

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

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In the Matter of  
MILLIONAIRE WEB CLUB, INC.,  
MARVIN Q. WILSON, and  
PETER BALLATO,

PETITION FOR ORDER

Respondents.

File No. S-05068(EX)

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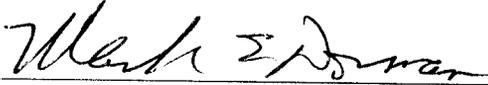
The staff of the State of Wisconsin, Department of Financial Institutions, Division of Securities, has conducted an investigation in this matter pursuant to sec. 551.56, Wis. Stats. and as a result thereof alleges as follows:

1. Upon information and belief, Millionaire Web Club, Inc. is a foreign business entity with a last known business address of 1414 W. Broadway Road, Suite 127, Tempe, Arizona 85282;
2. Upon information and belief, Marvin Q. Wilson ("Wilson") is an adult individual, who at all times material hereto was an owner, officer and/or a controlling person of Millionaire Web Club, Inc., with a last known business address at that of Millionaire Web Club, Inc.;
3. Upon information and belief, Peter Ballato ("Ballato") is an adult individual, who at all times material hereto was an owner, officer and/or a controlling person of Millionaire Web Club, Inc., with a last known business address at that of Millionaire Web Club, Inc.;
4. Upon information and belief, during the period of at least August 2004, a person named Paul (LNU), on behalf of Millionaire Web Club, Inc., Wilson and Ballato, offered and sold to at least one person in Wisconsin an investment involving interests in an Internet website business;
5. Upon information and belief, investors can play a passive role in the establishment and operation of the website business, with no duties and responsibilities;
6. Upon information and belief, each investor will not be involved in the day-to-day operation and/or management of the website, since they do not have the expertise or experience necessary to perform its duties;
7. Since the investors will be involved in a common enterprise with the expectation of profits to be derived from the essential managerial efforts of others, the interests in the website business offered and sold by the respondents are investment contracts as defined by section DFI-Sec. 1.02(6)(a), Wis. Adm. Code, and are therefore securities as defined by sec. 551.02(13), Wis. Stats.;
8. The investment contracts of Millionaire Web Club, Inc. have never been registered for offer and sale in Wisconsin pursuant to Ch. 551, Wis. Stats.;

9. All Respondents have violated sec. 551.21(1), Wis. Stats., by offering and selling unregistered securities to a person in Wisconsin; and

10. Staff of the State of Wisconsin, Department of Financial Institutions, Division of Securities, wrote to Millionaire Web Club, Inc. to request information and documents concerning their securities-related transactions with persons in Wisconsin, but to date have received no response.

Therefore, the staff of the State of Wisconsin, Department of Financial Institutions, Division of Securities, petitions for the issuance of the attached Order pursuant to Ch. 551, Wis. Stats.

 8-31-05  
Mark Dorman, Examiner                      Date  
Bureau of Registration & Enforcement

 8/31/05  
David A. Cohen, Supervising Attorney      Date  
Bureau of Registration & Enforcement