

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

IN THE MATTER OF: STRATEGIC RESEARCH NETWORK, INC.,)
And BRIAN MARCHANT-CALSYN, their officers and directors, employees,) **NO. 1100226**
agents, affiliates, successors and assigns.)
)

ORDER TO CEASE AND DESIST

TO THE RESPONDENTS. Strategic Research Network, Inc.
16305 Swingley Ridge Road
Suite 425
St. Louis, Missouri

Brian Marchant-Calsyn
16305 Swingley Ridge Road
Suite 425
St. Louis, Missouri 63017

WHEREAS, a Summary Order to Cease and Desist was issued by the Secretary of State on December 6, 2012 which ordered Brian Marchant-Calsyn and Strategic Research Network, Inc., their partners, officers and directors, agents, employees, affiliates, successors and assigns from offering or selling any business opportunities in or from the State of Illinois until further order of the Secretary of State or his duly authorized representative;

WHEREAS, pursuant to Section 5-65 of the Business Opportunity Sales Law of 1995, [815 ILCS 602 *et seq*] (the "Act"), the failure to request a hearing within fifteen (15) calendar days of the entry of the Summary Order to Cease and Desist shall constitute an admission of any acts alleged therein and constitute a sufficient basis to make the Summary Order final;

WHEREAS, the Respondents have failed to request a hearing on the matters contained in the Summary Order within fifteen (15) calendar days of the entry of said Summary Order and the Respondents are hereby deemed to have admitted the facts alleged in the Summary Order,

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

Order to Cease and Desist

2

1. That Respondent Strategic Research Network, Inc. (at times hereinafter "SRN" or together with Respondent Brian Marchant-Calsyn "Respondents") is a business entity with a last known address of 16305 Swingley Ridge Road, Suite 425, St. Louis, Missouri 63017.
2. That Respondent Brian Marchant-Calsyn (at times hereinafter "Marchant-Calsyn" or together with Respondent SRN "Respondents") is an individual with a last known address of 16305 Swingley Ridge Road, Suite 425, St. Louis, Missouri 63017.
3. That Marchant-Calsyn, at all relevant times herein, was a principal officer and employee of Respondent SRN.
4. That in March 2009, Respondents advertised on the internet that SRN was offering training, computer software and support services to individuals who will become "Researchers" for client companies.
5. On March 16, 2009 Respondents and an Illinois resident ("Purchaser") entered into a written contract entitled "PURCHASE AGREEMENT AND ORDER" which provided, *inter alia*, that Purchaser would pay \$24,900 to Respondents, and Respondents would provide the Purchaser with training, computer software, business cards, letterhead stationery and support services to enable Purchaser to engage in the business of selling online marketing services.
6. Purchaser paid the full \$24,900 to Respondents.
7. That the activities of the Respondents described in paragraph 4-5 above constitute an offer and sale as those terms are defined under Sections 5-5.20 and 5-5.40 of the Act.
8. That the business opportunity described in paragraphs 4-5 above constitutes a business opportunity as that term is defined under Section 5-5.10 of the Act.
9. That Section 5-5.10(a)(6) of Business Opportunity Sales Law of 1995, [815 ILCS 602 *et seq*] (the "Act") provides, *inter alia*, that a business opportunity is a contract or agreement, between a seller and purchaser, express or implied, orally or in writing, wherein it is agreed that the seller or a person recommended by the seller shall provide to the purchaser any product, equipment, supplies or services enabling the purchaser to start a business when the purchaser is required to make a payment to the seller or a person recommended by the seller of more than \$500 and the seller represents directly or indirectly, orally or in writing, that the seller will provide a Marketing Plan.
10. That the training and collateral materials and services provided to Purchaser described at paragraph 7 above, constitutes a marketing plan within the meaning of Section 5-5.10(a)(6) of the Act

Order to Cease and Desist

3

11. That Section 5-25 of the Act provides, *inter alia*, that it is unlawful for any person to offer any business opportunity in this State unless the business opportunity is registered under the Act or is exempt under Section 5-10 of the Act.
12. That at all relevant times, Respondents Strategic Research Network, Inc., and Brian Marchant-Calsyn by and through their officers and directors, failed to register the business opportunity described in paragraphs 4-7 as required pursuant to Section 5-25 of the Act.
13. That, by virtue of the foregoing, the Respondents have violated Section 5-25 of the Act.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 5-65 of the Act, Respondents Brian Marchant-Calsyn and Strategic Research Network, Inc., and their partners, officers and directors, agents, employees, affiliates, successors and assigns, are **ORDERED TO CEASE AND DESIST** from offering or selling any business opportunities in or from this State until the further Order of the Secretary of State.

NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 5-115 of the Act. Any person or entity that fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of this Order, shall be guilty of a Class 3 felony for each offense.

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 Act (14 Ill. Admin. Code, Ch. 1 Sec. 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.

DATED: This 17th day of January 2013



Jesse White
Secretary of State
State of Illinois

Attorney for the Secretary of State:
James J. Tierney
Illinois Securities Department
69 West Washington Street, Suite 1220
Chicago, Illinois 60602
Telephone: (312) 793-9650