

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

IN THE MATTER OF: ERIC ROBERT RYDLEWSKI)	
A/K/A ARKADIUSZ RYDLEWSKI)	
D/B/A MERIT-INTERGROUP LTD.)	NO. C0700406
his partners, officers and directors,)	
managers, agents, employees,)	
affiliates, successors and assigns.)	

TEMPORARY ORDER OF PROHIBITION

**TO RESPONDENT: ERIC ROBERT RYDLEWSKI
A/K/A ARKADIUSZ RYDLEWSKI
2421 NORTH 75TH AVENUE
ELMWOOD PARK, ILLINOIS 60707**

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. Eric Robert Rydlewski (at times hereinafter "Rydlewski" or "Respondent") is also known as Arkadiusz Rydlewski and has a last known address of 2421 North 75th Avenue, Elmwood Park, Illinois 60707.
2. At all times relevant to this Temporary Order of Prohibition Rydlewski was doing business as Merit-Intergroup, Ltd. (at times herinafter "Merit").
3. In April 2007 Rydlewski solicited investments from at least one Illinois resident ("Investor").
4. The Investor was solicited by Rydlewski to pay Five Thousand Dollars (\$5000) to Merit and Rydlewski in exchange for a promise by Rydlewski that the money would be used to purchase and rehabilitate distressed real estate.
5. In April 2007 the Investor paid Rydlewski a total of \$5000 and both the Investor and Rydlewski signed a contract entitled "MERIT Inter-Group, Ltd.

Investment Contract" ("Investment Contract") in which the Investor was promised repayment of the \$5000 plus \$820 interest a payments 12.25 months plus 16% interest.

6. Respondent promised to make quarterly interests payments of \$205 beginning in July 2007 and to repay the \$5000 principal on or before April 10, 2008.
7. Respondent's activities described above involve the offer and sale of a note or an investment contract as those terms are defined in Sections 2.1, 2.5 and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act").

FAILURE TO REGISTER SECURITIES

9. 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.
10. Respondent 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.
11. 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.
12. 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.
13. By virtue of the foregoing, Respondent violated Sections 12.A and 12.D of the Act.

FRAUD AND DECEIT

14. To date the Respondent has failed to make the quarterly interest payments to the Investor as promised.
15. Respondent failed to disclose to Investor any risks involved in the Investment Contract that Respondent would not pay the promised principal or interest according to the terms of the signed agreement.
16. Respondent, instead of paying interest as promised in the terms of the Investment Contract converted the principal received from the Investor to his own use and benefit.

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17. Respondent, at the time of the Investment Contract, failed and refused to notify the Investor that the principal would be converted to his own benefit rather than used to generate interest for the Investor's benefit.
18. 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".
19. 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.
20. 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".
21. By virtue of the foregoing, Respondent violated Sections 12.F, 12.G and 12.I of the Act.
22. 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.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondent **Eric Robert Rydlewski, a/k/a Arkadiusz Rydlewski**, doing business as **Merit Inter-Group, Ltd.** and his partners, 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 W. 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 14th day of November 2007

A handwritten signature in black ink that reads "Jesse White" followed by a stylized flourish or initials.

JESSE WHITE
Secretary of State
State of Illinois

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