

BEFORE THE
STATE OF WISCONSIN
DEPARTMENT OF FINANCIAL INSTITUTIONS
DIVISION OF SECURITIES

In the Matter of
ITRADENOW.COM CORP. and
LAZAR A. KAUDERER,

PETITION FOR ORDER

Respondent.

File No. S-03136(EX)

The staff of the State of Wisconsin Department of Financial Institutions, Division of Securities, Bureau of Registration & Enforcement has conducted an investigation in this matter pursuant to sec. 551.56, Wis. Stats., and as a result thereof alleges as follows:

1. ITRADEnow.com Corp. ("ITRADEnow") is a foreign business entity with a last known business address of 5340 N Federal Hwy., Ste. 106 Lighthouse Pt., FL 33064.
2. Lazar A. Kauderer (DOB 5/26/74; CRD #4292055) ("Kauderer") is an individual who at all times material hereto has been COO of ITRADEnow, with a last known residence address of 3019 Brighton 5th St., Brooklyn, NY 11235-6407.
3. During the period of May 2003, Kauderer, on behalf of ITRADEnow, contacted at least one person in Wisconsin for the purpose of offering the private placement preferred stock of ITRADEnow, paying a guaranteed 10.5% annual return.
4. The person in Wisconsin referred to above had no pre-existing relationship with any of the Respondents.
5. The stock of ITRADEnow is a security as defined by sec. 551.02(13), Wis. Stats., and has never been registered for offer and sale in Wisconsin pursuant to Ch. 551, Wis. Stats.
6. The offering materials received by the person in Wisconsin state: "The Shares are being offered pursuant to exemptions provided by section 4(2) of the Act, Regulation D thereunder . . ." [Presumably referring to Regulation D promulgated pursuant to Section 4(2) of the Securities Act of 1933, as amended by adoption of the National Securities Markets Improvement Act of 1996 ("section 4(2)"]].
7. Upon information and belief, the person in Wisconsin was cold-called by a person with whom they had no pre-existing relationship, in violation of section 4(2)'s ban on general solicitation.
8. On January 23, 2003, Kauderer entered a plea of guilty to one count of conspiracy to defraud the United States - mail fraud and wire fraud in the U.S. District Court, Southern District of Florida (Ft. Lauderdale), Case #: 02-CR-60049, USA v. Graziano, et al.
9. In connection with the attempted offer of the securities described in Paragraph 3, the Respondents omitted to disclose Kauderer's federal criminal charges, guilty plea, and pending sentencing, either orally or in the offering documents.
10. In light of the above, the staff of the Division of Securities has reason to believe that any further offers or sales of securities in Wisconsin by the Respondents would be fraudulent to offerees or purchasers.

Therefore, the staff of the Bureau of Registration & Enforcement petitions the Administrator of the Division of Securities for the issuance of the attached Order pursuant to Ch. 551, Wis. Stats.

Susan A. Kittel Moore 8/20/03
Susan A. Kittel Moore Date
Legal Assistant
Enforcement Unit

David A. Cohen 9/2/03
David A. Cohen Date
Supervising Attorney
Enforcement Unit