

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

IN THE MATTER OF:

Gregory Webb,) **File Number: 0700225**
InfrAegis, INC, F/K/A Intelagents, INC.)
its partners, members, officers, directors,)
agents, employees, affiliates, successors)
and assigns.)
CityMainStreet Technologies Group Inc.,)
its partners, members, officers, directors,)
agents, employees, affiliates, successors)
and assigns)
Nextweb Technologies, Inc.)
its partners, members, officers, directors,)
agents, employees, affiliates, successors)
and assigns.)

TEMPORARY ORDER OF PROHIBITION

TO RESPONDENT:

Gregory Webb
304 E. Fairview
Arlington Heights, Illinois 60005

Gregory Webb
1612 Landmeier Road, Suite F
Elk Grove Village, Illinois 60007

InfrAegis, Inc.
1612 Landmeier Road, Suite F
Elk Grove Village, Illinois 60007

Nextweb Technologies , Inc.
D/B/A CityMainStreet Technologies Group Inc.
1612 Landmeier Road, Suite F
Elk Grove Village, Illinois 60007

INFRAEGIS, INC.
C/O MS REGISTERED AGENT SERVICES
191 N Wacker Drive, STE 1800
Chicago, Illinois 60606

CityMainStreet Technologies Group Inc.,
C/O LEXISNEXIS DOCUMENT SOLUTIONS INC.
2711 Centerville Road, Suite 400
Wilmington, Delaware 19808

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:

NATURE OF THE CASE

Between 2003 and 2007, Respondents directly, and by employing agents, sold shares of InfrAegis Inc. and CityMainStreet Technologies Group Inc. Respondents, through a continuing series of misrepresentations and fraudulent actions, have raised over eight million dollars from at least 200 Illinois investors. In fact by late, 2005 Respondents had concluded their prior securities transactions were in violation of state and federal securities regulations, despite this knowledge, Respondents continued to sell securities, without disclosing the prior violations.

Count I
FRAUD IN THE SALE OF SECURITIES

1. Respondent Gregory Webb ("Webb"), a natural person, has a last known address of 304 E. Fairview, Arlington Heights, Illinois 60005 and a last known business address of 1612 Landmeier Road, Elk Grove Village, Illinois 60007. Respondent Webb is President and CEO of InfrAegis and President and CEO of Nextweb Technologies D/B/A CityMainStreet Technologies Group, Inc.
2. Respondent InfrAegis, Inc. ("InfrAegis") is a Delaware Corporation and maintains a business location at 1612 Landmeier Road, Elk Grove Village, Illinois 60007.
3. Delaware Secretary of State records indicate InfrAegis registered agent's address is LexisNexis Document Solutions Inc., 2711 Centerville Road, Suite 400, Wilmington, Delaware, 19808. Illinois Secretary of State records indicate InfrAegis registered agent's address is Ms Registered Agent Services, 191 N Wacker Drive, STE 1800 Chicago, Illinois 60606.
4. Respondent Nextweb Technologies, Inc., purports to be a corporate entity, the jurisdiction in which it is incorporated, if any, is unknown. The Illinois Secretary of State records indicate that it is not registered as a domestic corporation nor has

Nextweb Technologies, Inc. filed an Application for Authority to conduct business in Illinois.

