

STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF:)	
)	
DAVID BENNETT)	ADMINISTRATIVE ORDER
)	NO. CD-2006-00 ²⁴
)	
<u>RESPONDENT</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:

RESPONDENT

1. DAVID BENNETT ("BENNETT") is the President and CEO of WOMANS WALLSTREET, INC., and the former President and Chairman of the Board of Directors for BIOTELLIGENT, INC. Both WALLSTREET and BIOTELLIGENT have a business address of 85 Enterprise, Suite 400, Aliso Viejo, California, 92656. Both WALLSTREET and BIOTELLIGENT employ the same administrative staff. BENNETT is also the majority stockholder of BIOTELLIGENT.

STATEMENT OF FACTS

2. A review of the U.S. Securities and Exchange Commission EDGAR website disclosed Reg. D 506 filings, signed by BENNETT, and submitted by WALLSTREET and BIOTELLIGENT, to the U.S. Securities and Exchange Commission. The WALLSTREET filing was recorded by the Commission on February 6, 2003, and BIOTELLIGENT filing was recorded by the Commission on October 17, 2005. This type of filing provides specific exemptions to registration for companies under the Securities Act of 1933.

3. Information made available to the Commission indicates that in November 2003, BENNETT employed unregistered securities agents who offered investments of common stock in both WOMANS WALLSTREET, INC. and BIOTELLIGENT, INC. to investors residing in the state of Alabama. The offer was made by means of a general solicitation. This is in violation of the United States Securities and Exchange Regulation 230.502(c), regarding Limitation on Manner of Offering, and voids any exemption claimed by WALLSTREET and/or BIOTELLIGENT.

4. A review of the files of the Alabama Securities Commission Registration Division disclosed no record of registration, nor exemption from registration, for the agents employed by BENNETT, as Securities Agents or Dealer in the state of Alabama.

5. Due to the facts listed above, the Alabama Securities Commission issued separate Cease and Desist Orders (Order #'s CD-2005-0038 and CD-2005-0039) to BIOTELLIGENT, INC. and WOMANS WALLSTREET, INC. on September 12, 2005. In an effort to reach a consent agreement, BENNETT acting as President and CEO of WALLSTREET offered to conduct a rescission offer to all Alabama investors. The rescission offer was made by the company, and accepted by all Alabama investors.

6. As of the date of this order, WALLSTREET has not tendered the investment funds to the Alabama investors, and further claims WALLSTREET does not have sufficient capital to complete the offered rescission.

CONCLUSIONS OF LAW

7. The securities agents under the employ of BENNETT, were not registered, nor exempt from registration as Dealers or Agents in the state of Alabama. The sale of securities by unregistered Dealers or Agents in the state of Alabama, is a violation of Section 8-6-3(a), Code of Alabama 1975.

8. Due to the general solicitation made by securities agents of WALLSTREET and BIOTELLIGENT, the registration exemptions for the offerings of the particular securities are void; therefore, the private placement memoranda issued by WALLSTREET and BIOTELLIGENT are not 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.

9. Respondent BENNETT knowingly made a rescission offer on behalf of WALLSTREET without sufficient capital to complete the offer. The fraudulent rescission offer made by BENNETT and issued by WALLSTREET, in the state of Alabama, is a violation of Section 8-6-17(a)(3), 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 26th day of May, 2006.

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


JOSEPH P. BORG
Director

