

MARYLAND SECURITIES COMMISSIONER \* IN THE  
 Plaintiff, \* CIRCUIT COURT FOR  
 v. \* PRINCE GEORGE'S COUNTY  
 JOHN H. WILLIAMS, et al. \* Case No. *CAE07-04436*  
 Defendants. \*

\* \* \* \* \*

**CONSENT ORDER FOR A PERMANENT INJUNCTION AS TO  
 JOHN H. WILLIAMS, LAJON CORPORATION, LAJON CAPITAL FUND, LP,  
 LAJON CAPITAL MANAGEMENT, LLC, AND LAJON CAPITAL ADVISORS, LLC  
 FOR A FREEZE OF ASSETS AND APPOINTMENT OF RECEIVERSHIP,  
 AND TO RETAIN JURISDICTION OF THE COURT**

Upon consideration of the Maryland Securities Commissioner's ("Commissioner's") Complaint and request for a consent order finding that John Williams, LaJon Capital Fund LP, (the "Fund") LaJon Capital Advisors, LLC ("Adviser"), LaJon Corporation (the "Corporation") and LaJon Capital Management, LLC ("Management") (collectively the "defendants") violated provisions of the Maryland Securities Act, Title 11, Md. Code Ann, Corps. & Ass'ns. (1999 Repl. Vol. and Supp. 2006) (the "Act"), a permanent injunction in this matter, a freeze of assets and appointment of a Receiver and an order retaining jurisdiction over this matter for the purpose of recovering assets for the benefit of investors pending a final judgment in this matter; and

Acknowledging that defendants have entered into a settlement agreement with the Commissioner, whose terms are incorporated by reference herein, and that defendants neither admit nor deny the findings of fact or conclusions of law but consent to entry of the findings and conclusions, and consent to the terms of the Order;

The Court being advised of the basis of that Motion and good cause for granting that

ENTERED 2/21/07

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Motion shown,

THE COURT FINDS that this Order is necessary to protect the public interest;

THE COURT FURTHER FINDS that:

1. The promissory notes issued by ChartCandle and the limited partnership interests sold in ChartCandle are securities within the meaning of the Maryland Securities Act.

2. The Securities Commissioner's Complaint and attached sworn affidavit support a finding that defendants violated the Act by offering and selling unregistered securities, by failing to register as a broker-dealer or investment adviser, by employing unregistered broker-dealer agents and investment adviser representatives, by making material misrepresentations and omissions in connection with the offer and sale of securities.

3. Defendants violated Sections 11-301, 11-302, 11-303, 11-401, 11-402, and 11-501 of the Act.

THEREFORE, it is hereby:

ORDERED that the motion be and hereby is granted; and it is further

ORDERED that defendants be permanently enjoined from engaging in acts and practices that violate the Act and from engaging in the securities or investment advisory business in Maryland or from being or acting as a principal or consultant in any company engaged in such activities; and it is further

ORDERED that defendants and their officers, directors, agents, servants, employees, successors and assigns and all persons in active concert or participation with them who receive actual notice of such Order by personal service or otherwise, are restrained and enjoined from investing, attempting to invest, transferring, or otherwise receiving, using or disbursing in any manner whatsoever, any funds or other assets of LaJon Capital Fund, LP, LaJon Capital

Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC held on behalf of investors including, but not limited to, books, computers and records; assets in bank and brokerage accounts received directly or indirectly from investors or now being held on behalf of those investors by defendants and the corporate defendant's officers, directors, agents, servants, employees, successors and assigns; and real estate or any interest in real property now being held on behalf of those investors by defendants and the corporate defendant's officers, directors, agents, servants, employees, successors and assigns, except by transferring such funds or other assets to the plaintiff or receiver appointed in this proceeding; and it is further

ORDERED that a receiver for LaJon Capital Fund, LP, LaJon Capital Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC be appointed with all authority granted to a receiver under Title 13 of the Maryland Rules, Md. Code Ann. (2006) and specifically the authority immediately to identify, gather, receive, take control of, manage day-to-day, account to the Court for and liquidate LaJon Capital Fund, LP, LaJon Capital Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC's assets and the right to file claims against any persons and entities responsible for any loss to investors or who received preferential payments or other conveyances from defendants. The receiver may negotiate and settle those claims with the Court's approval; and it is further

ORDERED that *Haulan, Berman, Bergman*  
*Finci & Levenstein* be appointed Receiver; and it is further

ORDERED that all the assets be frozen of LaJon Capital Fund, LP, LaJon Capital Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC, wherever located and including but not limited to Bank of America accounts named and numbered:

