ADMINISTRATIVE PROCEEDING

BEFORE THE

SECURITIES COMMISSIONER OF SOUTH CAROLINA

IN THE MATTER OF: Michael Brooks and Brooks Communications, LLC, Respondents.	ORDER TO CEASE AND DESIST File No. 15075
	of the Office of the Attorney General of the State of en authorized and directed by the Securities
<u>Commissioner of South Carolina (the "Securi</u>	ties Commissioner"\ to.administer the provisions of
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II. RESPONDENTS

2.	Respondent	Brooks	is a	South	Carolina	resident	with	a	last	known	address	of	136
	Saddlebrook	e Road,	Lexi	ngton, S	South Card	olina 290′	72.						

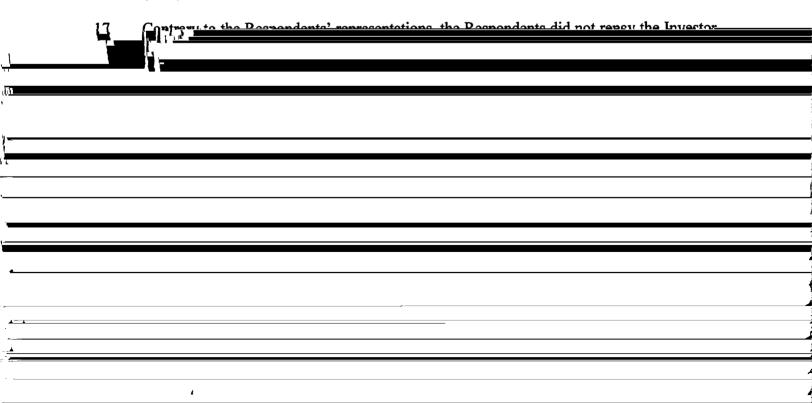
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- address of 136 Saddlebrooke Road, Lexington, South Carolina 29072.
- 4. Respondent Brooks Communications was formed on or about March 4, 2010.
- 5. At all times relevant to this Order, Respondent Brooks was the owner and chief control person of Respondent Brooks Communications.

III. FINDINGS OF FACT

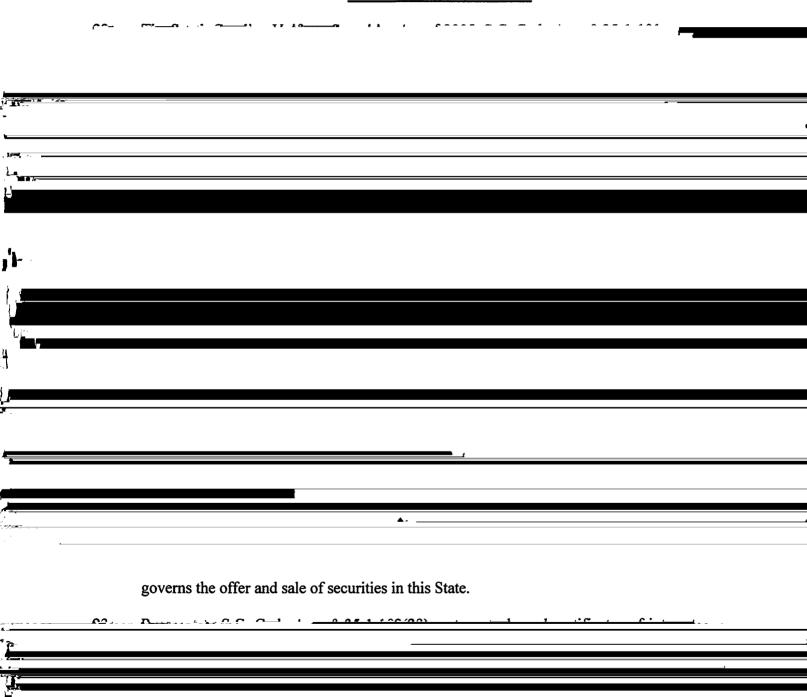
- 6. In or about June 2015, the Respondents approached a South Carolina resident (the "Investor") about a possible investment opportunity with the Respondents.
- 7. In connection with offering the investment opportunity, the Respondents provided the Investor with a business plan (the "Development Business Plan").
- 8. The Development Business Plan described Brooks Communications as an experienced team of architects, attorneys, engineers, and individuals with over one hundred (100) combined years of involvement with a large supermarket chain and as having over thirty

- payable within forty-five (45) days of the date of the note.
- 12. Based upon the Respondents' representations, on or about June 17, 2015, the Investor invested four thousand dollars (\$4,000) with the Respondents.
- 13. Contrary to the Respondents' representations, Respondent Brooks Communications did not consist of a team of architects, attorneys, engineers, and other individuals with over one hundred (100) combined years of experience with a large supermarket chain.
- 14. Contrary to the Respondents' representations, Respondent Brooks Communications' team did not possess over thirty (30) combined years of employment experience with a large supermarket chain.
- 15. Contrary to the Respondents' representations, Respondent Brooks Communications had performed no substantial supermarket site selection work prior to the Respondents' soliciting the Investor.
- 16. Contrary to the Respondents' representations, the Investor did not receive a fifty-percent (50%) return on his investment.



21. At no time relevant to the events stated herein was the security at issue registered with the Division or a federal covered security, and no exemption from registration has been claimed by the Respondents.

IV. CONCLUSIONS OF LAW



associate with an agent who transacts business on behalf of a broker-dealer while that agent is not registered.

