

**STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION**

IN THE MATTER OF:)	
)	
CBS HOMES OF ALABAMA, LLC)	ADMINISTRATIVE ORDER
JAMES ANTONIC)	NO. CD – 2009- 0038
)	
<u>RESPONDENTS</u>)	

CEASE AND DESIST ORDER

The Alabama Securities Commission ("Commission"), having 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. CBS HOMES ALABAMA, LLC ("CBS") is a Delaware Limited Liability Company that engages in the manufacture, assembly, marketing and sale of sustainable composite structures for homes and buildings and has a business address of 15880 Summerlin Road, #300-143, Fort Myers, FL 33908.

2. JAMES ANTONIC ("ANTONIC") is listed on company documents as the President and C.E.O. of CBS Homes Alabama, with a business address of 15880 Summerlin Road, #300-143, Fort Myers, FL 33908.

STATEMENT OF FACTS

3. The Commission is in receipt of information that in January, 2007, ANTONIC acting as an Agent for CBS, engaged in the offer of securities to an Alabama resident, to wit: shares of stock in CBS.

4. In January, 2007, an Alabama resident was offered \$1,500,000.00 by ANTONIC in reference to a real estate deal involving a 112 acre tract of land in Lowndes County, AL. As partial payment for this real estate deal, ANTONIC offered the Alabama resident 500,000 shares of CBS stock instead of cash.

5. ANTONIC provided the Alabama resident with a copy of a Private Placement Memorandum ("PPM") for CBS, which indicates the offering is a Regulation D, Rule 506 offering.

6. On November 10, 2009 a review of the filings of the United States Securities & Exchange Commission involving 506 filings, and the registration files of the Alabama Securities Commission Registration Division show no record of a filing for CBS with either of the aforementioned agencies.

7. On November 10, 2009 a review of the Alabama Securities Commission registration files disclosed no record of registration for ANTONIC as a Dealer, Agent, Investment Advisor, or Investment Advisor Representative in the state of Alabama.

CONCLUSIONS OF LAW

8. Pursuant to Section 8-6-2(10), Code of Alabama 1975, the definition of security includes any stock. The offer made by ANTONIC to the Alabama resident was for shares of stock in CBS, which is a security as defined under the Act.

9. Pursuant to Section 8-6-2(2) Code of Alabama 1975, the definition of agent includes any individual who represents a dealer or issuer in effecting or attempting to effect sales of securities. ANTONIC offered securities, to wit: shares of stock in CBS and is therefore an agent under the Act.

10. Pursuant to Section 8-6-3, Code of Alabama 1975, it is unlawful for any person to transact business in this state as a Dealer, Agent, Investment Advisor or

Investment Advisor Representative unless he is registered under the Act. ANTONIC is not registered as a Dealer, Agent, Investment Advisor or Investment Advisor Representative in the state of Alabama and has attempted to effect a securities transaction within the state of Alabama in violation of the Act.

11. Pursuant to Section 8-6-4, Code of Alabama 1975, it is unlawful to offer or sell any security in this state unless it is registered under the Act, the security is exempt from registration pursuant to Section 8-6-10, Code of Alabama 1975, or the transaction is exempt under Section 8-6-11, Code of Alabama 1975. The securities offered by RESPONDENTS, to wit: stock in CBS were neither registered nor subject to any perfected exemption from registration in violation of the Act.

This Order is appropriate in the public interest for the protection of investors and is 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 are 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, CBS ALABAMA, LLC and JAMES ANTONIC, 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 13th day of November, 2009.



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

BY:

A handwritten signature in black ink, appearing to read "Joseph P. Borg", is written over a horizontal line. The signature is stylized with a large, sweeping loop at the end.

JOSEPH P. BORG
Director