

STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF:)	
)	ADMINISTRATIVE ORDER
KEY REAL ESTATE SERVICES LLC.)	NO. CD-2006-0001
JEFFREY WAYNE BROWN)	
)	
<u>RESPONDENTS</u>)	

CEASE AND DESIST ORDER

The Alabama Securities Commission ("Commission"), having the power 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. KEY REAL ESTATE SERVICE LLC., ("KEY") is reported to be an Alabama real estate business with a business address of 311 N. Center Ave. Piedmont, AL 36272.

2. JEFFERY WAYNE BROWN ("BROWN") is represented to be the Owner of Key Real Estate Services LLC., with a business address of 311 N. Center Ave. Piedmont, AL. 36272, and a home address of 401 North 5th Ave. Piedmont AL. 36272.

STATEMENT OF FACTS

3. The Alabama Securities Commission is in receipt of information that indicates Jeffery Wayne Brown, while acting as an agent for Key Real Estate Services LLC, solicited and sold securities, to wit: an investment contract entitled a "Membership Terms and Conditions" agreement, representing interest in the aforementioned LLC, to a Pennsylvania resident from his place of business located in Piedmont Alabama.

4. Brown represented, under option two (2) of the membership agreement, that the investor would/could become a partial owner of the LLC, upon supplying the capital, and then would earn 15% interest, paid monthly, and be entitled to receive "Profits Sharing" from the lease/purchase or sale of the unit involved.

5. A review of the files of the Alabama Securities Commission revealed on December 3, 2006, no record of registration, nor exemption from registration of the securities in question.

6. A review of the files of the Alabama Securities Commission disclosed on December 3, 2006, no record of the registration of Key Real Estate Services LLC., or Jeffery Wayne Brown as a securities Dealer or Agent in the state of Alabama.

CONCLUSIONS OF LAW

7. The sale of securities by an unregistered Dealer or Agent in the state of Alabama as indicated in item 3 and 4 of this Order is a violation of Section 8-6-3(a), Code of Alabama 1975.

8. The sale of unregistered securities to wit: investment contracts entitled "Membership Terms and condition" agreement, is a violation of section 8-6-4, Code of Alabama 1975.

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

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

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, Alabama, this 4th day of January, 2006.

ALABAMA SECURITIES COMMISSION
770 Washington Avenue, Suite 570
Montgomery, AL 36130-4700
(334) 242-2984

BY:


JOSEPH P. BORG
Director

