

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

_____)
IN THE MATTER OF: Capitol Villa Investments LLC;)
Matthew Lewis)

FILE NO. C0800136

TEMPORARY ORDER OF PROHIBITION

TO THE RESPONDENTS:

**Capitol Villa Investments LLC
4539 E. Villa Maria Drive
Phoenix, Arizona 85032**

**Matthew Lewis
4539 E. Villa Maria Drive
Phoenix, Arizona 85032**

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 finds:

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").

Temporary Order of Prohibition

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.
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.
7. 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, without notice and prior hearing, if the Secretary of State shall deem it necessary to prevent an imminent violation of the Act or to prevent losses

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondent **Capitol Villa Investments LLC**, its predecessors, successors, assigns, and present and former partners, is **PROHIBITED** from offering or selling securities in or from the State of Illinois until the further Order of the Secretary of State.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondent **Matthew Lewis** is **PROHIBITED** from offering or selling securities in or from the State of Illinois until the 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 Director, Illinois Securities Department, 69 W. 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.

Temporary Order of Prohibition

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 ~~4th~~ day of September, 2009

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JESSE WHITE
Secretary of State
State of Illinois

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