

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: PIGEON KING)
INTERNATIONAL INC., its their officers, and directors,) FILE NO. 0800135
employees, agents, affiliates, successors and assigns.)

ORDER TO CEASE AND DESIST

TO THE RESPONDENTS: Pigeon King International, Inc.
Unit 4-299, Northfield Drive East
Waterloo, Ontario N2K 4H2
Canada

WHEREAS, a Summary Order to Cease and Desist (“the Summary Order”) was issued by the Secretary of State on February 2, 2009, ordering Pigeon King International, Inc. (“the Respondent” to CEASE and DESIST from offering or selling any business opportunities in the State of Illinois in violation of the provisions of the Business Opportunity Sales Law of 1995 [815 ILCS 602 et seq.] (the “Act”), until the further the order of the Secretary of State.

WHEREAS, pursuant to Section 5-65(1) of the Act, the failure to request a hearing within thirty (30) calendar days after entry of the Summary Order shall be deemed to constitute a waiver of all rights by such person to a hearing and the cease and desist order as to such person shall become permanent.

WHEREAS, the Summary Order sent to the Respondent on February 2, 2009, by certified mail and was served on the Index Department on February 2, 2009.

WHEREAS, the Respondents has failed to request a hearing on the matters contained in the Summary Order within thirty (30) calendar days after entry of said Summary Order.

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

1. Pigeon King is an Ontario, a Canada corporation (“Respondent”) with a principal business address of Unit 4-299, Northfield Drive East, Waterloo, Ontario N2K 4H2 Canada.

Order to Cease and Desist

2

2. Pigeon King offers and sells business opportunities in the form of pairs of breeding stock pigeons, to farmers and others. Pigeon King offers to buy back, at a specific price, all offspring from the breeding pigeons buyers purchase from Pigeon King (the "Pigeon King Business Opportunity").
3. That during January, 2008 and February, 2008 the Respondents placed advertisements (the "Ad") on their joint web page <http://www.PigeonKingInternational.com>.
4. That one or more Illinois residents viewed said web page, and were informed of the income potential of this businesses.
5. That the web page in part displayed:

Each breeder who signs a 10-year contract with Pigeon King and pays \$80 to \$500 per pair of breeding birds. Each pair produces about 10 offspring a year, which all must be sold back to Pigeon King... Net revenue for farmer purchasing 100 pairs at \$500.00 per pair after one year = \$18,056 (minus feed and housing costs provided by the purchaser and six months to produce first offspring) about seven to 10 per cent of the cost of each pair... An initial investment of \$50,000 can turn into a net profit of more than \$380,000 after 10 years, according to the breeder's guide supplied.
6. That order forms and purchase agreements on the web page are downloadable.
7. That Section 5-5.10(a)(3) of Business Opportunity Sales Law of 1995, [815 ILCS 602 et seq.] (the "Act") provides, inter alia, that a business opportunity is a contract or agreement, between a seller and purchaser, express or implied, orally or in writing, wherein it is agreed that the seller or a person recommended by the seller shall provide to the purchaser any product, equipment, supplies or services enabling the purchaser to start a business when the purchaser is required to make a payment to the seller or a person recommended by the seller of more than \$500 and the seller represents directly or indirectly, orally or in writing, that: the seller or a person specified by the seller will purchase any or all products made, produced, fabricated, grown, bred or modified by the purchaser.
8. That the activities of Respondents described in paragraphs two and five (2 & 5), constitutes a business opportunity as that term is defined in Section 5-5.10 of the Act.

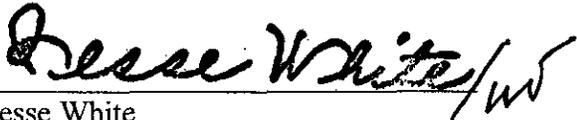
Order to Cease and Desist

3

9. That the activities of Respondents described in paragraph two through six (2-6) constitute an offer as that term is defined under Section 5-5.20 of the Act.
10. That Section 5-25 of the Act provides, inter alia, that it is unlawful for any person to offer any business opportunity in this State unless the business opportunity is registered under the Act or is exempt under Section 5-10 of the Act.
11. That at all relevant times, Respondents Pigeon King International, Inc., their partners, officers and directors, agents, employees, affiliates, successors and assigns, failed to register the business opportunity described in paragraphs two and five (2 & 5) as required pursuant to Section 5-25 of the Act.
12. That, by virtue of the foregoing, the Respondents violated Section 5-25 of the Act.

NOW THEREFORE, IT IS HEREBY ORDERED: That pursuant to Section 5-65 of the Act, the Respondent, Pigeon King International, Inc., its officers and directors, employees, agents, affiliates, successors and assigns, is hereby ordered to CEASE and DESIST from offering or selling any business opportunities in the State of Illinois in violation of the provisions of the Act.

DATED: This 20th day of March 2009.



Jesse White
Secretary of State
State of Illinois

Attorney for the Secretary of State:
Samuel F. Freiman
Illinois Securities Department
69 West Washington Street, Suite 1220
Chicago, Illinois 60602
Telephone: (312) 793-3988