

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

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**IN THE MATTER OF:**

**Ephren Taylor;**  
**City Capital Corporation, A/K/A/  
City Capital Corp,**  
its partners, members, officers, directors,  
agents, employees, affiliates, successors  
and assigns;  
**Clean Sweep Holdings Group LLC,**  
its partners, members, officers, directors,  
agents, employees, affiliates, successors  
and assigns;

**File Number: 1000196**

**AMENDED NOTICE OF HEARING**

**To Respondents**

**Attorney:**

Robert M. Bovarnick, Esquire  
Bovarnick and Associates, LLC  
Two Penn Center Plaza, Suite 1310  
1500 JFK Boulevard  
Philadelphia, PA 19102

You are hereby notified that pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act") and 14 Ill. Adm. Code 130, Subpart K, a public hearing will be held at 69 West Washington Street, Suite 1220, Chicago, Illinois 60602, on the 8<sup>th</sup> day of December, 2010 at the hour of 10:00 a.m. or as soon as possible thereafter, before James Kopecky Esq., or such other duly designated Hearing Officer of the Secretary of State.

Said hearing will be held to determine whether an Order shall be entered pursuant to Section 11.E of the Act prohibiting Respondents Ephren W. Taylor, City Capital Corporation, its partners, members, officers, directors, agents, employees, affiliates, successors, and assigns, and Clean Sweep Holdings Group, LLC, its partners, members, officers, directors, agents, employees, affiliates, successors, and assigns, from selling or offering for sale securities in the State of Illinois and/or granting such other relief as may be authorized under the Act including but not limited to the imposition of a monetary fine in the maximum amount pursuant to Section 11.E of the Act, payable within ten (10) business days of the entry of the Order.

The grounds for such proposed action are as follows:

**I. Background**

1. Respondent Ephren W. Taylor (“Taylor”) is a natural person with the last known business address in Franklin Tennessee.
2. Respondent City Capital Corporation is a Nevada Domestic Corporation with a last known business address of 256 Seaboard Lane, Building E#101, and Franklin Tennessee and the trades on the OTC/ pink sheets under the symbol “CTCC”.
3. Respondent Clean Sweep Holdings Group, LLC is a North Carolina Limited Liability Corporation, and a subsidiary of City Capital Corporation.
4. Respondent City Capital Corporation lists Respondent Taylor as the president, treasurer and director.
5. Respondent City Capital Corporation lists the following on their web site ([www.citycapitalcorp.net](http://www.citycapitalcorp.net)):

City Capital Corporation (Stock Symbol CTCC) is engaged in leveraging investments, holdings and other assets to create self-sufficiency for communities around the country and the world.

**COUNT I.**

**FAILURE TO REGISTER SECURITIES**

6. Respondents directly offered to sell securities in the form of investment contracts to the general public, including residents of the State of Illinois (“Investors”).
7. Respondents aired multiple radio solicitations on radio station WSRB 106.3 FM broadcasting in the Chicago metropolitan area April 12-16, 2010.
8. Respondent’s advertisement script promises the investment is “guaranteed to generate easy cash ... up to \$11,000.00 a month or more ...”
9. Respondents sent investors further information by phone and e-mail, none of which requested information from the investor as to whether they were accredited investors, sophisticated investors or senior citizens.
10. Respondents literature states the cost of “...setting up Sweepstakes locations” were from \$55,000.00 to \$75,000.00
11. Respondents represented to investors that they would not have any responsibility to maintain these computers, hiring, training and babysitting employees; per their literature:

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“No worries, we got you covered. . . . You NEVER have to worry about hardware breaking, setting up machines, or other details that keep you up at night in a brick and mortar business. Our trained staff does it all.”

