

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

IN THE MATTER OF:)	
)	
)	File No. 1800423
72 VEST LEVEL THREE, LLC , its managers,)	
officers, affiliates, subsidiaries, representatives,)	
successors, and assigns; and)	
GARRETT RHODES , an individual)	
)	

TEMPORARY ORDER OF PROHIBITION

TO THE RESPONDENTS: Garrett Rhodes
2504 S. Veterans Drive
Effingham, IL 62401

72Vest Level Three, LLC
305 West Professional Park Avenue
Effingham, IL 62401

On information and belief, I, Jesse White, Secretary of 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:

BACKGROUND

1. Respondent Garrett Rhodes ("Rhodes") is an Illinois resident with a last known of 2504 S. Veterans Drive, Effingham, Illinois 62401. Rhodes is the founder and managing member of Respondent 72Vest Level Three, LLC.
2. Respondent 72Vest Level Three, LLC, a.k.a. Level Three, LLC and Advanced Estate Solutions, LLC ("72 Vest", or collectively with Rhodes, the "Respondents") is an Illinois limited liability company with a last known address of 305 West Professional Park Avenue, Effingham, Illinois 62401.
3. On August 24, 2016, Respondents entered into a Consent Order of Prohibition with the Illinois Securities Department (File No. 1300343) wherein the Department's Conclusions of Law stated that Respondent violated Sections 12.B, 12.C, 12.D, and 12.H of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act"). In summary, Respondents consented to a three (3) year prohibition, effective August 24, 2016. The order prohibited Respondents from offering or selling private and public securities, and engaging in the business of an investment adviser or investment adviser representative, in or from the State of Illinois.

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4. From at least October of 2016 to present, Respondents together acted as agents of Future Income Payments, LLC ("FIP"), providing investment advice in the recommendation and sale of FIP investments. FIP purportedly bought and/or was assigned the rights to individual's pension streams, and subsequently sold the bundled rights to individual investors as a "Structured Cash Flow" investment.

**VIOLATION OF ILLINOIS SECURITIES DEPARTMENT
ORDER DATED AUGUST 24, 2016, FILE NO. 1300343**

Fraudulent Investment Adviser and Investment Adviser Representative Activity

5. Despite the abovementioned Consent Order of Prohibition, Respondents together acted as an investment adviser and investment adviser representative from at least October 2016 to present, providing investment advice regarding the FIP investments to investors.
6. Acting as agents of FIP, Respondents together recommended and sold the FIP investment to at least twenty-one (21) investors.
7. At all times relevant herein, Respondents were not registered with the State of Illinois to act as an investment adviser or investment adviser representative.
8. At all times relevant herein, Respondents were prohibited by prior order of the Illinois Securities Department from offering or selling private and public securities, or engaging in the business of an investment adviser or investment adviser representative, in or from the State of Illinois.
9. Respondents received compensation from FIP as a result of the above recommended and sold FIP investments.
10. Respondents omitted to disclose to investors of FIP that they were prohibited by the Illinois Securities Department from offering or selling private and public securities, or engaging in the business of an investment adviser or investment adviser representative, in or from the State of Illinois.
11. Section 12.J of the Act states that it shall be a violation of the provisions of the Act for any person acting as an investment adviser or investment adviser representative, "[B]y any means or instrumentality, directly, or indirectly: (1) To employ any device, scheme or artifice to defraud any client or prospective client; (2) To engage in any transaction, practice, or course of business which operates as a fraud or deceit upon any client or prospective client; or (3) To engage in any act, practice, or course of business which is fraudulent, deceptive or manipulative."

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12. By virtue of the foregoing, Respondents violated Section 12.J of the Act.
13. That the aforementioned findings are based upon credible evidence.
14. That Section 11.F(2) of the Act provides, *inter alia*, that the Secretary of State may temporarily prohibit or suspend for a maximum of ninety (90) days, by an order effective immediately, without prior notice or hearing, the offer or sale of securities by any person, or engaging in the business of rendering investment advice, 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.
15. That the entry of this Temporary Order of Prohibition prohibiting Respondents Garrett Rhodes and 72Vest Level Three, LLC from offering or selling securities, or engaging in the business of an investment adviser or investment adviser representative, 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:

Respondents **GARRETT RHODES** and **72VEST LEVEL THREE, LLC** are temporarily **PROHIBITED** from offering to sell or selling securities, or engaging in the business of an investment adviser or investment adviser representative, in or from the State of Illinois until further Order of the Secretary of State.

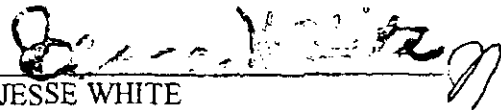
NOTICE is hereby given that Respondents may request a hearing on this matter by transmitting such request in writing to the Illinois Securities Department, ATTN: Peter S. Coorlas, Jr., 69 W. Washington Street, Suite 1220, Chicago, Illinois 60602. Such request must be made within thirty (30) calendar days of the date of entry 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 26th day of November 2018.



JESSE WHITE
Secretary of State
State of Illinois

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