

Consent Order

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VoiceViewer Technologies stock in return for a total investment amount of \$7,000;

3. That Respondent, Michael Bill, represented to CW that the aforementioned investment funds were going to be used to purchase the aforesaid shares of VoiceViewer Technologies, Inc., stock;
4. That Respondent, Michael Bill, did not use the aforesaid funds he obtained from CW for the purchase of the aforesaid shares of VoiceViewer Technologies, Inc., stock, but rather deposited said funds in his own personal bank account, whereupon Michael Bill used said funds for his own personal benefit and purposes;
5. That each of the above referenced shares of stock is a security as that term is defined pursuant to Section 2.1. of the Illinois Securities Law of 1953 [815 ILCS 5/1 et seq.] (the "Act");
6. That Section 5 of the Act provides, inter alia, that all securities except those exempt under Section 3 of the Act or those offered and sold in transactions exempt under Section 4 of the Act shall be registered with the Secretary of State prior to their offer or sale in the State of Illinois;
7. That Section 12.A of the Act provides, inter alia, that it shall be a violation of the Act for any person to offer or sell securities except in accordance with the provisions of the Act;
8. That Section 12.G of the Act provides, inter alia, that it shall be a violation of the Act for any person to obtain money or property through the sale of securities by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading;
9. That at all times relevant hereto, Respondent, Michael Bill, failed to file an application for registration of the above-referenced securities with the Secretary of State prior to their offer or sale in the State of Illinois;

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10. That at all times relevant hereto, Respondent, Michael Bill, obtained money or property from CW, an Illinois resident, by means of an untrue statement of material fact or an omission to state a material fact by representing to CW that her funds would be used to purchase shares of VoiceViewer Technologies, Inc., stock, where, in fact, Respondent Michael Bill did not invest said funds as he represented, but rather deposited said funds in his own account and used said funds for his own personal benefit and purposes;
11. That Section 11.E(2) of the Act provides, inter alia, that if the Secretary of State shall find that any person has violated subsection G of Section 12 of the Act, the Secretary of State may by written order prohibit the person from offering or selling any securities in this State;
12. That Section 11.E(3) of the Act provides, inter alia, that if the Secretary of State shall find that any person is engaging or has engaged in the business of selling or offering for sale securities as a dealer or salesperson without prior thereto and at the time thereof having complied with the registration or notice filing requirements of this Act, the Secretary of State may by written order prohibit the person from offering or selling any securities in this State;
13. That Section 11.E(4) of the Act provides, inter alia, that if the Secretary of State, after finding that any provision of the Act has been violated, may impose a fine as provided by rule, regulation or order not to exceed \$10,000.00 for each violation of the Act, as well as the costs of investigation and reasonable expenses;
14. That by virtue of the foregoing, the Respondent Michael Bill, is subject to a fine of up to \$10,000.00 per violation, costs of investigation, reasonable expenses, an order of censure, and an order which permanently prohibits the Respondent from offering or selling securities in the State of Illinois.

WHEREAS, the Respondent has acknowledged that the allegations contained in paragraph eight (8) of the Stipulation shall be adopted as the Secretary of State's Conclusions of Law as follows:

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1. That by virtue of the foregoing, the Respondent Michael Bill has violated Sections 12.A and 12.G of the Act;
2. That by virtue of the foregoing, the Respondent Michael Bill is subject to a fine in the amount of \$500 and an Order which permanently prohibits him from offering and/or selling securities in the State of Illinois.

WHEREAS, the Respondent, Michael Bill, acknowledges and agrees that he shall be permanently prohibited from offering and/or selling securities in the State of Illinois;

WHEREAS, the Respondent, Michael Bill, acknowledges and agrees that he shall, within 60 days of the entry of aforesaid Consent Order, pay a fine and costs of investigation in the amount of \$500 to the Illinois Secretary of State, that such payment will be made by money order or cashier's check payable to the Illinois Secretary of State and mailed in a timely manner to Illinois Department of Securities, Jefferson Terrace, 300 West Jefferson Street, Suite 300A, Springfield, Illinois 62702;

WHEREAS, the Respondent, Michael Bill, acknowledges and agrees that he shall, within 60 days of the entry of aforesaid Consent Order, pay restitution to Connie Wood in the amount of \$7,000, that such payment will be made by money order or cashier's check payable to Connie Wood in the amount specified above, that said check will be mailed or delivered in a timely manner to Connie Wood and that a copy of said check will be mailed in a timely manner to Illinois Department of Securities, Jefferson Terrace, 300 West Jefferson Street, Suite 300A, Springfield, Illinois 62702;

NOW THEREFORE IT IS HEREBY ORDERED THAT:

1. The foresaid allegations contained in the Stipulation shall be and are hereby adopted as the Secretary of State's Findings of Fact and Conclusions of Law;
2. The Respondent shall be permanently prohibited from offering and/or selling securities in the State of Illinois;

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3. The Respondent shall, within 60 days of the entry of aforesaid Consent Order, pay a fine and costs of investigation in the amount of \$500 to the Illinois Secretary of State, that such payment will be made by money order or cashier's check payable to the Illinois Secretary of State and mailed in a timely manner to Illinois Department of Securities, Jefferson Terrace, 300 West Jefferson Street, Suite 300A, Springfield, Illinois 62702;
4. The Respondent shall, within 60 days of the entry of aforesaid Consent Order, pay restitution to Connie Wood in the amount of \$7,000, that such payment will be made by money order or cashier's check payable to Connie Wood in the amount specified above, that said check will be mailed or delivered in a timely manner to Connie Wood and that a copy of said check will be mailed in a timely manner to Illinois Department of Securities, Jefferson Terrace, 300 West Jefferson Street, Suite 300A, Springfield, Illinois 62702;

ENTERED: This 15th day of August, 2007.



JESSE WHITE
Secretary of State
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 12(D) of the Illinois Securities Law of 1953 [815 ILCS 5] (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 this Order, shall be guilty of a Class 4 felony.

Attorney for the Secretary of State
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