

STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF:

CURATUS, INC	)	ADMINISTRATIVE ORDER
TIMOTHY WASYLUKA	)	
PROTON THERAPY INTERNATIONAL	)	NO. CD – 2012- 0003
CARY ALAN BURDETTE	)	
	)	
<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. CURATUS, Inc. ("CURATUS") is a Florida Corporation with a business address of 2245 First Street, Northwest, Suite E, Birmingham, AL 35215. In 2008 CURATUS was formed to license technologies in concert with research laboratories located in Russia. The initial product thrust for CURATUS was the proton therapy equipment market. CURATUS at all times relevant was not registered with the Alabama Securities Commission in any capacity.

2. PROTON THERAPY INTERNATIONAL ("PTI") is a Delaware Limited Liability Company, with a business address of 2245 First Street Northwest, Suite E, Birmingham, AL 35215. In 2005 PTI was formed as an entrepreneurial company in cancer care offering several treatment options. PTI at all times relevant was not registered with the Alabama Securities Commission in any capacity.

3. TIMOTHY P WASYLUKA ("WASYLUKA") is listed as the Chairman of the Board, Chief Executive Officer and President of CURATUS with a home address of 3563 Atdoann Drive, Hoover, AL 35226. WASYLUKA at all times relevant was not registered with the Alabama Securities Commission in any capacity.

4. CARY ALAN BURDETTE ("BURDETTE") is listed as the Founder, Manager and General Counsel for PTI in a 2005 business plan with a home address of 8434 Gadsden Hwy, Trussville, AL 35173. On July 26, 2011, BURDETTE plead guilty to three counts of securities fraud and was sentenced to 20 years with the Alabama Department of Corrections. BURDETTE is currently being held at the Mobile Work Release with a mailing address of P.O. Box 13040, Eight Mile, AL 36663. BURDETTE at all time relevant was not registered with the Alabama Securities Commission in any capacity.

STATEMENT OF FACTS

5. Beginning in 2006 and continuing to the current date, WASYLUKA and BURDETTE, acting as agents of CURATUS and PTI, solicited Alabama residents to invest in CURATUS and PTI. Investors were issued promissory notes and investment contracts, to-wit: mutual agreements, debt repayment agreements, debt assumption and conversion agreements along with CURATUS common stock and warrants.

6. These investors were solicited and investments funds were secured without the benefit of any accredited investor suitability or due diligence being performed by CURATUS or PTI staff.

7. Between March, 2007, and October, 2007, an Alabama investor paid \$75,956.00 for stock in PTI from BURDETTE and WASYLUKA. In May, 2008, during a meeting, the Alabama investor was notified that the investment venture was splitting and they would receive shares of stock in CURATUS instead of PTI. It was represented that by doing this, the investor would see a quicker return on the investment.

8. In June, 2007, an Alabama investor issued a personal check in the amount of \$30,000.00 to PTI. For this investment the Alabama investor received a promissory note from WASYLUKA which states that the investor will receive a 50% return for the use of the funds for a period of 60 to 90 days.

9. In June, 2008, the investor referenced in item 8, received a debt repayment agreement and debt conversion note from WASYLUKA which states that the investor's funds will be, "converted into common stock of CURATUS" and the investor will receive 180,000 shares of CURATUS stock.

10. In September, 2008, an Alabama investor paid \$25,000.00 for common stock in CURATUS from WASYLUKA after receiving a private placement memorandum in May, 2008. For this purchase the Alabama investor was to receive 100,000 shares of CURATUS common stock at \$.25 per share. A subscription agreement was issued to the investor by WASYLUKA for this investment.

11. Also, in September, 2008, another Alabama investor paid \$50,000.00 for common stock in CURATUS from WASYLUKA after receiving a private placement memorandum. For this purchase the Alabama investor was to receive 200,000 shares of CURATUS common stock at \$.25 per share. A subscription agreement was issued to the investor by WASYLUKA for this investment.

12. Information made available to the Commission, via the EDGAR database maintained by the U.S. Securities and Exchange Commission, indicates that on July 13, 2007, CURATUS filed a Notice of Exempt Offering of Securities, Form D, Rule 504, without perfecting an appropriate corresponding exemption filing with the state of Alabama.

13. A review of the registration records of the Alabama Securities Commission indicated that on November 19, 2008, CURATUS filed a Notice of Exempt Offering of

Securities, Form D, Rule 506, with the Alabama Securities Commission. Further investigation revealed that no federal filing was ever perfected.

14. On April 19, 2010, a review of the Alabama Securities Commission registration files disclosed no record of registration, or any perfected exemption from registration for the offering PTI, in the state of Alabama.

15. On April 19, 2010, a review of the Alabama Securities Commission registration files disclosed no record of registration for RESPONDENTS as a Dealer, Agent, Investment Advisor, or Investment Advisor Representative in the state of Alabama.

CONCLUSIONS OF LAW

16. Pursuant to Section 8-6-2(10) Code of Alabama 1975, defines any note and “evidence of indebtedness” as securities. The promissory notes and the evidence of indebtedness to-wit: mutual agreements, debt repayment agreements, debt assumption and conversion agreements offered and issued to the Alabama residents by Respondents constitute securities as defined in the Act.

17. Pursuant to Section 8-6-2(10) Code of Alabama 1975, defines stock and warrants as securities. The CURATUS common stock and warrants offered and sold to the Alabama residents by Respondents constitute securities as defined in the Act.

18. 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. By soliciting and effecting sales of promissory notes, evidence of indebtedness, investment contracts, and the issuing of stock involving CURATUS and PTI to Alabama residents; WASYLUKA and BURDETTE are securities “Agents” as defined in the Act.

19. Pursuant to Section 8-6-3(a), Code of Alabama 1975, it is unlawful for any

person to transact business in the state as a dealer or agent for securities unless they are registered under this article. By soliciting and effecting sales of promissory notes, evidence of indebtedness, investment contracts, and the issuing of stock involving CURATUS and PTI to Alabama residents, WASYLUKA and BURDETTE acted as agents of CURATUS and PTI while not being registered with the Commission in violation of the Act.

20. Section 8-6-4, Code of Alabama 1975, states, it is unlawful for any person to offer or sell any security in this state unless said security: (1) is registered under the Act;(2) the security is exempt from registration under Section 8-6-10 or ;(3) the transaction is exempt under Section 8-6-11. The securities offered and sold by the RESPONDENTS to wit: promissory notes, mutual agreements, debt repayment agreements, debt assumption and conversion agreements and CURATUS common stock and warrants are neither registered nor subject to a perfected exemption from registration in Alabama 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 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, Alabama, this 30th day of January, 2012.



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

BY:

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

JOSEPH P. BORG
Director