

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

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<b>IN THE MATTER OF:</b>	)	
<b>ANDY KIEL and</b>	)	
<b>UNITED PROPERTY INVESTMENTS, LLC. and</b>	)	<b>No. 0900162</b>
<b>PHYNANCE, LTD., their partners, members, officers</b>	)	
<b>and directors, agents, employees, affiliates,</b>	)	
<b>successors and assigns.</b>	)	
	)	

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**ORDER OF PROHIBITION**

**TO RESPONDENTS: ANDY KIEL,  
UNITED PROPERTY INVESTMENTS, LLC.,  
PHYNANCE, LTD. and  
263B NICOLE DRIVE,  
SOUTH ELGIN, ILLINOIS 60177**

WHEREAS, a Temporary Order of Prohibition was issued by the Secretary of State on April 14, 2010 which prohibited **Andy Kiel, United Property Investments, LLC and Phynance, Ltd.**, their partners, officers and directors, agents, employees, affiliates, successors and assigns (“Respondents”) from offering or selling securities in or from the State of Illinois until further order of the Secretary of State or his duly authorized representative;

WHEREAS, pursuant to section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the “Act”), the failure to request a hearing within thirty (30) calendar days of the entry of the Temporary Order shall constitute an admission of any acts alleged therein and constitute a sufficient basis to make the Temporary Order final;

WHEREAS, the Respondents have failed to request a hearing on the matters contained in the Temporary Order within thirty (30) calendar days of the entry of said Temporary Order and the Respondents are hereby deemed to have admitted the facts alleged in the Temporary Order;

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Findings of Fact contained in the Temporary Order as the Secretary of State’s Findings of Fact as follows:

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1. Respondent Andy Kiel (hereinafter at times "AK" or collectively with United Proerty Investments, LLC and Phynance, Ltd., "Respondents") has a last known address of 263B Nicole Drive, South Elgin, Illinois 60177.
2. Respondent United Property Investments, LLC (hereinafter at times "United" or collectively with AK and Phynance "Respondents") was an Illinois limited liability company, now dissolved, with a last known address of 263B Nicole Drive, South Elgin, Illinois 60177 .
3. Respondent Phynance, Ltd. (hereinafter at times "Phynance" or collectively with AK and United "Respondents") was an Illinois corporation, now dissolved, with a last known address of 263B Nicole Drive, South Elgin, Illinois 60177.
4. Respondent AK, at all relevant times herein, was the controlling member of United with the sole power to disburse United funds.
5. Respondent AK, at all relevant times herein, was the sole shareholder, officer, director and controlling employee of Phynance with the sole power to disburse Phynance funds.
6. The "Investors" referred to hereinafter are husband and wife and are Illinois residents.
7. In November 2005 Respondent AK solicited at Investors to purchase a promissory note ("Note") from Phynance for which AK was an agent.
8. On or about November 9, 2005 Investors purchased the Note in the amount of \$91,000.00 by endorsing a check in the amount of \$91,035.75 (payable to one of the Investors) over to Phynance and received a document entitled "Promissory Note" from AK in return.
9. The Note's terms included a promise to pay the principal and "...interest at the yearly rate of 7%..." with payments 60 monthly payments of \$530.83 on the 15<sup>th</sup> of each month beginning December 15, 2005 and a lump sum payment of "the entire balance of principal and interest" on or before November 15, 2011.
10. Respondents' activities described in paragraphs 7-9 above involve the offer and sale of a promissory note 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").

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**FRAUD**

11. Between December of 2005 and August 2007 Respondents made monthly installment payments of \$530.83 to Investors, but made no further payments after August 2007.
12. In fact, Respondents converted and used the remainder of Investors' money for their own personal and business purposes, which included a transfer to the bank account in the name of Respondent United Property Investments, LLC.
13. The funds transferred to the account of United Property Investments, LLC were thereafter converted and used for the personal and business interests of Respondent AK.
14. Section 12.F of the Act provides, *inter alia*, that it shall be a violation of the 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".
15. 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 light of the circumstances under which they were made, not misleading".
16. Section 12.I of the Act provides, *inter alia*, that it shall be a violation of the Act for any person, "to employ any device, scheme or artifice, to defraud in connection with the sale or purchase of any security, directly or indirectly".
17. By virtue of the foregoing, Respondents violated Sections 12.F, 12.G and 12.I Act.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondents **Andy Kiel, United Property Investments, LLC and Phynance, Ltd.**, and their partners, officers and directors, agents, employees, affiliates, successors and assigns, are **PROHIBITED** from rendering investment advice and from offering or selling securities in or from this State until the further Order of the Secretary of State.

**NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 12.D of the ACT. Any person or entity that fails to comply with the terms of**

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**this Order of the Secretary of State, having knowledge of the existence of this Order, shall be guilty of a Class 4 felony for each offence.**

**This is a final order subject to administrative review pursuant to the Administrative Review Law [735 ILCS 5/3-101 *et seq.*] and the Rules and Regulations of the Act (14 Ill. Admin. Code, Ch. 1 Sec. 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.**

Dated: This 15<sup>th</sup> day of June 2010.

A handwritten signature in black ink that reads "Jesse White" followed by a stylized flourish.

JESSE WHITE  
Secretary of State  
State of Illinois

Attorney for the Secretary of State:

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