

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

IN THE MATTER OF: Glenn C. Mueller, Northridge Holdings, Ltd.,)
Southridge Holdings, Ltd., Brookstone Investment Group, Ltd.,) FILE 1900018
Unity Investment Group 1, Ltd., Guardian Investment Group, Ltd.,)
Eastridge Holdings, Ltd., and Amberwood Holdings Limited Partnership)

TEMPORARY ORDER OF PROHIBITION

TO THE RESPONDENTS:

Glenn C. Mueller
720 Persimmon Drive
West Chicago, Illinois 60185

Northridge Holdings, Ltd.
1020 W Fullerton Suite G
Addison, Illinois 60101

Southridge Holdings, Ltd.
1020 W Fullerton Suite G
Addison, Illinois 60101

Brookstone Investment Group, Ltd.
1020 W Fullerton Suite G
Addison, Illinois 60101

Unity Investment Group 1, Ltd.
1020 W Fullerton Suite G
Addison, Illinois 60101

Guardian Investment Group, Ltd.
1020 W Fullerton Suite G
Addison, Illinois 60101

Eastridge Holdings, Ltd.
1020 W Fullerton Suite G
Addison, Illinois 60101

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Amberwood Holdings Limited Partnership
1020 W Fullerton Suite G
Addison, Illinois 60101

SUMMARY

Respondent Glenn C. Mueller raised capital for various real estate ventures (including properties located in the Chicagoland area) through the sale of promissory notes sold through his firm Northridge Holdings, Ltd. These notes were primarily issued by the Respondent's business entities (Northridge Holdings, Ltd., Southridge Holdings, Ltd., Brookstone Investment Group, Ltd., Unity Investment Group 1, Ltd., Guardian Investment Group, Ltd., Eastridge Holdings, Ltd., and Amberwood Holdings Limited Partnership). The notes were purchased mostly by individuals often times through their IRAs. Neither Mr. Mueller nor the promissory notes were registered as required under the Illinois Securities Act. The notes were sold nationwide and in Illinois 244 notes were sold to approximately 140 Illinois resident investors raising over 19 million dollars.

On information and belief, I, Jesse White, Secretary of State for the 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:

1. That Respondent Glenn C. Mueller ("Mueller") is an Illinois resident and was so at all relevant times with a last known address of 720 Persimmon Drive, West Chicago, Illinois 60185.
2. That Respondent Northridge Holdings, Ltd. ("Northridge") is a North Dakota Corporation incorporating in 1987 and qualifying in Illinois as a foreign corporation on September 9, 1988. Mueller has been its president and secretary at all relevant times. Mueller is its sole shareholder.
3. Northridge's web site describes the company as: "A privately held real estate investment... [that]...specializes in owning and managing multi-family apartment complexes."
4. That Respondent Southridge Holdings, Ltd. is an Illinois corporation, with an incorporation date of October 13, 2005. Mueller has been its president and secretary at all relevant times. Mueller is its sole shareholder.
5. That Respondent Brookstone Investment Group, Ltd. is an Illinois corporation, with an incorporation date of October 13, 2005. Mueller has been its president and secretary at all relevant times. Mueller is its sole shareholder.

