

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

INDEPENDENT WEALTH SOLUTIONS, LLC., , its partners,)
officers, directors, employees, affiliates, successors and assigns)

FILE NO. 0800200

TEMPORARY ORDER OF PROHIBITION

TO THE RESPONDENT: Independent Wealth Solutions, LLC.
405 W. Southern Ave., Ste. #3
Tempe, Arizona 85282

On information and belief, I, Jesse White, Secretary of State, for the State of Illinois, through my designated representative, having been fully advised in the premises by the staff of the Securities Department, Office of the Secretary of State, herein find:

1. That Independent Wealth Solutions, LLC, Respondent (the "Respondent") is a business entity maintaining its principal offices at 405 W. Southern Ave., Ste #3, Tempe, Arizona 85282.
2. That during the April through June of 2007 the Respondent cold called at least one Illinois Resident at her home in Chicago, Illinois.
3. That on July 19, 2007, Respondent's representatives offered the Illinois resident the opportunity to invest in its "exclusive sales lead program" (the "Program") for six thousand nine hundred fifty (\$6,950.00) dollars for 15,000 leads, which Respondent promoted as the opportunity to earn profits on sales generated by Respondent's sales staff to leads the Purchaser had purchased in the Program.
4. That the Program set forth the payout structure as follows: "You will be paid bi-monthly commission checks for every sale that is made by our sales staff on every lead you have purchased. You will receive commissions from \$50.00 to \$400.00 for every sale one of our experts sells on your behalf."
5. That the activities described in paragraphs 2, 3, and 4 above constitute the offer of a certificate of interest or participation in a profit-sharing agreement or an investment contract and therefore a security as those terms are defined in Sections 2.1 and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act").
6. 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.

Temporary Order of Prohibition

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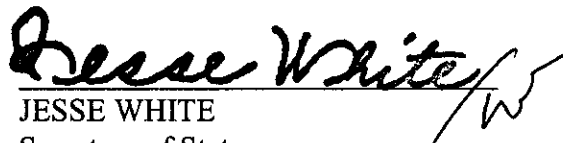
7. That Respondent failed to file with the Secretary of State an application for registration of the security described above as required by the Act and that as a result the security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.
8. That Section 12.A 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 the Act.
9. 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.
12. That by virtue of the foregoing, Respondent have violated Sections 12.A and 12.D of the Act, and Respondent will violate Section 12.A of the Act again if they make further offers, or if they make any sales, of the investment opportunity described above in the State of Illinois.
13. That the aforementioned findings are based upon credible evidence.
14. 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, 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 to Investors that will occur as a result of prior violations of the Act.
15. That the entry of this Temporary Order prohibiting Respondent Independent Wealth Solutions, LLC, or their agents, affiliates, and employees, from offering or selling securities in 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, Respondent Independent Wealth Solutions, LLC is prohibited from offering or selling securities in or from this State until further Order of the Secretary of State.

NOTICE is hereby given that Respondent may request a hearing on this matter by transmitting such request in writing to the Director, Illinois Securities Department, 17 North State Street, Suite 1100, 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.

ENTERED: This 8th day of April, 2008


JESSE WHITE
Secretary of State
State of Illinois

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