

Order of Prohibition

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WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Findings of Fact contained in the said Temporary Order as the Secretary of State's Findings of Fact as follows:

1. The Loan Shoppe, Inc. ("TLS") is both a Florida corporation with a last known address of 777 S. State Rd, Margate, Florida 33058 and an Alabama Corporation with a last known address of 3183-E Pelham Parkway, Pelham, Alabama 35124. The Loan Shoppe, LLP is registered in Alabama with a last known address of 3183-A Pelham Parkway, Pelham, Alabama 35124.
2. TLS is a payday loan company.
3. Charles Eugene Carver ("Carver") is an individual whose last known address is 7176 Sportsman Drive Pompano Beach, Florida 33068. During all relevant times Carver was President and CEO of TLS. His CRD# is 11020779.
4. During 2004, Respondents offered and/or sold limited partnership units of "The Loan Shoppe, Inc. LLP" to at least one Illinois Investor.
5. The activities described in paragraph 4 constitute the offer and sale of a security and as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act").
6. Section 5 of the Act provides, inter alia, that all securities except those exempt under Section 3 or those offered or sold in transactions exempt under Section 4 shall be registered either by coordination or by qualification prior to their offer or sale in the State of Illinois.
7. Respondents failed to file with the Secretary of State an application for registration of the securities described above as required by the Act, and as a result, the security was not registered pursuant to Section 5 of the Act prior to its offer and sale in the State of Illinois.
8. Section 12.A of the Act provides, inter alia, that it shall be a violation for any person to offer or sell any security except in accordance with the provisions of the Act.
9. Section 12.D of the Act provides, inter alia, that it shall be a violation for any person to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of the Act or any rule or regulation made by the Secretary of State pursuant to the Act.

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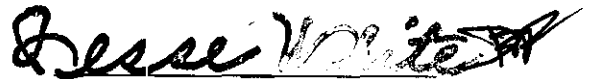
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WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Conclusions of Law contained in the said Temporary Order as the Secretary of State's final Conclusions of Law as follows:

1. That by virtue of the foregoing, the Respondents have violated Sections 12.A and 12.D of the Act; and
2. That by virtue of the foregoing, the Respondents are subject, pursuant to Section 11.F of the Act, to an Order which permanently prohibits them from offering or selling securities in the State of Illinois.

NOW THEREFORE IT IS HEREBY ORDERED: That pursuant to Section 11.F of the Act, **The Loan Shoppe, Inc., The Loan Shoppe, LLP, and Charles Eugene Carver** are permanently PROHIBITED from offering or selling securities in or from the State of Illinois.

Dated: This 19th day of June 2008



JESSE WHITE
Secretary of State
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 12.D of the ACT. Any person or entity that fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of this Order, shall be guilty of a Class 4 felony for each offence.

This is a final order subject to administrative review pursuant to the Administrative Review Law [735 ILCS 5/3-101 et seq.] and the Rules and Regulations of the Act (14 Ill. Admin. Code, Ch. 1 Sec. 130.1123). Any action for judicial review must be commenced within thirty-five (35) days from the date a copy of this Order is served upon the party seeking review.

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