

4. In October 2005, WILLIAMS, as owner and CEO of NBS, met with a GEORGIA RESIDENT and offered the GEORGIA RESIDENT a \$10,000 investment opportunity with NBS. WILLIAMS described NBS as a tax preparation and consulting business. WILLIAMS represented to the GEORGIA RESIDENT that his investment would be used for improvements to NBS business property.

5. WILLIAMS stated to the GEORGIA RESIDENT that she recently purchased a building for NBS located in Phenix City, AL. The building was previously used as a twin movie theater. WILLIAMS stated investment money was needed for improvements to the building. WILLIAMS planned to use the building for religious services and to rent it out for other events. WILLIAMS also planned to operate her tax preparation and consulting business from the same building. WILLIAMS described the investment opportunity as a PROMISSORY NOTE and “the rate of interest is twenty (20%) percent over a 3 year period.”

6. WILLIAMS stated the GEORGIA RESIDENT would also receive a BOND for the investment. In October 2005, WILLIAMS presented the GEORGIA RESIDENT a “United States of America, State of Alabama, National Business Services, Inc., Business Improvement Bond, Series of 2005, No. 1.” The BOND also stated “An Alabama Based For-Profit Corporation, National Business Services, Inc., for value received hereby acknowledges itself indebted and promise to pay to bearer upon presentation and surrender hereof the sum of \$8,000 on November 1, 2005.” In December 2013, the GEORGIA RESIDENT spoke with an agent from the COMMISSION and stated that WILLIAMS told him the bond was guaranteed.

7. Based on representations made by WILLIAMS, the GEORGIA RESIDENT decided to invest but only had \$8,000. The GEORGIA RESIDENT gave WILLIAMS a cashier’s check dated October 19, 2005, in the amount of \$8,000. A PROMISSORY NOTE was signed by WILLIAMS and the GEORGIA RESIDENT on November 1, 2005. WILLIAMS gave a copy of the PROMISSORY NOTE to the GEORGIA RESIDENT. The bond was signed by WILLIAMS as CEO of NBS and was also given to the GEORGIA RESIDENT by WILLIAMS. The GEORGIA RESIDENT stated he was induced to invest when WILLIAMS told him the BOND was guaranteed.

The GEORGIA RESIDENT stated “the BOND looks like an official document and was affixed with a gold seal.”

8. WILLIAMS made interest payments to the GEORGIA RESIDENT over the next three years as agreed. WILLIAMS paid a total of \$1,600 interest due to the GEORGIA RESIDENT. The total repayment of principal and interest was due on December 3, 2008. WILLIAMS failed to repay the GEORGIA RESIDENT any of the \$8,000 principal as stated in the PROMISSORY NOTE and BOND. As of December 17, 2013, WILLIAMS has failed to repay the GEORGIA RESIDENT any of the \$8,000 principal.

9. The GEORGIA RESIDENT received a letter from WILLIAMS, dated August 3, 2012, entitled Divestiture & Acquisition. WILLIAMS wrote “that as of June 1, 2012, NBS had been sold to another corporation identified as Muse Inc.” WILLIAMS also stated that a legal representative of NBS Inc. acquiring company Muse Inc. “shall be contacting you and make the necessary financial arrangement to pay the note.” The letter was signed by WILLIAMS. The GEORGIA RESIDENT was never contacted by a representative of NBS Inc or Muse Inc as stated in WILLIAMS’ letter.

10. On November 7, 2013, WILLIAMS spoke with an agent from the COMMISSION. WILLIAMS acknowledged the issuance of a PROMISSORY NOTE and BOND to the GEORGIA RESIDENT and made the following statements:

She used a computer template to create a false BOND to go along with the PROMISSORY NOTE for the GEORGIA RESIDENT. She thought the BOND looked “official” and added credence to the PROMISSORY NOTE. The issuance of the BOND was a mistake on her part. She did not understand the significance of a BOND or that it was a security. She didn’t realize the PROMISSORY NOTE and BOND were securities and as such were required by law to be registered with the COMMISSION.

11. A review of the files of the Registration Division of the Alabama Securities Commission was conducted on August 7, 2013, disclosing no record of registration or any perfected exemption from registration for the securities offered by WILLIAMS.

12. A review of the files of the Registration Division of the Alabama Securities Commission was conducted on August 7, 2013, disclosing no record of registration for WILLIAMS as a broker dealer agent, investment advisor, or investment advisor representative in the state of Alabama.

13. A review of the files of the Registration Division of the Alabama Securities Commission was conducted on August 7, 2013, disclosing no record of registration for NBS as a broker dealer or investment advisor in the state of Alabama.

CONCLUSIONS OF LAW

14. Pursuant to Section 8-6-2(10), Code of Alabama 1975, the definition of security includes any note or bond. The investment made by the GEORGIA RESIDENT was evidenced by a PROMISSORY NOTE and BOND and is therefore, securities under the Act.

15. Pursuant to Section 8-6-2(2), Code of Alabama 1975, an agent is any individual other than a dealer who represents a dealer or issuer in effecting or attempting to effect sales of securities. WILLIAMS' actions, as described herein, establish that WILLIAMS acted as agent of NBS in the offer or sale of a security and is an agent as set forth in the Act.

16. Pursuant to Section 8-6-3(a), Code of Alabama 1975, it is unlawful for a person to transact business in this state as a dealer or agent for securities unless such person is registered under the Act. Neither WILLIAMS nor NBS is registered as an agent or broker dealer in the state of Alabama. WILLIAMS and NBS have effected securities transactions from this state with a GEORGIA RESIDENT in violation of the Act.

17. Pursuant to Section 8-6-4, Code of Alabama 1975, "It is unlawful for any person to offer or sell any security in this state unless: It is registered under this article; The security is exempt from registration under section 8-6-10; or The transaction is exempt under section 8-6-11." The securities offered by **RESPONDENTS**, to wit: A

PROMISSORY NOTE and BOND were neither registered nor exempt from registration and were offered and sold in violation of the Act.

This Order is appropriate in the public interest for the protection of investors and consistent with the purposes of the Alabama Securities Act.

This Order does not prevent the Commission from seeking such other civil or criminal remedies that may be available to it under the Alabama Securities Act.

Additionally, if the allegations set forth herein are found to be true, through either administrative adjudication, failure of the RESPONDENTS to make a timely request for hearing, or default of the respondents, it is the intention of the Commission to impose sanctions upon the RESPONDENTS. Such sanctions may include, inter alia, an administrative assessment imposed on RESPONDENTS, an additional administrative assessment for investigative costs arising from the investigation of the violation(s) described herein against RESPONDENTS, and a permanent order to bar RESPONDENTS from participation in any securities related industry in the state of Alabama.

ACCORDINGLY, IT IS HEREBY ORDERED that RESPONDENTS immediately **CEASE AND DESIST** from further offers or sales of any security into, within or from the state of Alabama.

Entered at Montgomery, AL this 19th day of December, 2013.



ALABAMA SECURITIES COMMISSION
401 Adams Ave Suite 280
Montgomery, AL 36104
(334) 242-2984

BY:


JOSEPH P. BORG
Director