

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

IN THE MATTER OF: LITTLE, BELL & CO.,
its officers, agents, affiliates, employees, successors
and assigns; and DOUGLAS LITTLE

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) FILE NO. C0100052
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ORDER OF PROHIBITION

TO RESPONDENTS: Little Bell and Company LLC
2205 13th street
Winthrop Harbor, IL 60096

Doug Little
2205 13th Street
Winthrop Harbor, IL 60096

WHEREAS, a Temporary Order of Prohibition was issued by the Secretary of State on June 3, 2003 which prohibited Little Bell and Company LLC and Doug Little (the "Respondents") from offering or selling securities in or from the State of Illinois until further order from the Secretary of State or his duly authorized representative;

WHEREAS, pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act"), the failure to request a hearing within thirty (30) calendar days of the entry of the Temporary Order shall constitute an admission of any facts alleged therein and 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 Temporary Order within thirty (30) calendar days of the entry of said Temporary Order and the Respondents are hereby deemed to have admitted the facts alleged in the said Temporary Order.

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 Findings of Fact as follows:

1. Little Bell and Company LLC ("Little Bell" or collectively with Darmstadter and Little, "Respondents") is a business entity with a last known address of 2205 13th Street, Winthrop Harbor, IL 60096.
2. Doug Little ("Little" or collectively with Little Bell and Darmstadter, "Respondents") is an individual with a last known address of 2205 13th Street, Winthrop Harbor, IL 60096. Little is a partner with Little Bell.
3. Jon Darmstadter ("Darmstadter") is an individual with a last known address of 40 Roger Williams Road, Highland Park, IL 60035. Darmstadter is the President of a company named EKIDnetwork.com., Inc.
4. Shilimoon Youkhana ("Youkhana") is an Illinois resident.
5. Darmstadter gave to Little a stock certificate for 100,000 shares in The Children's Beverage Group, Inc. He also gave to Little a signed receipt acknowledging, "received fifty thousand dollars (\$50,000) for the purchase of a note from Mr. Tom Scallon to be converted to one hundred fifty-six thousand (156,000) shares of the to be merged company EKIDnetwork.com, Inc." (The "Certificate").
6. In or about January 2000, Respondent Little offered to Youkhana and other members of Youkhana's family ("Investors") an opportunity to buy "pre-IPO" shares in EKIDnetwork.com, Inc. ("EKID"). Respondent Little said that he was negotiating a deal with the President of EKID to buy 100,000 shares at \$1.00 per share, of which he would personally buy 50,000 shares and sell the remaining 50,000 shares.
7. In or about February 2000, Investors purchased 15,000 shares of stock in EKID at \$1.00 per share. Investors purchased the shares with checks (the "Checks") made payable to Little Bell.
8. On or about February 10, 2000, Respondent Little sent Investors a memorandum (the "Memo") regarding Little's purchase of a convertible note for \$50,000 which would be converted to shares of the to be merged company EKID.
9. In the Memo, Respondent Little promised to issue a letter of direction to the company's transfer agent AST, Inc., to issue the appropriate number of shares to each Investor. The timetable

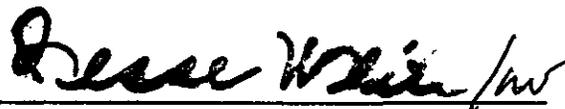
attached to the Memo indicated that the shares would be received around February 28, 2000.

10. The Memo also indicated that after the completion of the reverse merger the number of available free trade shares (street stock) of EKID would be approximately 50,000 shares. The timetable attached to the Memo indicated that the stock would go public around March 6-15, 2000.
11. On or about February 21, 2000, Respondent Little sent to Investors receipts for their Checks and assignments of their respective shares of Little's rights and interests in the Certificate.
12. Despite acknowledging the receipt of \$50,000 from Little, Darmstadter, as president, failed to issue any shares of EKID to Investors.
13. Investors made several attempts to contact Respondents for their stock certificates or the return of their investment, but Respondents failed and refused to provide any stock certificates for their shares in EKID.
14. Section 2.1 of the Illinois Securities Law of 1953 [815 ILCS 5] ("the Act") provides, inter alia, that a "security" means any stock, note or evidence of indebtedness.
15. The shares in EKID are a security as defined under the Act.
16. Section 5 of the Act provides, inter alia, that all securities except those exempt under Section 3 of the Act, or offered and sold in transactions exempt under Section 4 of the Act, shall be registered with the Secretary of State by filing the proper application prior to their offer or sale in or from the State of Illinois.
17. The activities detailed in paragraphs six and seven (6-7) constitute an offer and a sale under Section 2.5a and Section 2.5 of the Act.
18. Section 12.A of the Act provides, inter alia, that it shall be a violation of the Act for any person to offer or sell any securities except in accordance with the provisions of the Act.
19. Section 12.D of the Act provides, inter alia, that it is a violation of the Act for any person to fail to file with the Secretary of State, Securities Department any required application, report, or document.

20. At all times relevant hereto the security referenced in paragraph six and seven (6-7) was offered for sale and sold at a time when this security did not have the proper application on file at the Secretary of State.
21. Section 12.D of the Act provides, inter alia, that it is a violation of the Act for any person to fail to file with the Secretary of State, Securities Department any required application, report, or document.
22. Respondents violated Sections 12.A and 12.D of the Act by selling unregistered securities.
23. Section 12. F of the Act provides, inter alia, that it is 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.
24. By virtue of the foregoing, Respondents have violated Section 12.F.

NOW THEREFORE IT IS HEREBY ORDERED THAT: Little Bell & Douglas LLC and Doug Little are hereby PROHIBITED from offering or selling any securities in or from the State of Illinois.

ENTERED: This 11th day of July, 2003.



Jesse White
Secretary of State
State of Illinois

NOTICE: 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 days from the date a copy of this Order is served upon the party seeking review.

Attorney for the Secretary of State:

**Lauren McAfee
Enforcement Attorney
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Chicago, IL 60602**