

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: EPIC COMMERCE, LLC,)
BANKCARD EMPIRE,)
ULTIMATE BUSINESS SOLUTIONS)
THIER OFFICERS, DIRECTORS,) File No. 0800438
EMPLOYEES, AGENTS, AFFILIATES,)
SUCCESSORS AND ASSIGNS)
)

NOTICE OF HEARING

TO THE RESPONDENT: Bankcard Empire
Nancy Naysan, Esq.
2701 E. Osborn Road, Suite 100
Phoenix, AZ 85016

You are hereby notified that pursuant to Section 5-65 of the Illinois Business Opportunities Sales Law of 1995 [815 ILCS 602/5-1 et seq.] (the "Act") as well as 14 Ill. Adm. Code 130, Subpart K, a public hearing will be held at 300 West Jefferson Street, Suite 300A, Springfield, Illinois 62702, on the 21st day of January, 2007, at the hour of 10:00 a.m., or as soon thereafter as counsel may be heard, before Jon K. Ellis, or such other duly designated Hearing Officer of the Secretary of State.

Said hearing will be held to determine whether an Order to Cease and Desist should be entered against Bankcard Empire (the "Respondent") in the State of Illinois and granting such other relief as may be authorized under the Act including but not limited to imposition of a monetary fine in the maximum amount pursuant to Section 5-65 of the Act, payable within ten (10) days of the entry of the Order.

The grounds for such proposed action are as follows:

1. That the Respondent, Bankcard Empire, is a purported business entities with a last known address of 2701 E. Osborn Road, Suite 100, Phoenix, AZ 85016;
2. That on or about April 18, 2008, Respondent Bankcard Empire, by and through its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, offered and/or sold to at least one (1) resident of the State of Illinois, an opportunity to purchase supplies, equipment or services purportedly sufficient to enable the Illinois resident to

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start a business, including, but not limited to, radio advertisement, a professional website and ID, a "call blasts media", business cards, a "media package", a "Program" which consist of "an offering of products and services to referrals and clients provided by" the Illinois resident to Respondent as well as "marketing materials, web site integration, reporting and other associated tools to facilitate the Program"; said products and services would purportedly enable said referrals and clients to accept major credit cards and process other forms of non-cash payment transactions; the Respondents would then pay commissions to the Illinois resident; said business opportunity would be provided to the Illinois resident in return for total payments of \$30,000;

3. That Respondent Bankcard Empire, by and through its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, represented to the Illinois resident, either directly or indirectly, that it would provide a marketing plan;
4. That Section 5-5.10(a) of the Illinois Business Opportunity Sales Law of 1995, [815 ILCS 602 5-1 et seq.] (the "Act") provides, inter alia, that a business opportunity is a contract or agreement, between a seller and a 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 and the seller represents directly or indirectly, orally or in writing, that the seller will provide a marketing plan;
5. That the above-referenced promotion, solicitation or offer constitutes an offer and/or sale of a business opportunity as those terms are defined pursuant to Sections 5-5.10 and 5-5.20 of the Act;
6. That Section 5-25 of the Act provides, inter alia, that it is unlawful for any person to offer or sell any business opportunity in the State of Illinois unless that business opportunity is registered under the Act or is exempt from registration under Section 5-10 of the Act;

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7. That Section 5-95 (b)(1) of the Act provides, inter alia, that no person shall, either directly or indirectly, offer or sell any business opportunity without registration under this Act unless the person offering or selling the opportunity is exempt under the Act;
8. That Section 5-95(b)(2) of the Act provides, inter alia, that no person shall fail to file with the Secretary of State any report, document or answer required to be filed under the provisions of this Act or any rule made by the Secretary of State pursuant to this Act.
9. That at all times relevant, Respondent Bankcard Empire, by and through its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, failed to obtain or file for registration of the above-referenced business opportunity prior to any offer or sale in the State of Illinois;
10. That by virtue of the foregoing, Respondent Bankcard Empire, by and through their Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, has violated Sections 5-25, and 5-95 (b)(1)(2) of the Act;
11. That Section 5-65 of the Act provides, inter alia, that whenever it appears to the Secretary of State that any person has engaged or is about to engage in any act or practice constituting a violation of the Act, the Secretary of State may issue an Order directing such person to cease and desist from engaging in any act or practice constituting a violation of any provision of the Act;
12. That Section 5-65 of the Act provides, inter alia, that the Secretary of State, after finding that any provisions of this Act has been violated, may impose a fine as provided by rule or order against the violator not to exceed \$10,000 per violation and may issue an order of public censure against the violator and charge the costs of the investigation and reasonable expenses;
13. That by virtue of the foregoing, the Respondent Bankcard Empire, Inc., its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, is subject to a fine of up to \$10,000.00 per violation, costs of investigation, reasonable expenses, an order of censure, and an order which

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permanently prohibits the Respondent from offering or selling business opportunities in the State of Illinois.

You are further notified that you are required pursuant to 14 Ill. Adm. Code 130, Subpart K: Procedures For Administrative Hearings (the "Rules"), and specifically Sections 130.1104 and 130.1107 of the Rules, to file an answer to the allegations outlined above, a Special appearance, or other responsive pleading, within thirty days of the receipt of this notice. Your failure to do so within the prescribed time shall be deemed an admission of the allegations contained in the Notice of Hearing and waives your right to a 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.

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

Dated this 24th day of November, 2008.



Jesse White
Secretary of State
State of Illinois

Attorney for the Secretary of State:
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