12. Respondents offered to investors the sale of “money making computers called ‘sweepstakes machines’”, the investors monies are pooled to purchase these computers, locations and employees.
13. Respondents claim that the computers will generate an income from shoppers “buying internet time to access the games” and by playing sweepstakes games the investor will make profits.
14. Respondents represented to investors that for a onetime cost of only \$4,997.00, they would receive a return on their money of \$11,000.00 per month.
15. Respondents encouraged investors to liquidate their traditional IRA and other Retirement accounts for use in their investment.
16. The activities described above constitute the offer and sale of a investment contract and therefore a security as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5/1 *et. seq.*] (the "Act").
17. Section 5 of the Act provides, *inter alia*, that all securities except those exempt under Section 3 or those offered or sold in transactions exempt under Section 4 “shall be registered either by coordination or by qualification prior . . . to their offer or sale” in the State of Illinois.
18. Respondents failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and, as a result, the security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.
19. Section 12.A of the Act provides, *inter alia*, that it shall be a violation for any person “to offer or sell any security except in accordance with the provisions of the Act.”
20. Section 12.D of the Act provides, *inter alia*, that it shall be a violation for any person “to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of the Act or any rule or regulation made by the Secretary of State pursuant to the Act.”
21. By virtue of the foregoing, Respondent violated Sections 12.A and 12.D of the Act.

**COUNT II**

**UNREGISTERED DEALER/SALESPERSON**

- 1-18. Paragraphs 1-18 are re-alleged and incorporated by reference.
19. Through the conduct described in paragraphs three (3) through eight (8), the respondent acted as a dealer and/or salesperson for the investment contracts to investors.
20. That 12.C of the Act provides, *inter alia*, that it shall be a violation of the Act for any person to act as a dealer, salesperson unless registered such, where such registration is required under this Act.
21. That at all relevant times, the respondents were not registered as a dealer and/or salesperson under the Act.
22. That by acting as a salesperson and/or dealer and an investment advisor and/ or investment advisor in the State of Illinois, without being registered as such, respondent violated section 12.C of the Act.

**COUNT III**

**VIOLATION OF ORDER OF PROHIBITION**

- 1-18. Paragraphs 1-18 are re-alleged and incorporated by reference.
19. That on June 3, 2010, a Temporary Order of Prohibition (“Order”) was served on the Respondent, prohibiting Respondent from offering or selling securities in the State of Illinois.
20. That in August of 2010, the Respondent signed a Stipulation to Enter into a Consent Order to continue the Temporary Order of Prohibition prohibiting Respondent from offering or selling securities in the State of Illinois.
21. That at the Respondent was informed by the Department in August of 2010 of Respondent’s continued efforts to offer and sell securities to Illinois residents in July and August of 2010.
22. That Respondent persisted in calling and e-mailing Illinois residents with offers to sell securities as recently as September and October of 2010.
23. That the respondent violated Order by offering and selling securities in the State of Illinois without complying with the Act.
24. Section 12.A of the Act provides, *inter alia*, that it shall be a violation for any person “to offer or sell any security except in accordance with the provisions of the Act.”

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25. Section 12.D of the Act provides, *inter alia*, that it shall be a violation for any person "to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of the Act or any rule or regulation made by the Secretary of State pursuant to the Act."
26. That by virtue of the foregoing violations of the 1990, respondent violated Sections 12.A and 12.D of the Act.
27. The aforementioned findings are based upon credible evidence.

You are further notified that you are required pursuant to Section 130.1104 of the Rules and Regulations (14 ILL. Adm. Code 130)(the "Rules"), to file an answer to the allegations outlined above within thirty (30) days of the receipt of this Notice. A failure to file an answer within the prescribed time shall be construed as an admission of the allegations contained in the Notice of Hearing.

Furthermore, you may be represented by legal counsel; may present evidence; may cross-examine witnesses and otherwise participate. A failure to so appear shall constitute default, unless any Respondent has upon due notice moved for and obtained a continuance.

A link of the Rules, promulgated under the Act and pertaining to hearings held by the Office of the Secretary of State, Securities Department, is included with this Notice. <http://www.cyberdriveillinois.com/departments/securities/lawrules.html>

Delivery of Notice to the designated representative of any Respondent constitutes service upon such Respondent.

Dated: This 5<sup>th</sup> day of November 2010.

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JESSE WHITE  
Secretary of State  
State of Illinois

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Hearing Officer:

James Kopecky

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