

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

IN THE MATTER OF: ASSOCIATED CAPITAL ADVANCE )  
LLC., its officers and directors, employees, agents, affiliates, )  
successors and assigns; and SANDY HOFFMAN, individually )

FILE NO. 0900171

**CONSENT ORDER**

TO THE RESPONDENT: Associated Capital Advance, LLC  
26677 West 12 Mile Road  
Southfield, MI 48034

Sandy Hoffman, President  
Associated Capital Advance, LLC  
26677 West 12 Mile Road  
Southfield, MI 48034

c/o Blake P. Lipman, Esq.  
Attorney at Law  
31275 Northwestern Highway,  
Suite 140  
Farmington, MI 48344

WHEREAS, Associated Capital Advance, LLC, (the "Respondents") on the 28th day of July 2009, executed a certain Stipulation To Enter a Consent Order of Prohibition (the "Stipulation"), which is incorporated by reference herein;

WHEREAS, by means of the Stipulation, Respondents have admitted to the jurisdiction of the Secretary of State and service of the Notice of Hearing of Petitioner Secretary of State, Securities Department, dated June 10, 2009 in this proceeding (the "Notice") and Respondents have consented to the entry of this Consent Order to Cease and Desist, Except in Compliance with the Law (the "Consent Order");

WHEREAS, by means of the Stipulation, the Respondents have acknowledged, without admitting or denying the truth thereof, that findings and allegations contained in paragraphs 1 – 16 of the Notice shall be adopted as the Secretary of State's Findings of Fact:

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1. That Associated Capital Advance, LLC ("ACA"), is a business entity which maintains its principal office at 26677 West 12 Mile Road, Southfield, MI 48034.
2. That Sandy Hoffman ("Hoffman") is the President of Associated, collectively with Associated (the "Respondents") and maintains his principal office at 26677 West 12 Mile Road, Southfield, MI 48034.
3. That from on or about October 2008 through February 5, 2009, and prior thereto, the Respondents placed on several occasions advertisements in the newspaper the Chicago Tribune. That said newspaper is circulated within the State of Illinois.
4. That said advertisement (hereinafter the "Ad") read as follows:

"Affiliate Can Earn  
\$100,000.00/YEAR  
Plus Residual Income  
Providing our money to Biz  
NO SELLING!  
Capital Advance  
847-598-3656"
5. That one or more Illinois residents calling the phone number in the Ad were offered the opportunity to become an Affiliate associated with Respondents, and received from Respondents its promotional literature entitled "Associated Capital Advance, the small business funding expert" - ...The ability to borrow against future credit card sales." (hereinafter "the Affiliate Program"). The Affiliate would be taught how to market the program to businesses that receive payments by credit card.
6. That the Respondents also mailed an Agreement to one or more Illinois residents responding to the AD. The Agreement provided, upon receipt of payment of \$2,220.00 (Non-Refundable) ACA will provide affiliate with following:
  - Initial Mail out of 2000 businesses (copy of mailing list to be provided).
  - Consecutive mailings of 2000 pieces mailed 30 and 60 days after initial mailing has been completed for a total of 6000 pieces being mailed.

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- Complete bank marketing program consisting of initial contact and copies of all monthly contact and marketing correspondence mailed to banks.
  - Unlimited supply of ACA Brochures with Affiliates name and telephone number on an as needed basis.
  - Unlimited ACA business cards printed with Affiliates name and telephone number on an as needed basis.
  - Set-up of Affiliates residual account.
  - Unlimited supply of all documents needed to start and complete cash advance transactions on an as needed basis.
  - Training program for Affiliate to learn all phases of the Cash Advance Program
  - One ACA training manual.
  - ACA to stockpile 50,000 printed mailer shells to minimize future monthly affiliate mailing expense.
7. The Affiliate Program Agreement in pertinent part established that the Affiliate would receive a residual income of .37% of all their clients' monthly credit card volume and 8% of the funded amount of each cash advance client the affiliate provides.
8. That subsequent to November 21, 2008, Respondents sold the Affiliate Program to one or more Illinois residents.
9. That Section 5-5.10(a)(6) of Business Opportunity Sales Law of 1995, [815 ILCS 602 et seq.] (the "Act") provides, inter alia, that a business opportunity is a contract or agreement, between a seller and purchaser, express or implied, orally or in writing, wherein it is agreed that the seller or a person recommended by the seller shall provide to the purchaser any product, equipment, supplies or services enabling the purchaser to start a business when the purchaser is required to make a payment to the seller or a person recommended by the seller of more than \$500 and the seller represents directly or indirectly, orally or in writing, that: the seller or a person recommended by the seller will provide a marketing plan.

