STATE OF NEW HAMPSHIRE
DEPARTMENT OF STATE
BUREAU OF SECURITIES REGULATION

IN THE MATTER OF:	)	
	)	
The Used Apple Store; and	)	ORDER TO CEASE AND DESIST
Bill Williams	)	
	)	C-2015-000013
Respondents	)	

NOTICE OF ORDER

This Order commences an adjudicative proceeding under the provisions of RSA 421-B:26-a.

LEGAL AUTHORITY AND JURISDICTION

Pursuant to RSA 421-B:23, the Secretary of State has the authority to issue and cause to be served an order requiring any person appearing to him to be engaged or about to be engaged in any act or practice constituting a violation of RSA 421-B or any rule or order thereunder, to cease and desist from violations of RSA 421-B.

Pursuant to RSA 421-B:24, I, any person who willfully violates a cease and desist order issued pursuant to RSA 421-B:23 shall be guilty of a class B felony.

Pursuant to RSA 421-B:26, the Secretary of State has the authority to impose administrative penalties of up to $2,500.00 for each violation of New Hampshire securities law and rules.

Pursuant to RSA 421-B:6,I, it is unlawful for any person to transact business in the State as a broker-dealer, issuer-dealer, investment adviser, or agent unless such person is licensed under this chapter.

Pursuant to RSA 421-B:11, it is unlawful for any person to offer or sell any security in this state unless it is registered under this chapter, the security or transaction is exempted under RSA 421-B:17, or it is a federal covered security for which a fee has been paid and documents have been filed as required by RSA 421-B:11,I-a.

NOTICE OF RIGHT TO REQUEST A HEARING

The above named respondents have the right to request a hearing on this order to cease and desist, as well as the right to be represented by counsel. Any such request for a hearing shall be in writing, shall be signed by the respondents, or by the duly authorized agent of the above named respondents, and shall be delivered either by hand or certified mail, return receipt requested, to the Bureau of Securities Regulation, Department of State, 25 Capitol Street, Concord, New Hampshire 03301.

Under the provisions of RSA 421-B:23, I, if respondents fail to request a hearing on this order within 30 calendar days of receipt of this order, respondents shall be deemed in default, and this order to cease and desist shall, on the thirty-first day, become permanent.

Upon request for a hearing being received by the Bureau of Securities Regulation, in the manner and form indicated above, a hearing shall be held not later than ten days after such request is received by the Bureau, after which hearing, the Secretary of State, or such other person authorized by statute, shall issue a further order vacating or modifying this order, or making it permanent, as the circumstances require.

STATEMENT OF ALLEGATIONS

The allegations contained in the Staff Petition for Relief dated April 23, 2015 (a copy of which is attached hereto) are incorporated by reference hereto.

ORDER

WHEREAS, finding it necessary and appropriate and in the public interest, and for the protection of investors and consistent with the intent and purposes of the New Hampshire securities laws, and

WHEREAS, finding that the allegations contained in the Staff Petition, if proved true and correct, form the legal basis of the relief requested, therefore:

It is hereby **ORDERED**, that:

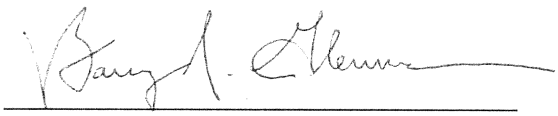
1. Respondents are hereby ordered to immediately cease and desist from the above indicated acts and from in any other way violating RSA 421-B; and discontinue general solicitation, in any form, relating to the offer or sale of securities.
2. Respondents shall jointly and severally make an offer of rescission and/or pay restitution to any investor to whom securities were unlawfully sold.
3. Respondents shall jointly and severally disgorge themselves of all ill-gotten gains stemming from the unlawful sale of securities.
4. Respondents shall, in accordance with RSA 421-B:26,I, pay an administrative fine to be determined by the presiding officer in this matter.

5. The Respondents shall jointly and severally pay the Bureau of Securities its costs of investigation and enforcement in an amount to be determined by the presiding officer.

6. Failure to request a hearing within 30 days of the date of receipt of this Order shall result in a default judgment being rendered and administrative penalties being imposed upon the defaulting Respondents.

