes will occur as a result of a prior violation of this Act.
20. The entry of this Temporary Order prohibiting Respondents Prayer International and James Pilon 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.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondents **Prayer International and James Pilon**, its/their managers, officers and directors, agents, employees, affiliates, representatives, 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.

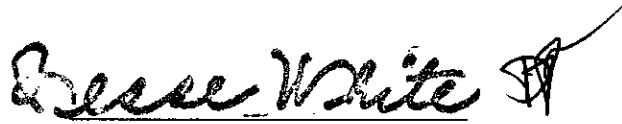
NOTICE is hereby given that Respondents may request a hearing on this matter by transmitting such request in writing to the Director, Illinois Securities Department, 69 West Washington Street, Suite 1220, Chicago, Illinois 60602. Such request must be made within thirty (30) calendar days of the date 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.

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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 13th day of May, 2010.

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

JESSE WHITE
Secretary of State
State of Illinois

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