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10. That the affiliate program, described in paragraphs four through seven (4-7), constitutes a business opportunity as that term is defined in Section 5-5.10 of the Act.
11. That the activities described in paragraphs three through seven (3-7), constitute an offer as that term is defined under Section 5-5.20 of the Act.
12. That the activities described in paragraph six (6) constitute a marketing plan as that term is defined under Section 5-5.15 of the Act.
13. That the activities described in paragraph eight (8) constitute a sale as that term is defined under Section 5-5.40 of the Act.
14. That Section 5-25 of the Act provides, inter alia, that it is unlawful for any person to offer any business opportunity in this State unless the business opportunity is registered under the Act or is exempt under Section 5-10 of the Act.
15. That at all relevant times, Respondents ASSOCIATED CAPITAL ADVANCE, LLC its officers and directors, agents, employees, affiliates, successors and assigns, and SANDY HOFFMAN, individually failed to register the business opportunity described in paragraph eight (8) as required pursuant to Section 5-25 of the Act.
16. That, by virtue of the foregoing, the Respondents violated Section 5-25 of the Act.

WHEREAS, by means of the Stipulation, Respondents have acknowledged, without admitting or denying the truth thereof, that the following shall be adopted as the Secretary of State's additional Finding of Fact:

17. That Section 5-65 of the Act provides, inter alia, that whenever it appears to the Secretary of State that any person has engaged in or is about to engage in any act or practice constituting a violation of any provision of this Law or any rule, regulation, or order under this Law, the Secretary of State may issue an order directing the person to CEASE and DESIST from continuing the act or practice.

WHEREAS, by means of the Stipulation, the Respondents have acknowledged, without admitting or denying the averments, that the following conclusion of law contained in the Notice shall be adopted as the Secretary of State's Conclusion of Law:

The Respondents violated Section 5-25 of the Act.

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WHEREAS, by means of the Stipulation, the Respondents have acknowledged and agreed that it shall CEASE and DESIST from engaging in the sale of business opportunities in the State of Illinois, EXCEPT in compliance with the provisions of the Act;

WHEREAS, the Respondents Acknowledge that they paid the sum of Five Hundred dollars (\$500.00) to the Office of the Secretary of State, Investors Education Fund as reimbursement to cover the cost of investigation of this matter;

WHEREAS, the Respondents Acknowledges that they have offered and sold the Affiliate Program to one Illinois resident and acknowledge that they have made an offer of recession to said purchaser and thereafter refunded all monies paid by said purchaser to said purchaser;

WHEREAS, the Respondents, except if registered, shall place the language "NOT AVAILABLE IN ILLINOIS" or "NOT AVAIL. IN ILLINOIS" in all forms of media, including but not limited to newspapers, magazines, advertisements or circulars, and in all electronic communications, which are disseminated within the State of Illinois;

WHEREAS, by means of the Stipulation, the Respondents have acknowledged and agreed that upon application for registration under the Act, such application may be denied in the discretion of the Secretary of State;

WHEREAS, the Secretary of State may amend orders upon finding that the action is necessary or appropriate in the public interest or for the protection of the purchaser in accordance with Section 5-70 of the Act;

WHEREAS, the Secretary of State herein finds it appropriate in the public interest to dismiss the Notice;

NOW, THEREFORE, IT IS ORDERED THAT:

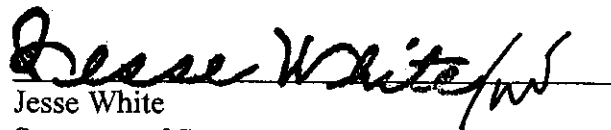
1. The Respondents shall CEASE and DESIST from engaging in the sale of business opportunities in the State of Illinois, EXCEPT in compliance with the provisions of the Act;
2. Respondents shall place the language "NOT AVAILABLE IN ILLINOIS" or "NOT AVAIL. IN ILLINOIS" in all forms of media, including but not limited to newspapers, magazines, advertisements or circulars, and in all electronic communications, which are disseminated within the State of Illinois;
3. The formal hearing on this matter is DISMISSED without further proceeding; and

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4. The Department shall retain jurisdiction over this proceeding for the sole purpose of enforcing the terms and provisions of the Stipulation referenced herein.

ENTERED: This 4<sup>th</sup>, day of August 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, have 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.] NS RHW 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.