SIGNED,
WILLIAM M. GARDNER
SECRETARY OF STATE
BY HIS DESIGNEE:

Dated: April 23, 2015



BARRY J. GLENNON, DIRECTOR,
BUREAU OF SECURITIES REGULATION

STATE OF NEW HAMPSHIRE
DEPARTMENT OF STATE
BUREAU OF SECURITIES REGULATION
25 CAPITOL STREET
CONCORD, NH 03301

STAFF PETITION FOR RELIEF
IN THE MATTER OF:

The Used Apple Store; and
Bill Williams

I-2015000013

I. The State of New Hampshire, Department of State, Bureau of Securities Regulation (hereinafter referred to as "the Bureau"), hereby petitions the Director, and makes the following statement of facts:

STATEMENT OF FACTS

1. The Used Apple Store is a business located at 6 West Broadway, Derry, New Hampshire 03038. The Used Apple Store is owned by Bill Williams. According to the records of the New Hampshire Department of State, Corporation Division, the Used Apple Store has no filings on record with the Division although the Used Apple Store transacts business in the State. The Used Apple Store also operates a web site, http://www.usedapplestore.com, in addition to having a social media presence, including a Facebook page.

2. On April 20, 2015, the Bureau received a tip that the Used Apple Store's Facebook page contained a post offering securities to the general public including New Hampshire investors. The post read as follows:

> We're going to try something interesting.... Come in and give us any amount of cash and we will give you 2X (twice as much) back in 90 days. We reserve the right to cap this offer at $1,000 per person or decline any person for any reason this offer. You get a receipt stating the transaction. There are no conditions and get cash back after 90 days. This week only until April 25th, 2015. We are doing this just to see what people's reaction is. We double our own internal investments in about 10 days. That's how long it takes for us to purchase, fix/upgrade and resell an item. Our average product purchases versus resale is double. So we are happy to extend this offer to our customers or anybody to see what the reaction is.

This post was and still is generally accessible to Facebook users and the Used Apple Store's Facebook page has over 9000 followers.

3. On April 21, 2015 the Bureau contacted the Used Apple Store via telephone and spoke directly with its owner, Bill Williams. During this conversation, the Bureau expressed its serious concerns about the Facebook post at issue and strongly recommended that Mr. Williams remove the post and work with the Bureau to resolve any violations of New Hampshire securities laws. Mr. Williams did not remove or edit the post based on this conversation.

4. On April 22, 2015, the Bureau contacted the Used Apple Store via telephone and, again, spoke with its owner, Bill Williams. During this conversation, the Bureau again expressed its serious concerns about the Facebook post at issue and strongly recommended that Mr. Williams remove the post and work with the Bureau to resolve any violations of New Hampshire securities law. The Bureau also informed Mr. Williams that if the post was not removed by the end of the day, the Bureau would file an action against the Used Apple Store and Mr. Williams seeking removal of the post as well as additional relief.

5. According to Bureau records, neither the Used Apple Store nor its owner Bill Williams is properly licensed to conduct securities-related business in the State in any capacity. Specifically, neither the Used Apple Store nor its owner Bill Williams is licensed as an issuer-dealer or issuer-dealer agent in the State. Further, neither the Used Apple Store nor its owner Bill Williams is exempt from licensure especially considering the securities being offered via the Used Apple Store's Facebook page are being offered via general solicitation or advertisement.

6. Additionally, according to Bureau records, the securities being offered via the Used Apple Store's Facebook page are not registered in the State of New Hampshire and neither the Used Apple Store nor Bill Williams has established any exemption from applicable registration requirements.

7. Further, nowhere in the general solicitation posted on the Used Apple Store's Facebook page is lack of proper licensure or lack of securities registration disclosed to the investing public.

STATEMENTS OF LAW

II. The Bureau hereby petitions the Director and makes the following statements of law under the New Hampshire Revised Statutes Annotated, N.H. RSA 421-B, and regulations thereunder:

1. The Used Apple Store is an "issuer-dealer" and a "person" within the meaning of N.H. RSA 421-B:2, XIII-a and XVI.

2. Bill Williams is an "agent" of the Used Apple Store and a "person" within the meaning of N.H. RSA 421-B:2, II and XVI.

3. The offering being made via the Used Apple Store's Facebook page involves an "investment contract" and thus a "security" within the meaning of N.H. RSA 421-B:2, IX-c and XX as the offering being made involves either: (1) an investment in a common enterprise with the expectation of profits to be primarily from the efforts of the promoter or some third-party; or (2) the investment of money or money-worth including money, goods furnished, or services performed, in the risk capital of a venture with the expectation of some benefit to the investor where the investor has no direct control over the investment or policy decisions of the venture.

4. Pursuant to N.H. RSA 421-B:3, it is unlawful for any person, in connection with the offer, sale, or purchase of any security, directly or indirectly: (a) to employ any device, scheme, or artifice to defraud; (b) to make any untrue statement of a material fact or to omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading; or (c) to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person. The Used Apple Store and Bill Williams are subject to and have violated this provision by offering securities in the State of New Hampshire without disclosing that the securities being offered are not properly registered and that the Used Apple Store and Bill Williams are not properly licensed to conduct securities business in the State.

