

STATE OF ALABAMA  
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF:

ANGEL CONSTRUCTION, INC. )

AKA: ANGEL HOMES )

AKA: ANGEL INVESTMENTS )

BRIAN JEFFREY HELLER )

ANGELA MARIE GUSTIN )

RESPONDENTS )

ADMINISTRATIVE ORDER

NO. OV-2005-0021

ORDER TO VACATE

The Alabama Securities Commission ("Commission"), having the authority to administer and provide for the enforcement of all provisions of Title 8, Chapter 6, Code of Alabama 1975, the Alabama Securities Act ("Act"), upon due consideration of the subject matter hereof, and having confirmed information of the offers for sale and/or sale of securities, into, within or from the state of Alabama, has determined as follows:

RESPONDENTS

1. ANGEL CONSTRUCTION, INC., AKA: ANGEL HOMES, AKA: ANGEL INVESTMENTS ("ANGEL, INC.") is an Alabama company, with a business address of 33 Vonora Avenue, Montgomery, Alabama, 36107.

2. BRIAN JEFFREY HELLER ("HELLER") is the Secretary and Treasurer of ANGEL, INC. with a business address of 33 Vonora Avenue, Montgomery, Alabama, 36107.

3. ANGELA MARIE GUSTIN ("GUSTIN") is the President of ANGEL, INC. with a business address of 33 Vonora Avenue, Montgomery, Alabama, 36107.

## STATEMENT OF FACTS

4. Information gathered by the Commission indicates that in November 2004, HELLER and GUSTIN offered a Promissory Note to an Agent of the Commission. No sale was consummated as a result of the aforementioned offer.

5. A review of the files of the Alabama Securities Commission Registration Division disclosed no record of registration or exemption from registration for HELLER as a Securities Agent or Dealer in the state of Alabama.

6. A review of the files of the Alabama Securities Commission Registration Division disclosed no record of registration or exemption from registration for GUSTIN as a Securities Agent or Dealer in the state of Alabama

7. A review of the files of the Alabama Securities Commission Registration Division disclosed no record of registration or exemption from registration for the offer and/or sale of the securities issued by ANGEL, INC.

8. On May 3<sup>rd</sup>, 2005, the Commission staff issued a Cease and Desist Order No. CD-2005-0021, directing Angel, Inc., Heller and Gustin to immediately cease and desist from further offers or sales of any security into, within or from the State of Alabama.

9. An informal hearing was conducted between Gustin, Heller and the Commission staff. Gustin and Heller agreed to submit a business plan outlining the methods by which they planned to conduct their business. The plan was submitted for review.

## CONCLUSIONS OF LAW

10. HELLER, GUSTIN and ANGEL, INC. are not registered or exempt from registration as Securities Dealers or Agents in the state of Alabama. The sale of securities by an unregistered Dealer or Agent in the state of Alabama is a violation of Section 8-6-3(a), Code of Alabama 1975.

11. The Promissory Note offered by ANGEL, INC. was neither registered nor exempt from registration in the state of Alabama. The sale of unregistered securities, in the state of Alabama is a violation of Section 8-6-4, Code of Alabama 1975.

**WHEREAS, RESPONDENTS** offered a security in the State of Alabama prior to the registration of the security or the perfection of any applicable exemption, and state that the information and assertions presented to the Commission during its investigation of this matter are true and correct; that **RESPONDENTS** understand the Commission's reliance upon such information and assertions in its determination to accept this Order, and that should this information or these assertions prove to be incorrect or misrepresented, the Commission may seek such other administrative, civil, or criminal remedies that may be available to it under the provisions of the Act.

**WHEREAS, RESPONDENTS** have voluntarily waived all rights to a hearing upon entry of this Order, and have consented to the entry of this Order, and

**WHEREAS,** the Commission finds this Order necessary and appropriate in the public interest for the protection of investors, and consistent with the purposes fairly intended by the policy and provisions of the Act, and

**WHEREAS,** the Commission and **RESPONDENTS** are desirous of settling this matter as hereafter set forth and agree to the entry of this Order.

**ACCORDINGLY, IT IS HEREBY ORDERED:**

1. That **RESPONDENTS HELLER, GUSTIN and ANGEL, INC.** shall, until such time as properly registered, or an appropriate exemption from registration has been perfected, refrain from effecting transactions in any securities into, within or from the State of Alabama.

2. That **RESPONDENTS HELLER, GUSTIN and ANGEL, INC.** shall not act

as an agent or effect transactions in securities, either in their own accounts or in the accounts of others unless properly registered as an agent in this state.

3. That RESPONDENTS HELLER and GUSTIN shall ensure that proper procedures are enacted to preclude any future non-compliance with the Act.

4. That upon entry of this Order, Cease and Desist Order, Administrative Order No. CD-2005-0021, issued May 3<sup>rd</sup>, 2005, against RESONDENTS is hereby vacated.

**AGREED AND CONSENTED** to on dates indicated:

**RESPONDENT:**

Brian Jeffrey Heller  
Secretary and Treasurer  
Angel Construction, Inc.

By: Brian Heller

Date: 6/12/07

**APPROVED AND ORDERED** this 10<sup>th</sup> day of June, 2008



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BY:

Joseph P. Borg  
JOSEPH P. BORG  
Director