

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

**IN THE MATTER OF: PRAYER INTERNATIONAL and
JAMES PILON, its/their members, partners,
officers and directors, agents,
employees, affiliates, representatives, successors and assigns.**

FILE NO. 0500667

ORDER OF PROHIBITION

TO RESPONDENTS: Prayer International and
James Pilon
303 Harvard Street
Joliet, Illinois 60432

And

Prayer International
c/o Registered Agent Walter Lewis
1701 South 1st Avenue
Maywood, Illinois 60153

WHEREAS, a Temporary Order of Prohibition was issued by the Secretary of State on May 13, 2010 which prohibited James Pilon and Prayer International, 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;

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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:

1. Prayer International (or "PI", or collectively with James Pilon, "Respondents") was at all time referred to herein, an Illinois not-for-profit corporation located at 303 Harvard St., Joliet, Illinois 60432, and whose registered agent was Walter Lewis, 1701 S. 1st Avenue, Maywood, Illinois 60153
2. James Pilon (or "Jpilon, or collectively with PI, "Respondents") is an owner and representative of PI, and resides at 303 Harvard St., Joliet, Illinois 60432.
3. In March 2005, Respondents solicited in or from the State of Illinois one or more persons ("Investor") to invest \$50,000 in a "trading group" that was "very successful" and Respondents promised that they would pay the Investor "double" his investment "every three months".
4. On May 2, 2005 Investor wired \$50,000 to Respondents' bank account at First United Bank, Crete, Illinois.
5. The activities described in paragraphs 3 and 4 above, constitute an investment contract and is a security as that term is defined at Section 2.1 of the Illinois Securities Law of 1953 (815 ILCS 5) (the "Act").

FAILURE TO REGISTER SECURITIES

6. Section 5 of the Act provides, *inter alia*, that "all securities except those set forth under Section 2a of this Act...or those exempt...shall be registered...prior to their offer or sale in this State.
7. Respondents failed to file an application with the Secretary of State to register the investment contract as required by the Act, and as a result the investment contract was not registered as such prior to their or sale in the State of Illinois.
8. Section 12.A of the Act provides, *inter alia*, that it shall be a violation of the Act to offer or sell any security except in accordance with the provisions of the Act.
9. Section 12.D of the Act provides, *inter alia*, that it shall be a violation of the Act to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of this Act or any rule or regulation made by the Secretary of State pursuant to the Act or to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 hereof.
10. By virtue of the foregoing, Respondents violated Sections 12.A and 12.D of the Act.

FRAUD AND DECEIT

11. To date the Respondents have failed to make any payments to the Investor as promised.
12. Respondents failed to disclose to Investor any risks involved in the investment contract that Respondents would not pay the promised principal or interest according to the terms of the signed agreement.
13. Respondents, instead of placing the Investor's \$50,000 into a "trading group" and paying the Investor as promised in the terms of the investment contract converted the principal received from the Investor to their own use and benefit.
14. Respondents, at the time of the investment contract, failed and refused to notify the Investor that the principal would be converted to their own benefit rather than used to generate income from a trading group for the Investor's benefit.
15. 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".
16. 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.
17. 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".
18. By virtue of the foregoing, Respondents violated Sections 12.F, 12.G and 12.I of the Act.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondents **James Pilon and Prayer International** 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.

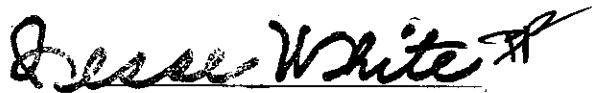
NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 12.D of the ACT. Any person or entity that fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of this Order, shall be guilty of a Class 4 felony for each offence.

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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 21st day of June, 2010.

A handwritten signature in black ink that reads "Jesse White" with a stylized flourish at the end.

JESSE WHITE
Secretary of State
State of Illinois

James J. Tierney
Illinois Securities Department
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