

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: SEED INTERNATIONAL,
LTD., d/b/a CHURCHILL ASSOCAITES,
OCEAN INTERNATIONAL MARKETING, LTD.,
and ISACK NADYA.

FILE NO. 0400250

ORDER OF PROHIBITION

**TO THE RESPONDENTS: Seed International, Ltd.
d/b/a Churchill Associates
Buckinghamshire House
174 South Church Street
PO Box 1778
GT Grand Cayman**

**Ocean International Marketing, Ltd.
De Leuve
Schiedamsedijk 42
3011 ED Rotterdam
The Netherlands**

**Isack Nadya
De Leuve
Schiedamsedijk 42
3011 ED Rotterdam
The Netherlands**

WHEREAS, a Temporary Order of Prohibition was issued by the Secretary of State on May 24, 2006 which prohibited Seed International, Ltd., d/b/a Churchill Associates, Ocean International Marketing, Ltd., and Isak Nadya ("Respondents") from offering or selling securities in or from the State of Illinois until further order from 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 facts alleged therein and constitute a sufficient basis to make the Temporary Order final;

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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 said Temporary Order as the Secretary of State's Findings of Fact as follows:

1. Seed International, Ltd. ("Seed") is a foreign business entity with a last known address of Buckinghamshire House, 174 South Church Street, PO Box 1778, GT Grand Cayman. Seed does business as "Churchill Associates."
2. Ocean International Marketing, LTD. ("Ocean") is a foreign business entity with a last known address of DeLeuve, Schiedamsedijk 42, 3011 ED Rotterdam.
3. Isack Nadya ("Nadya") is a representative of Seed and Ocean, with a last known address of DeLeuve, Schiedamsedijk 42, 3011 ED Rotterdam, The Netherlands.
4. Seed and Ocean offer investments in wine contracts ("Wine Contracts"). Respondents advertised to potential investors and existing investors that they owned interests and were obtaining interests in private wine collections, which they expected to sell at a profit to generate positive returns for investors. Ocean markets the Wine Contracts and Seed is the managing entity.
5. Nadya, on behalf of Seed and Ocean, offered and sold to at least one Illinois resident an investment in Wine Contracts.
6. The Wine Contracts are investment contracts, and therefore are securities, as 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)
7. The Wine Contracts offered and sold by Respondents Seed, Ocean and Nadya were not registered with the Illinois Securities Department pursuant to Section 5 of the Act.
8. Respondent Nadya was not, and never has been, registered with the Illinois Securities Department to offer or sell securities pursuant to Section 8 of the Act.
9. Section 12.A of the Act states that it shall be a violation of the Act for any person to offer or sell any security except in accordance with the provisions of this Act. 815 ILCS 5/12.A.

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10. Section 12.C of the Act states that it shall be a violation of the Act for any person to act as a dealer or salesperson, unless registered as such, where such registration is required, under the provision of the Act. 815 ILCS 5/12.C.
11. Section 12.D of the Act states that it shall be a violation of the Act 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 this Act or any rule or regulation made pursuant to this Act. 815 ILCS 5/12.D.

CONCLUSIONS OF LAW

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Conclusions of Law contained in the said Temporary Order as the Secretary of State's Conclusions of Law as follows:

1. Respondents Seed, Ocean and Nadya violated Sections 12.A and 12.D of the Act.
2. Respondent Nadya violated Section 12.C of the Act.

NOW THEREFORE IT IS HEREBY ORDERED: That pursuant to Section 11.F of the Act, Respondents Seed International, Ltd., d/b/a Churchill Associates, Ocean International Marketing, Ltd., and Isak Nadya are hereby permanently **PROHIBITED** from offering or selling securities in or from this State of Illinois.

ENTERED: This 5th day of July 2006.


JESSE WHITE
Secretary of State
State of Illinois

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.

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 Illinois Securities Act (14 Ill. Admin. Code, Ch. I, 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.