

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

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<b>IN THE MATTER OF:</b>	)	
	)	
<b>THE MANE VENDOR, INC.</b>	)	<b>File No. 1600578</b>
its managers, officers, affiliates, subsidiaries,	)	
representatives, successors, and assigns; and,	)	
<b>MARCELLA ELLIS WOOTEN, an individual.</b>	)	

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**CONSENT ORDER**

TO THE RESPONDENTS:

The Mane Vendor, Inc.  
10560 Main Street, Suite 506  
Fairfax, VA 22030

Marcella Ellis Wooten  
10560 Main Street, Suite 506  
Fairfax, VA 22030

WHEREAS, Marcella Ellis Wooten, personally and on behalf of The Mane Vendor, Inc., on the 10th day of March, 2017 executed a certain Stipulation to enter into a Consent Order (“the Stipulation”), which hereby is incorporated by reference herein.

WHEREAS, by means of the Stipulation, Marcella Ellis Wooten and The Mane Vendor, Inc. submit to the jurisdiction of the Illinois Secretary of State, Securities Department, and have consented to the entry of this Consent Order.

WHEREAS, by means of the stipulation, Respondents Marcella Ellis Wooten and The Mane Vendor, Inc. admit to the following Findings of Facts contained in this Order:

The grounds for such proposed actions are as follows:

1. Respondent The Mane Vendor, Inc. (“TMV”) is a Virginia corporation, and has the last known address of 10560 Main Street, Suite 506 Fairfax, VA 22030.
2. Respondent Marcella Ellis Wooten (“Wooten”) is the founder and Chief Executive Officer of Respondent TMV.

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3. Respondent TMV offers prospective customers a vending machine with beauty products and a monthly licensing fee which warrants the right to use the company's name, The Mane Vendor. The vending machine is designed to deliver hair extension products. As part of the agreement, Respondent TMV offers initial hair products for the machines and also accepts products in which the buyer can purchase on its own recognizance, offers training on setting up these vending machines, and assists with marketing and finding locations for the vending machines.
4. Beginning in or around October 2015, Purchaser A, an Illinois resident, was engaged in an online chat room discussing real estate investments. In one of these online chat rooms, Purchaser A began communicating with Respondent Wooten. Respondent Wooten stated that Purchaser A might be interested in an opportunity offered through her company Respondent TMV.
5. Respondent Wooten, on behalf of Respondent TMV, emailed Purchaser A information regarding the opportunity in TMV.
6. On or around November 2, 2015 Purchaser A signed a Vending Machine and Licensing Opportunity contract with Respondent TMV. Purchaser A was not provided a ratified contract, but in fact was provided a purchase receipt for a licensee payment for a vending machine and application fee in the amount of 16,262.00.
7. No disclosure document was given to Purchaser A prior to the execution of the contract or the acceptance of payment by Respondents TMV and Wooten.
8. Purchaser A did not provide a delivery address for the vending machine, and one was never designated by either party. As a result, the vending machine was never delivered to any location in Illinois, but has remained in TMV's storage facility.
9. Illinois defines a business opportunity as a contract or agreement, between a seller and purchaser, express or implied, orally or in writing, wherein it is agreed that the seller or a person recommended by the seller shall provide to the purchaser any product, equipment, supplies or services enabling the purchaser to start a business when the purchaser is required to make a payment to the seller or a person recommended by the seller and the seller represents directly or indirectly, orally or in writing that the seller or a person recommended by the seller will provide or assist the purchaser in finding locations for the use or operation of vending machines, racks, display cases or other similar devices, on premises neither owned nor leased by the purchaser or seller. Illinois Business Opportunities Sales Law of 1995 [815 ILCS 602/5-5.10] the ("Act").
10. This transaction constituted the offer and sale of a business opportunity, within the meaning of Section 5-5.20 of the Act.

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11. Respondents TMV or Wooten have not registered, or filed any exemptions, with the Illinois Secretary of State to offer and sell business opportunities within the State of Illinois.
12. Section 5-25 states, *inter alia*, that it is unlawful for any person to offer or sell any business opportunity in this State unless the business opportunity is registered under this Law or is exempt under Section 5-10 of this Law.
13. Section 5-35 of the Act states, *inter alia*, that it shall be unlawful for any person to offer or, sell any business opportunity required to be registered under this Law unless a written disclosure document as filed under subsection (a) of Section 5-30 of this Law is delivered to each purchaser at least 10 business days prior to the execution by a purchaser of any contract or agreement imposing a binding legal obligation on the purchaser or the payment by a purchaser of any consideration in connection with the offer or sale of the business opportunity.

**CONCLUSIONS OF LAW**

By means of Stipulation, Respondent Wooten, personally and on behalf of Respondent TMV acknowledge, agree and admit to the facts alleged in this Consent Order. Respondents Wooten and TMV submit to the jurisdiction of the Secretary of State, and acknowledge, agree and admit to the following Conclusions of Law:

1. Respondents TMV and Wooten have each violated Sections 5-25 and 5-35 of the Illinois Business Opportunities Sales Law of 1995.

NOW THEREFORE, IT IS HEREBY ORDERED THAT:

1. By means of Stipulation, Respondent **The Mane Vendor, Inc.** shall be PROHIBITED from the offer and sale of business opportunities in or from the State of Illinois.
2. By means of Stipulation, Respondent **Marcella Ellis Wooten** shall be PROHIBITED from the offer and sale of business opportunities in or from the State of Illinois.

**The entry of this Consent Order ends the Secretary of State, Securities Department's formal hearing of this matter.**

The Notice of Hearing dated March 16, 2017 is dismissed.

**NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 5-115 of the Act. Any person or entity who willfully violates any Order of the Secretary of State, having knowledge of the existence of the Order, shall be guilty of a Class 3 Felony for each offense.**

Delivery of notice to the designated representative of any Respondent constitutes service upon such Respondent.

Date of Mailing: This 16th day of March, 2017.



JESSE WHITE  
Secretary of State  
State of Illinois

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