5. Pursuant to N.H. RSA 421-B:6, I, it is unlawful for any person to transact business in the State as a broker-dealer, issuer-dealer, investment adviser, or agent unless such person is licensed under this chapter. The Used Apple Store and Bill Williams are subject to and have violated this provision by offering of securities in the State of New Hampshire without obtaining proper licensure or establishing an exemption to licensing requirements.

6. Pursuant to N.H. RSA 421-B:11, it is unlawful for any person to offer or sell any security in this state unless it is registered under this chapter, the security or transaction is exempted under RSA 421-B:17, or it is a federal covered security for which the fee has been paid and documents have been filed as required by paragraph I-a of N.H. RSA 421-B:11. The Used Apple Store and Bill Williams are subject to and have violated this provision by offering securities that are not properly registered or exempt from registration requirements.

7. Pursuant to N.H. RSA 421-B:22, in any investigation to determine whether any person has violated or is about to violate this title or any rule or order under this title, upon the Secretary of State's prevailing at hearing, or the person charged with the violation being found in default, or pursuant to a consent order issued by the Secretary of State, the Secretary of State shall be entitled to recover the costs of the investigation, and any related proceedings, including reasonable attorney's fees, in addition to any other penalty provided for under N.H. RSA 421-B. The Used Apple Store and Bill Williams are subject to this provision and should be ordered to pay the Bureau's costs of investigation and enforcement of this matter.

8. Pursuant to N.H. RSA 421-B:23, I, whenever it appears to the Secretary of State that any person has engaged or is about to engage in any act or practice constituting a violation of this chapter or any rule or order under N.H. RSA 421-B, the Secretary of State shall have the power to issue and cause to be served upon such person an order requiring the person to cease and desist from violations of N.H. RSA 421-B. The Used Apple Store and Bill Williams are subject to this provision and should be ordered to cease and desist from further violations of N.H. RSA 421-B and should be ordered to immediately take down or remove any general solicitation, in any form, relating to the offer or sale of securities.

9. Pursuant to N.H. RSA 421-B:26, III, any person who violates a provision of the chapter may be subject to an administrative fine not to exceed $2,500, with each act constituting a separate violation. The Used Apple Store and Bill Williams are subject to this provision and should be ordered to pay an administrative fine for each violation of N.H. RSA 421-B outlined herein.

10. Pursuant to N.H. RSA 421-B:26, V, after notice and hearing, the Secretary of State may enter an order of rescission, restitution, or disgorgement directed to a person who has violated N.H. RSA 421-B, or a rule or order thereunder. Rescission, restitution or disgorgement shall be in addition to any other penalty provided for under N.H. RSA 421-B. The Used Apple Store and Bill Williams are subject to this provision and should be ordered to offer rescission or restitution for any unlawful securities sale to an investor and should be ordered to disgorge any ill-gotten gains stemming from any unlawful sale of securities in the State.

RELIEF REQUESTED

III. The Bureau makes the following requests for relief in the above-referenced matter as permitted under N.H. RSA 421-B:

1. Find as fact the statements contained in Section I, the Statement of Facts.

2. Make conclusions of law relative to the statements contained in Section II, the Statements of Law.

3. Pursuant to N.H. RSA 421-B:23, order that the Used Apple Store and Bill Williams immediately cease and desist from further violations of N.H. RSA 421-B including the immediate taking down and/or removal of any general solicitation, in any form, relating to the offer or sale of securities.

4. Pursuant to N.H. RSA 421-B:26, V and VI, order the Used Apple Store and Bill Williams to jointly and severally make an offer of rescission or pay restitution to any investor to whom securities were unlawfully sold.

5. Pursuant to N.H. RSA 421-B:26, V, order the Used Apple Store and Bill Williams to jointly and severally disgorge all ill-gotten gains stemming from the unlawful sale of securities.

6. Pursuant to N.H. RSA 421-B:26, I, order the Used Apple Store and Bill Williams to jointly and severally pay an administrative fine in an amount to be determined by a presiding officer.

7. Pursuant to N.H. RSA 421-B:22, IV, order the Used Apple Store and Bill Williams to jointly and severally pay the Bureau's costs of investigation and enforcement in an amount to be determined by a presiding officer.

RIGHT TO AMEND

The Bureau staff reserves the right to amend this Petition for Relief and to request that the Director of the Bureau take additional administrative action. Nothing herein shall preclude the Staff from bringing additional enforcement action under this N.H. RSA 421-B or the regulations thereunder.

Respectfully submitted by:

Adrian S. LaRochelle, Staff Attorney — Date: 4/23/15

Eric A. Forcier, Staff Attorney — Date: 4/23/15