

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

IN THE MATTER OF: ALLEN COMPANY OF FLORIDA, INC.) FILE NO. 0500673
_____)

CONSENT ORDER OF FINE

TO THE RESPONDENT: Allen Company Of Florida, Inc.
 (B/D #: 25)
 1401 South Florida Avenue
 Lakeland, Florida 33802

WHEREAS, Respondent on the 15th day of June 2006 executed a certain Stipulation to Enter Consent Order of Fine (the "Stipulation"), which hereby is incorporated by reference herein.

WHEREAS, by means of the Stipulation, Respondent has admitted to the jurisdiction of the Secretary of State and service of the Notice of Hearing of the Secretary of State, Securities Department dated May 24, 2006 in this proceeding (the "Notice") and Respondent has consented to the entry of this Consent Order of Fine ("Consent Order").

WHEREAS, by means of the Stipulation, the Respondent acknowledged, without admitting or denying the truth thereof, that the following allegations contained in the Notice of Hearing shall be adopted as the Secretary of State's Findings of Fact:

1. That on November 17, 2005 the Respondent filed a Form BD application for registration as a Dealer in the State of Illinois.
2. That on April 24, 2006, a Summary Order of Denial (the "Order") was issued by the Secretary of State denying this application. Pursuant to the terms of the Order, the Respondent requested a hearing on May 9, 2006.
3. That the Respondent is a corporation which engages in the business of acting as a dealer in the offer and sale of securities to the general public.
4. That between 1997 and 1999 the Respondent effected purchase transactions in the accounts of fourteen (14) Illinois residents.

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5. That Section 8.A of the Act provides, in pertinent part, except as otherwise provided, every dealer shall be registered as such with the Secretary of State.
6. That the activity described in paragraph two (2) above constitutes the activity of a dealer as defined in Section 2.7 of the Act.
7. That during all relevant times, the Respondent was not registered with the Secretary of State as a dealer pursuant to Section 8 of the Act.
8. That Section 12.A of the Act provides, *inter alia*, that it shall be a violation of the provisions of the Act for any person to offer or sell any security except in accordance with the provisions of the Act.
9. That Section 12.C of the Act provides, *inter alia*, that it is a violation of the provisions of the Act for any person to act as a dealer, unless registered as such where such registration is required under the provisions of the Act.
10. That by virtue of the foregoing, the Respondent has committed a violation of Sections 12.A and 12.C of the Act.
11. That Section 8.E(1)(g) of the Act provides that the registration of a dealer may be denied if it has violated any of the provisions of this Act.

WHEREAS, by means of the Stipulation Respondent has acknowledged, without admitting or denying the averments, that the following shall be adopted as the Secretary of State's Conclusions of Law:

- (1) By virtue of the foregoing, the Respondent's registration as a dealer in the State of Illinois is subject to denial pursuant to Section 8.E(1)(g) of the Act; and
- (2) By virtue of the foregoing, the Respondent is subject to a FINE pursuant to Sections 12A, 12C and 11.E(4) of the Act.

WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that they shall be FINED Five Thousand Two Hundred Ninety dollars (\$5,290.00), to be paid by certified or cashier's check, made payable to the Secretary of State, Illinois Audit and Enforcement Fund.

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WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that they shall be levied fees and costs as follows: Nine Hundred dollars (\$900.00) for back dealer registration fees; Four Hundred Fifty dollars (\$450.00) representing back registration fees for three (3) salespersons; and Two Thousand Five Hundred dollars (\$2,500.00) to cover the cost incurred during the investigation of this matter, to be paid by certified or cashier's check, made payable to the Office of the Secretary of State, Illinois Audit and Enforcement Fund.

WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that it has submitted with the Stipulation a certified or cashier's check in the amount of Nine Thousand Two Hundred Fifty dollars (\$9,250.00). Said sum is allocated as follows: Five Thousand Two Hundred Ninety dollars (\$5,290.00) as FINE for violations of the Act; Nine Hundred dollars (\$900.00) for back dealer registration fees; Four Hundred Fifty dollars (\$450.00) representing back registration fees for three (3) salespersons; and Two Thousand Five Hundred dollars (\$2,500.00) to cover the costs incurred during the investigation of this matter. Said check has been made payable to the Office of the Secretary of State, Illinois Audit and Enforcement Fund.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceedings.

NOW THEREFORE IT SHALL BE AND IS HEREBY ORDERED THAT:

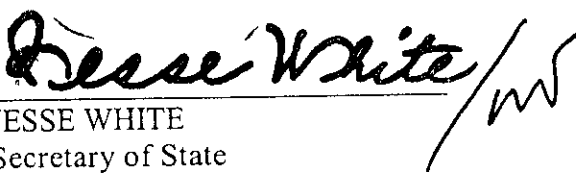
1. The Notice of Hearing dated May 24, 2006 is dismissed.
2. Respondent is FINED in the amount of Five Thousand Two Hundred Ninety dollars (\$5,290.00), payable to the Office of the Secretary of State, Illinois Audit and Enforcement Fund, and on June 15, 2006 has submitted Five Thousand Two Hundred Ninety dollars (\$5,290.00) in payment thereof.
3. Respondent is levied fees for back dealer registration in the amount of Nine Hundred dollars (\$900.00), payable to the Office of the Secretary of State, Illinois Audit and Enforcement Fund, and on June 15, 2006 has submitted Nine Hundred dollars (\$900.00) in payment thereof.
4. Respondent is levied back fees in the amount of Four Hundred Fifty dollars (\$450.00) representing back registration fees for three (3) salespersons, payable to the Office of the Secretary of State, Illinois Audit and Enforcement Fund, and on June 15, 2006 has submitted Four Hundred Fifty dollars (\$450.00) in payment thereof.

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5. Respondent is levied costs of investigation in this matter in the amount of Two Thousand Five Hundred dollars (\$2,500.00), payable to the Office of the Secretary of State, Illinois Audit and Enforcement Fund, and on June 15, 2006 has submitted Two Thousand Five Hundred dollars (\$2,500.00) in payment thereof.
6. The Summary Order of Denial entered on April 24, 2006 is vacated.
7. The formal hearing scheduled on this matter is hereby dismissed without further proceedings.

ENTERED: This 16th day of June, 2006.



JESSE WHITE
Secretary of State
State of Illinois