5. Respondent CityMainStreet Technologies Group, Inc. is a Delaware Corporation and Delaware Secretary of State records indicated CityMainStreet Technologies Group, Inc registered agent's address is LexisNexis Document Solutions Inc., 2711 Centerville Road, Suite 400, Wilmington, Delaware, 19808.
6. In a response to a Request for Information, Respondent Webb signed a statement claiming that in May 2003, CityMainStreet Technologies Group, Inc. officially changed its name to Nextweb Technologies, Inc. Respondent Webb further stated that Nextweb Technologies, Inc. continued to conduct business as CityMainStreet Technologies Group, Inc.
7. In 2004, at least one Illinois Investor (Investor A) was solicited to invest in CityMainStreet Technologies Group, Inc.
8. Prior to Investor A's purchase, Webb represented to the investor that CityMainStreet Technologies Group, Inc. was a stand-alone corporation.
9. Elsewhere, Respondents represented that CityMainStreet Technologies Group, Inc. was engaged in providing products and services to wireless communications providers.
10. Investor A, and others known to Investor A, paid to Webb the sum of \$174,500, in exchange for which Respondent Webb delivered 174,500 shares of CityMainStreet Technologies Group, Inc. and promised to deliver 349,000 shares of InfrAegis, Inc.
11. Despite selling shares of CityMainStreet Technologies, Inc. Respondent Webb and Respondent Nextweb failed to inform Investor A that the corporate name for CityMain Street Technologies, Inc. was Nextweb.
12. Despite the corporate name being changed to Nextweb, Respondents continued to solicit and sell shares of CityMain Street Technologies, Inc. until 2005.
13. Unknown to Investor A, and contrary to the representations of the Respondents, Nextweb was not a stand alone company engaged in providing products and services to wireless communications providers. In fact, Nextweb D/B/A CityMainStreet Technologies was an incubator corporation, designed to further form and fund affiliated corporations.
14. Unknown to Investor A, and contrary to the representations of the Respondents, Nextweb was providing incubation services to InfrAegis.
15. Respondents failed to disclose any information relating to nature of the relationship between InfrAegis and Nextweb or any related party transactions between InfrAegis and Nextweb.
16. By at least late 2005, InfrAegis had concluded that in prior stock sales, InfrAegis had violated state and federal regulations.

17. Despite this, through at least February 2007, InfrAegis continued to sell stock, without disclosing the prior violations or the possible rescission rights of prior investors.
18. The activities described above constitute the offer and sale of a security as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5/1 *et. seq.*] (the "Act").
19. Section 12.F of The Act states that it shall be a violation of the provisions of this 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."
20. Section 12.G of the Act states that it shall be a violation of the provisions of this 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."
21. Section 12.I of the Act states that it shall be a violation of the provisions of this 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."
22. By virtue of this conduct, Respondents violated Sections 12.F, 12.G, and 12.I of the Act.

II. FAILURE TO REGISTER SECURITIES

23. Between 2003 and 2007, Respondents directly, and by employing agents, sold shares of InfrAegis Inc. and CityMainStreet Technologies Group Inc.
24. The activities described above constitute the offer and sale of a security as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5/1 *et. seq.*] (the "Act").
25. Section 5 of the Act provides, *inter alia*, that all securities except those exempt under Section 3 or those offered or sold in transactions exempt under Section 4 "shall be registered either by coordination or by qualification prior . . . to their offer or sale" in the State of Illinois.
26. Respondent failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and, as a result, the security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.
27. Section 12.A of the Act provides, *inter alia*, that it shall be a violation for any person "to offer or sell any security except in accordance with the provisions of the Act."

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28. 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.”
29. By virtue of the foregoing, Respondent violated Sections 12.A and 12.D of the Act.
30. The aforementioned findings are based upon credible evidence.
31. 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.
32. The entry of this **Temporary Order of Prohibition** prohibiting Respondent, or their agents, affiliates, successors and employees, 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, **Respondent Gregory Webb, Respondent InfrAegis Inc.**, its partners, members, officers, directors, agents, employees, affiliates, successors and assigns, **Respondent CityMainStreet Technologies Group Inc.**, its partners, members, officers, directors, agents, employees, affiliates, successors and assigns and **Respondent Nextweb**, its partners, members, officers, 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 Respondent 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 of Prohibition and will extend the effectiveness of this Temporary Order of Prohibition for sixty (60) 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 22nd day of October 2007.


JESSE WHITE
Secretary of State
State of Illinois

Attorneys for the Secretary of State:

James Nix
Mary A. Lopez
Illinois Securities Department
69 West Washington Street
Chicago, Illinois 60602
312-793-3023