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ORDER OF PROHIBITION

Count I

FAILURE TO REGISTER SECURITIES

1. Respondent Capitol Villa Investments LLC, (hereinafter "Capitol Villa" and together with Matthew Lewis, the "Respondents") at all relevant times was a limited liability company with an address of 4539 E. Villa Maria Drive, Phoenix, AZ 85032.
2. Matthew Lewis at all relevant times had an address of 4539 E. Villa Maria Drive, Phoenix, AZ 85032.
3. Respondent Matthew Lewis at all relevant times was Chief Executive Officer of Capitol Villa.
4. On or around April 21st, 2007 Respondents sent an E-mail (hereinafter the "E-mail") to an Illinois resident (hereinafter "Illinois Resident").
5. In that E-mail, Respondents stated that they were in the business of raising \$600,000,000 to purchase the Chicago Cubs baseball team.
6. In that E-mail, Respondents stated that Capitol Villa was selling equity interests in the form of stock in Capitol Villa in order to raise the \$600,000,000.00 that Respondents claimed they needed to be competitive in purchasing the Cubs.
7. In the E-mail Respondents solicited Illinois Resident to purchase shares of Capitol Villa.
8. Respondents had no pre-existing relationship of any kind with Illinois Resident before Respondents sent the E-mail.
9. The activities described above constitute the offer and sale of a security 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").
10. 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.
11. 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 security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.

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12. Section 12.A of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, (“the Act”) provides, *inter alia*, that it shall be a violation of the Act to offer or sell any security except in accordance with the provisions of this Act.
13. Section 12.D of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, (“the Act”) provides, *inter alia*, that it shall be a violation of the Act to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of this Act or any rule or regulation made by the Secretary of State pursuant to the Act or to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 hereof.
14. That by virtue of the foregoing, Respondents violated Sections 12.A and 12.D of the Act.
15. The aforementioned findings are based upon credible evidence.

Count II**UNREGISTERED DEALER/SALESPERSON**

1. Counts 1-9 are re-alleged and incorporated by reference.
2. Through the conduct described the Respondent acted as a dealer and/or salesperson.
3. That 12.C of the Act provides, *inter alia*, that it shall be a violation of the Act for any person to act as a dealer, salesperson, unless registered such, where such registration is required under this Act.
4. That at all relevant times, the respondent was not registered as a dealer and/or salesperson under the Act.
5. That by acting as a salesperson, dealer, investment advisor, in the State of Illinois, without being registered as such, respondent violated section 12.C of the Act.
6. The aforementioned findings are based upon credible evidence.

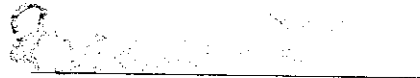
WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Conclusions of Law contained in the said Temporary Order as the Secretary of State’s Conclusions of Law as follows:

Respondents violated Sections 12.A, 12.D, and 12.C of the Act.

ORDER OF PROHIBITION

NOW THEREFORE IT IS HEREBY ORDERED: That pursuant to Section 11.F of the Act, the Respondents, **Capitol Villa Investments LLC and Matthew Lewis shall be and are hereby permanently PROHIBITED** from offering or selling any securities in or from the State of Illinois.

Dated: This 8th day of October 2009.



JESSE WHITE
Secretary of State
State of Illinois



NOTICE: Failure to comply with the terms of this Order shall be a violation of the Section 12.D of 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 the Order, shall be guilty of a Class 4 Felony.

This is a final order subject to administrative review pursuant to the Administrative Review Law, {735 ILCS 5/3-101 et seq.} and the Rules and Regulations of the Illinois Securities Act, {14 Ill. Admin. Code Ch. I, Section 130.1123}. Any action for Judicial Review must be commenced within thirty-five (35) days from the date a copy of this Order is served upon the party seeking review.

Attorney for the Secretary of State:
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