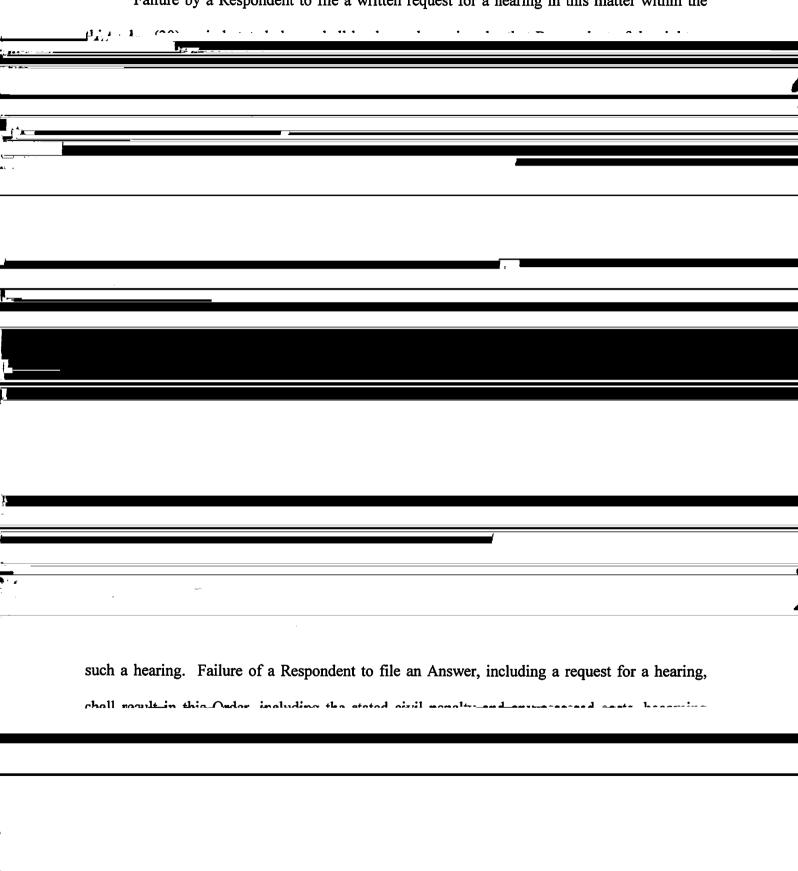
offer, sale, or purchase of a security, directly or indirectly (1) to employ a device, scheme, or artifice to defraud; (2) to make an untrue statement of a material fact or to omit to state a material fact necessary in order to make the statements made, in light of

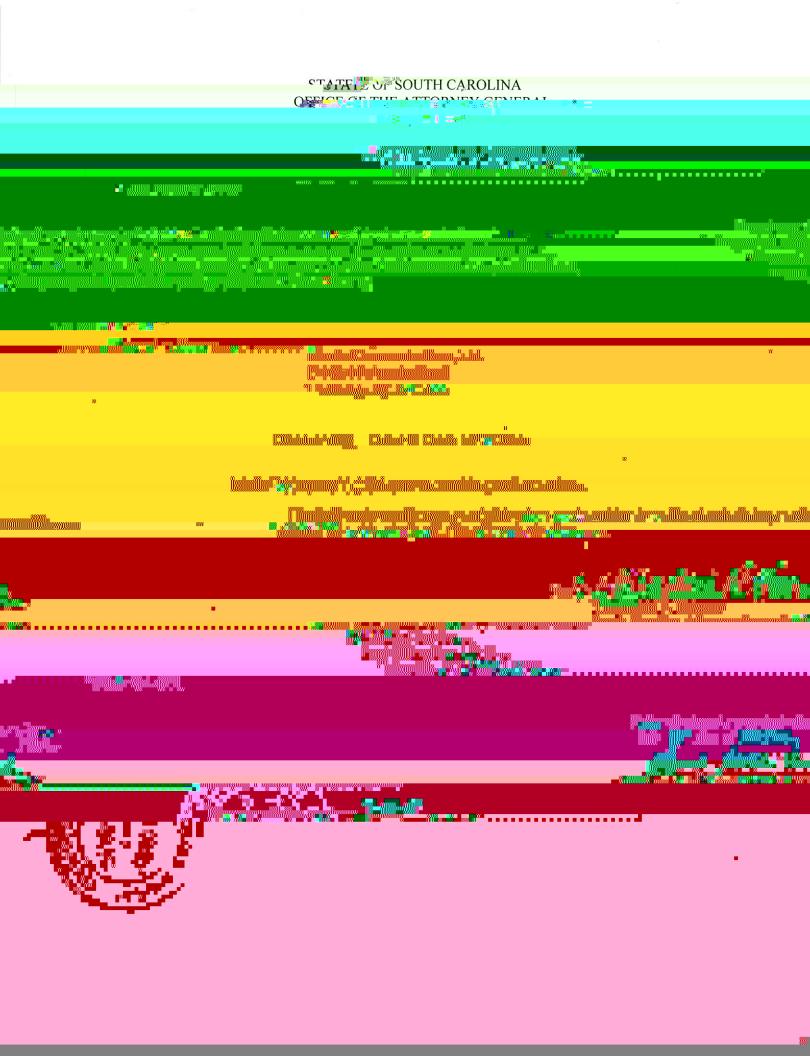
the circumstances under which they were made, not misleading; or (3) to engage in an act, practice, or course of business that operates or would operate as a fraud or deceit

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	violation of S.C. Code Ann. § 35-1-501.
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	of the Act that the Respondents be ordered to cease and desist from engaging in the
	Above-enumerated practices which constitute violations of the Act and pay an
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	d. Respondent Michael Brooks pay a civil penalty in the amount of thirty thousand dollars
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Failure by a Respondent to file a written request for a hearing in this matter within the





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