

STATE OF ILLINOIS  
SECRETARY OF STATE  
SECURITIES DEPARTMENT

---

IN THE MATTER OF: BUYSELLENTERPRISE.COM, FRANKLIN )  
MEDIA AND TECHNOLOGY GROUP, AE )  
HOLDINGS CORPORATION, AND AEH )  
CORPORATION, THEIR OFFICERS )  
DIRECTORS, EMPLOYEES, AFFILIATES ) File No. 0600456  
SUCCESSORS, AGENTS AND ASSIGNS )  
)

---

ORDER OF PROHIBITION

TO THE RESPONDENT: BuySellEnterprise.com  
Franklin Media and Technology Group  
AE Holdings Corporation  
AEH Corporation  
4343 North Clarendon Ave.  
Suite 2410  
Chicago, Illinois 60613

WHEREAS, a Temporary Order of Prohibition was issued by the Secretary of State on November 6, 2006, BuySellEnterprise.com, Franklin Media and Technology Group, AE Holdings Corporation, AEH Corporation and their officers, directors, employees, agents, affiliates, successors and assigns from engaging in the business of business brokering in the State of Illinois until further order of the Secretary of State.

WHEREAS, pursuant to Section 10-55(e) of the Illinois Business Brokers Act of 1995 [815 ILCS 307/10-1 et seq.] (the "Act"), the failure to request a hearing within thirty days of the entry of the Temporary Order of Prohibition shall constitute a sufficient basis to make the Temporary Order final.

WHEREAS, the Respondents have failed to request a hearing on the matters contained in the said Temporary Order within thirty days of the entry of said Temporary Order and are hereby deemed to have admitted the facts alleged in the said Temporary Order.

Order of Prohibition

-2-

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Findings of Fact contained in the said Temporary Order as the Secretary of State's final Findings of Fact as follows:

1. Respondent, BuySellEnterprise.Com, is a purported business entity operating a web site offering businesses for sale, services to business purchasers and sellers and a listing of business brokers nationwide including business brokers located in Illinois;
2. Respondents Franklin Media and Technology Group, AE Holdings Corporation and AEH Corporation are purported affiliated or parent organizations of BuySellEnterprise.com;
3. That from on or about March 2006 to the present, BuySellEnterprise.Com, Franklin Media and Technology Group, AE Holdings Corporation and AEH Corporation, by and through their Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns (the "Respondents"), offered and held themselves out as advertising businesses for sale and services to business sellers and buyers for a fee at the web site BuySellEnterprise.Com;
4. That the Respondents are business brokers as that term is defined pursuant to Section 10-5.10 of the Illinois Business Brokers Act of 1995 [815 ILCS 307/10-1 et seq.] (the "Act");
5. That Section 10-85 (b) (1) of the Act provides, inter alia, that it is prohibited under the Act for a business broker to either directly or indirectly engage in the business of acting as a business broker without registration under the Act unless exempt under the Act;
6. That at all times relevant hereto, the Respondents failed to file an application for registration as a business broker with the Secretary of State prior to the aforementioned activities in the State of Illinois;
7. That by virtue of the foregoing, the Respondents have violated Section 10-85(b) (1) of the Act;

Order of Prohibition

-3-

8. That Section 10-55(c) of the Act provides, inter alia, that if the Secretary of State shall find that any person has violated any provision of this Act, the Secretary of State may, by written order temporarily prohibit or suspend such person from acting as a business broker;
9. That Section 10-55(d) of the Act provides, inter alia, that if the Secretary of State shall find any person is acting or has acted as a business broker as defined in Section 10-5.10 of this Act, without prior thereto or at the time thereof having complied with the registration requirements of the Act, the Secretary of State may by written order prohibit such person from acting as a business broker in the State;
10. That based upon the foregoing, the Secretary of State deems it necessary, in order to prevent imminent and additional violations of the Act, and to prevent losses to clients as a result of the referenced prior violation of the Act, to enter an order pursuant to the authority granted under Section 10-55(c) and Section 10-55(d) of the Act which prohibits the Respondents from acting as a business broker in the State of Illinois; and
11. That based upon the credible evidence available to the Secretary of State, the entry of this Temporary Order is in the public interest and is consistent with the purposes of the Act.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Conclusions of Law contained in the said Temporary Order as the Secretary of State's final Conclusions of Law as follows:

1. That by virtue of the foregoing, the Respondents have violated Sections 10-85(b)(1) and 10-10 of the Act;
2. That by virtue of the foregoing, the Respondents are subject, pursuant to Sections 10-55(c), (d) and (e) of the Act, to an Order which permanently prohibits them from acting as a business broker in the State of Illinois.

Order of Prohibition

-4-

NOW THEREFORE, IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 10-55(c), (d) and (e) of the Act, the Respondents are hereby prohibited from engaging in the business of business brokering in the State of Illinois until further order of the Secretary of State.

ENTERED: This 7<sup>th</sup> day of March, 2007



Jesse White  
Secretary of State  
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of the Section 10-85(b)(2) of the Act. Any person or entity who fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of the Order, shall be guilty of a Class 4 felony.

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 Illinois Securities Act, [14 Ill. Admin. Code Ch. I, Section 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.

Attorney for the Secretary of State:

Order of Prohibition

-5-

David Finnigan  
Illinois Securities Department  
300 W. Jefferson St., Suite 300A  
Springfield, Illinois 62702  
Telephone: (217) 785-4947