LaJon Capital Fund                      0048 3278 9744

LaJon Capital Management 0048 3650 9645  
0048 3278 9757

LaJon Corporation 0049 6172 8249

LaJon Corporation 0049 6681 6499  
Tax Advisory Group

subject to the administration of a receiver, until further order of this Court; and it is further

ORDERED that defendants and their officers, directors, agents, servants, employees, successors and assigns and all persons in active concert or participation with them who receive actual notice of such Order by personal service or otherwise, to turn over to the receiver appointed in this proceeding all funds and other assets of LaJon Capital Fund, LP, LaJon Capital Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC purchased with funds from LaJon Capital Fund, LP, LaJon Capital Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC or held on behalf of LaJon Capital Fund limited partnership, LaJon Capital Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC and their investors, including, but not limited to, books, computers and records, assets in bank and brokerage accounts received directly or indirectly from investors or now being held on behalf of those investors by LaJon Capital Fund, LP, LaJon Capital Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC's officers, directors, agents, servants, employees, successors and assigns, and all real estate or any interest in real property now being held on behalf of those investors by LaJon Capital Fund limited partnership, LaJon Capital Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC's officers, directors, agents, servants, employees, successors and assigns; and it is further

ORDERED that all persons who received any goods, interests in real property or other assets paid for out of funds from LaJon Capital Fund limited partnership, LaJon Capital

Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC's investors turn over to the receiver appointed in this proceeding all such goods, interests in real property or other funds and assets.

ORDERED that all other actions against LaJon Capital Fund, LP, LaJon Capital Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC and the Receiver be stayed, until further order of this Court; and it is further

ORDERED that Williams provide a sworn accounting with supporting detail within 10 days of the issuance of this Order, setting forth the identity and location of all the LaJon Capital Fund, LP, LaJon Capital Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC assets and liabilities and the identity and location of all goods, services and assets purchased with investor funds; and it is further

ORDERED that the requirement that plaintiff or the receiver post a bond in this matter be waived; and it is further

ORDERED that eight true test copies of the Order be released to the Commissioner for delivery to the Custodian of the Records for the banks and for the Receiver; and it is further

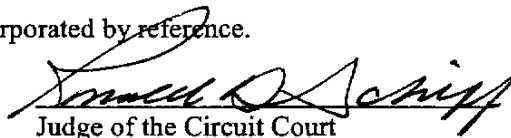
ORDERED that any claims by or against the Receiver and arising out of the operation of LaJon Capital Fund limited partnership, LaJon Capital Advisors, LLC, LaJon Corporation and LaJon Capital Management, LLC shall be filed and prosecuted in this Court; and it is further

ORDERED that upon liquidation of all assets, conclusion of all litigation, and payment of all expenses, including any fees incurred in connection with management of the Receivership by professionals, the Receiver and others, the Receiver shall prepare and file with the Court a Final Report and Proposed Order of Distribution of all remaining Receivership funds to investors, other creditors and the like, for review and final approval by the Court in connection

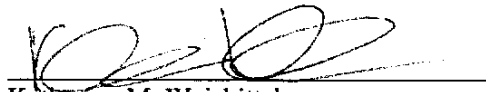
with entry of a final judgment in this case; and it is further

ORDERED that the Commissioner's claims in the Complaint are settled as to all defendants, except as to an Order of fines, disgorgement, and restitution and that the Court retains jurisdiction of this matter as to the receivership as set forth above and to enforce this Consent Order and the settlement agreement incorporated by reference.

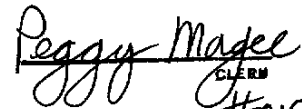
Dated: 2/19/07, 2007

  
Judge of the Circuit Court  
Circuit Court for Prince Georges County


By Consent:


  
Katharine M. Weiskittel  
Assistant Attorney General  
Maryland Division of Securities  
200 St. Paul Place - 25th Floor  
Baltimore, Maryland 21202-2020  
410-576-7059


TRUE COPY—YES.


  
Peggy Madec  
CLERK  
#019


By Consent as to entry of the findings and the relief set forth:

  
John H. Williams  
210 Queen Marie Ct  
Upper Marlboro, MD 20774

  
LaJon Corpoartion  
By John H. Williams, President  
210 Queen Marie Ct  
Upper Marlboro, MD 20774

  
LaJon Capital Fund, LP  
By John H. Williams, General Partner  
9500 Arena Drive, Suite 420  
Springdale, MD 20774-3716

  
LaJon Capital Management, LLC  
By John H. Williams, President  
9500 Arena Drive, Suite 420  
Springdale, MD 20774-3716

  
LaJon Capital Advisers, LLC  
By John H. Williams, President

9500 Arena Drive, Suite 420  
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