

Temporary Order of Prohibition

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Mr. Shereshevsky has been a Principal and integral part of the management team of the Company for the past seven years. As Chief Operating Officer, he has been a key asset in building the private equity group from only a few employees to today's global presence. Mr. Shereshevsky has brought focus and vision to the Company's investment and merchant banking divisions and has greatly increased the Company's access to capital, enabling the Company to compete for larger projects and offer its investors a more diverse portfolio. Mr. Shereshevsky was instrumental in the founding of WexTrust Securities, LLC, which is the Company's licensed broker-dealer with registered representatives in the U.S. as well as parts of Europe and Israel. Mr. Shereshevsky has spearheaded the effort to expand the company overseas to markets including Europe, Israel and South Africa.

Mr. Shereshevsky originally joined the Company and its affiliates through the asset management group where he started out as a manager for individual assets and later for the entire asset management group as well for any problem assets. He has successfully founded alternative investment classes for the Company including various non-real estate oriented investment opportunities. Prior to joining the Company, Mr. Shereshevsky spent 13 years in the diamond commodity business, opening offices for a major diamond house in New York, Paris, Chicago and Tel Aviv. He has also been heavily involved in diamond mining operations in West Africa.

Mr. Shereshevsky is a member of the Executive Board of Hampton Roads School in Norfolk, Virginia and a member of Congregation Bnai Israel.

However the Private Placement Memorandum failed disclose to investors that Joseph Shereshevsky was arrested for bank fraud charged in the Southern District of New York. In 2003 he plead guilty and was sentenced to time served, with 24 months supervised release and ordered to pay restitution in the amount of \$38, 797.90. In addition Wextrust Securities lists Shereshevsky as the managing broker-dealer, however there are no records from FINRA that Shereshevsky took or passed any exams. Shereshevsky was not registered as a broker or as a dealer.

5. Section 12.G of the Act states that it shall be a violation of the provisions of this 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 light of the circumstances under which they were made, not misleading." 815 ILCS 5/12.G.
6. Section 12.E of the Act states that it shall be a violation of the provisions of this Act for any person to, "make, or caused to be made, (1) in any application, report or document

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filed under this Act or any rule or regulation make by the Secretary of State pursuant to this Act, any statement which is false or misleading with respect to any material fact or (2) any statement to the effect that a security ... has been in any way endorsed or approved by the Security of State or the State of Illinois.” 815 ILCS 5/12.E

7. Section 12.F of the Act states that it shall be a violation of the provisions of this Act for any person to, “engage in any transaction, practice or course of business in connection with the sale or purchase of securities which works or tends to work a fraud or deceit upon the purchaser or seller thereof.” 815 ILCS 5/12.F.
8. By virtue of the foregoing, Respondents Wextrust Capital, LLC, Steven Byers and Joseph Shereshevsky, violated Sections 12.E, 12.F, and 12.G of the Act.
9. The aforementioned findings are based upon credible evidence.
10. 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.
11. The entry of this **Temporary Order of Prohibition** prohibiting Respondents, **Wextrust Capital, LLC, Steven Byers and Joseph Shereshevsky** or their agents, affiliates, successors 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, Respondents **Wextrust Capital, LLC, Steven Byers and Joseph Shereshevsky**, his/its partners, members, officers and directors, agents, employees, affiliates, successors and assigns, are **Prohibited** from offering or selling securities in or from this State.

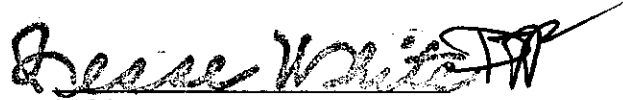
NOTICE is hereby given that Respondent may request a hearing on this matter by transmitting such request in writing to the Director, Illinois Securities Department, 69 West Washington Street, Suite 1220, Chicago, Illinois 60602. Such request must be made within thirty (30) calendar days of the date of 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 of Prohibition and will extend the effectiveness of this Temporary Order of Prohibition for sixty (60) 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.

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Dated: This 12th day of January 2009.

A handwritten signature in black ink, appearing to read "Jesse White". The signature is written in a cursive style with a long, sweeping underline that extends to the right.

JESSE WHITE
Secretary of State
State of Illinois

Attorney for the Secretary of State:

Mary A. Lopez
Illinois Securities Department
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