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6. That Respondent Unity Investment Group 1, Ltd. is an Illinois corporation, with an incorporation date of November 8, 2007. Mueller has been its president and secretary at all relevant times. Mueller is its sole shareholder.
7. That Respondent Guardian Investment Group, Ltd. is an Illinois corporation, with an incorporation date of December 31, 2003. Mueller has been its president and secretary at all relevant times. Mueller is its sole shareholder.
8. That Respondent Eastridge, Ltd. is an Illinois corporation, with an incorporation date of January 17, 2008. Mueller has been its president and secretary at all relevant times. Mueller is its sole shareholder.
9. That Respondent Amberwood Holdings Limited Partnership is an Illinois limited partnership formed on February 21, 1990. Northridge has been its general partner at all relevant times.
10. That Respondent Glen C. Mueller sold promissory notes on behalf of the Respondent corporations identified above. These notes were offered and sold to entities including individuals. Between August of 2012 and January of 2019 approximately \$47,000,000 of these promissory notes were sold nationwide to investors including approximately 140 residents of Illinois.
11. Some of the notes were sold as retirement investments in Individual Retirement Accounts (IRAs). Northridge states on its web site that it helps investors design customized investment plans. Stating the following: "At Northridge, we sit down with each of our investors to personally discuss their financial needs and goals. We then review the available options and help design a customized investment plan. Our solutions-oriented approach provides maximum flexibility. Investments can be funded by cash, of course, but also rolled over from an existing IRA. Our pay schedule is flexible too, from a monthly income option to longer horizons."
12. That based upon the activities described in the above paragraph, Northridge also provide investment advice.
13. That Northridge was not registered as an investment adviser or investment adviser representative in the State of Illinois.
14. That the promissory notes referenced above were sold through general solicitation by means of the Northridge website, the Northridge newsletter, and registered and unregistered finders, solicitors and salespersons.
15. That neither Mueller nor any of the respondent entities, including Northridge was registered as a dealer in the State of Illinois.

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16. That one or more finders, solicitors or salespersons was not registered as salesperson in the State of Illinois.
17. That the activities described in above constitutes the offer and sale of a security and as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act");
18. That Section 2 of the Act defines Dealer, Salesperson, Investment Adviser and Investment Adviser Representative as those terms are used herein.
19. That Section 5 of the Act provides, inter alia, that all securities except those exempt under Section 3 or those offered or sold in transactions exempt under Section 4 shall be registered either by coordination or by qualification prior to their offer or sale in the State of Illinois.
20. That a review of the records showed that Respondents failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and that as a result the securities were not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.
21. Section 8 of the Act requires all person acting as dealers, salesperson, investment advisers and/or investment adviser representative to be registered as such with the Department unless otherwise exempt.
22. That Section 12.A of the Act provides, inter alia, that it shall be a violation for any person to offer or sell any security except in accordance with the provisions of this Act.
23. That Section 12.C of the Act provides, inter alia, that it shall be a violation for any person to act as a dealer, salesperson, investment adviser, or investment adviser representative, unless registered as such, where such registration is required, under the provisions of this Act.
24. That Section 12.D of the Act provides, inter alia, that it shall be a violation for any person to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of the Act or any rule or regulation made by the Secretary of State pursuant to the Act.
25. That by virtue of the foregoing, the Respondents have violated Sections 12.A, 12.C and 12.D of the Act.
26. That the aforementioned findings are based upon credible evidence.
27. That Section 11.F (2) of the Act provides, inter alia, that the Secretary of State may temporarily prohibit the offer or sale of securities by any person, or the business of rendering investment, without notice and prior hearing, if the

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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.

28. That the entry of this Temporary Order prohibiting Respondent, or its agents, affiliates, successors and employees, from offering or selling securities and from the business of rendering investment advice in and from 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 Glenn C. Mueller, Northridge Holdings, Ltd., Southridge Holdings, Ltd., Brookstone Investment Group, Ltd., Unity Investment Group 1, Ltd., Guardian Investment Group, Ltd., Eastridge Holdings, Ltd., and Amberwood Holdings Limited Partnership are **PROHIBITED** from offering or selling securities and from the business of rendering investment advice in or from this State until the further Order of the Secretary of State of Illinois.

NOTICE is hereby given that Respondents may request a hearing on this matter by transmitting such request in writing to the Director, Illinois Securities Department, 69 West Washington Street, Suite 1220, Chicago, Illinois 60602. Such request must be made within thirty (30) calendar days of the date of entry of 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 and will extend the effectiveness of this Temporary Order for sixty days from the date the hearing request is received by the Department.

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 10th day of June 2019.



JESSE WHITE
Secretary of State
State of Illinois

Attorney for the Secretary of State:
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