

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: GROUPE 369 CORP., Its Officers,
Directors, Employees, Partners, Successors, Agents and Assigns,

File No. 0900370

CONSENT ORDER OF PROHIBITION

TO THE RESPONDENT: Groupe 369 Corp.
 c/o David A. Kastner
 FPC DULUTH
 Federal Prison Camp
 P. O. Box 1000
 Duluth, MN 55814

WHEREAS, Groupe 369 Corp., by and through its President, David A. Kastner, ("Respondent"), on May 21, 2014, executed a certain Stipulation to Enter Consent Order of Prohibition (the "Stipulation"), which hereby is incorporated by reference herein.

WHEREAS, by means of the Stipulation, Respondent has acknowledged the jurisdiction of the Secretary of State and service of the Notice of Hearing in this matter and Respondents have consented to the entry of this Consent Order of Prohibition.

WHEREAS, by means of the Stipulation, Respondent has acknowledged that the following allegations shall be adopted as the Secretary of State's Findings of Fact:

1. That Groupe 369 Corp., was an Illinois Corporation, ("Respondent"), and had its principal address at 2021 Midwest Road, Suite 200, Oak Brook, Illinois 60523.
2. That during November 2008, Respondent, by and through its Officers, Directors, Partners, Employees, Affiliates, Successors, Agents and Assigns, offered to procure loans via the internet at <http://www.groupe369.com> (the "Ad"), which was viewed by at least one Borrower ("Borrower").
3. That Borrower responded to the Ad and was then in contact with Respondent 369 by means of its representatives. Borrower filled out an application and Respondent communicated proposals and loan terms culminating in a letter of intent which required Borrower to make an advance good faith deposit in the

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amount of Twenty-Eight Thousand Dollars (\$28,000.00). Respondent told Borrower he could then receive a loan amount up to One Million Two-Hundred Thousand Dollars (\$1,200,000.00).

4. That on November 26, 2008, Borrower remitted the sum of Twenty-Eight Thousand Dollars (\$28,000.00) via bank wire to the Respondent.
5. That Borrower never received a loan or the return of his advance good faith deposit from the Respondent.
6. That during November 2008, Respondent, by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, offered to procure a loan for another Borrower ("Borrower B"), in return for an advance fee of twenty thousand Dollars (\$20,000.00), which was prepaid by the Borrower on November 24, 2008. Borrower B could then receive a loan amount up to Three Million Dollars (\$3,000,000.00).
7. That Borrower B never received a loan or the return of his advance good faith deposit from the Respondent.
8. That Respondent emailed Borrower C on November 2, 2007 an Ad (proposal) to purchase shelf companies with established lines of credit from Fifty Thousand Dollars (\$50,000.00) to Two Hundred Fifty Thousand Dollars (\$250,000.00). Borrower C responded to the Ad and was then in contact with Respondent 369 by means of its representatives. Borrower C filled out an application and Respondent communicated proposals and terms which required Borrower C to pay an upfront application fee.
9. That on December 20, 2007, Borrower C paid the application fee by remitting the sum of Thirty Thousand Five Hundred Dollars (\$30,500.00) via check and another Two Thousand Five Hundred Dollars (2,500.00) to the Respondent for a total amount of Thirty Three Thousand Dollars (\$33,000.00).
10. That Borrower C never received the lines of credit or a loan from the Respondent.
11. That the activities referenced at paragraphs 2 through 10 are the activities of a "Loan Broker" as that term is defined pursuant to Section 15-5.15 of the Illinois Loan Brokers Act of 1995 [815 ILCS 175/15-1 et seq.] (the "Act").
12. That Section 15-10 of the Act provides, inter alia, that it shall be unlawful for any person to engage in the business of loan brokering unless registered under the Act.

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13. That Section 15-85(b)(1) of the Act provides, inter alia, that it is prohibited under the Act for a loan broker to either directly or indirectly act as a loan broker without registration under the Act unless exempt under the Act.
14. That at all times relevant hereto, Respondent Groupe 369 Corp., its' Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, failed to file an application for registration as a loan broker with the Secretary of State prior to the aforementioned loan offer in the State of Illinois.

WHEREAS, by means of the Stipulation, Respondent has acknowledged that the following Conclusion of Law shall be adopted as the Secretary of State's Conclusion of Law:

That by virtue of the foregoing, Respondent Groupe 369 Corp. by and through its' Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns have violated Sections 15-10 and 15-85(b)(1) of the Act.

WHEREAS, by means of the Stipulation, Respondent have acknowledged and agreed that they shall be PROHIBITED from offering and selling any securities in the State of Illinois.

WHEREAS, the Secretary of State, by and through his designated representative, has determined that the formal hearing scheduled in this matter should be dismissed without further proceeding.

NOW THEREFORE IT IS HEREBY ORDERED THAT:

1. The foregoing allegations and Conclusion of Law, which by means of the Stipulation Respondent has acknowledged shall be adopted as the Secretary of State's Findings of Fact and Conclusion of Law, shall be and hereby are adopted as the Secretary of State's Findings of Fact and Conclusion of Law.
2. Respondent Groupe 369 Corp., and by and through its' Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns shall be and are PROHIBITED from acting as a Loan Broker or providing loan brokerage services in or from the State of Illinois.
3. The Department shall retain jurisdiction over this proceeding for the sole purpose of enforcing the terms and provisions of the Stipulation referenced herein.

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4. The formal hearing scheduled in this matter shall be and hereby is dismissed without further proceedings.

ENTERED: This 27th day of May 2014.

A handwritten signature in black ink that reads "Jesse White" with a stylized flourish at the end.

JESSE WHITE
Secretary of State
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 15-65 of the Illinois Loan Brokers Act of 1955 [815 ILCS 175/15-1] (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 this Order, shall be guilty of a Class 4 felony pursuant to 815 ILCS 5/14.