

**STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT**

IN THE MATTER OF:)	
LAVANCE CARSON and)	
UNICORN COMMUNICATIONS, INC.)	
their partners, members, officers and directors, agents,)	No. 0900126
employees, affiliates, successors and assigns.)	
)	

ORDER OF PROHIBITION

**TO RESPONDENTS: LaVance Carson and
Unicorn Communications, Inc.
1802 South Fernandez Avenue
Arlington Heights, Illinois 60005
And
P.O. Box 277
Cotton Valley, Louisiana 71018
And
P.O. Box 3996
Barrington, Illinois 60011**

WHEREAS, a Temporary Order of Prohibition was issued by the Secretary of State on August 3, 2009 which prohibited LaVance Carson and Unicorn Communications, Inc. and their partners, officers and directors, agents, employees, affiliates, successors and assigns ("Respondents") from offering or selling securities in or from the State of Illinois until further order of the Secretary of State or his duly authorized representative;

WHEREAS, pursuant to section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act"), the failure to request a hearing within thirty (30) calendar days of the entry of the Temporary Order shall constitute an admission of any acts alleged therein and constitute a sufficient basis to make the Temporary Order final;

WHEREAS, the Respondents have failed to request a hearing on the matters contained in the Temporary Order within thirty (30) calendar days of the entry of said Temporary Order and the Respondents are hereby deemed to have admitted the facts alleged in the Temporary Order;

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

Order of Prohibition

2

1. Respondent LaVance Carson (hereinafter "Carson" or collectively with Unicorn, "Respondents") has last known addresses of 1802 South Fernandez Avenue, Arlington Heights, Illinois 60005 and P.O. Box 277, Cotton Valley, Louisiana 71018, and P.O.Box 3996, Barrington, Illinois 60011.
2. Respondent Unicorn Communications, Inc (hereinafter "Unicorn" or collectively with Carson "Respondents") is a business entity with last known addresses of 1802 South Fernandez Avenue, Arlington Heights, Illinois 60005 and P.O. Box 277, Cotton Valley, Louisiana 71018, and P.O. Box 3996, Barrington, Illinois 60011.
3. Respondent Carson is/was the president and controlling shareholder of Respondent Unicorn.
4. In January 2007 Respondent Carson solicited two Illinois residents, husband and wife, ("Investors") to loan Respondents a total of \$10,000.
5. Respondent Carson told the Investors that the loan proceeds would be used to engineer and construct a new radio tower north and east of Douglas, Arizona.
6. Respondent Carson assured the Investors that the loan was "risk free" and that repayment "is guaranteed by the company and me personally".
7. Respondents promised to "repay the funds to you within 60 days or less and I shall also provide you a reward/risk bonus of 25%..."
8. On January 30, 2007 the Investors wired the Respondents \$10,000 (Investment #1).
9. Respondents failed to repay the \$10,000 as promised, and instead solicited an additional \$10, 000 loan from Investors.
10. On May 10, 2007 Respondents sent a letter to Investors which stated in pertinent part, "As an added reward for being late, I shall pay you before June 1, 2007, your original loan of US \$10,000 plus US \$2500 reward/risk previously promised plus an additional US \$2500 for being one month late, which is a total of US \$15,000."
11. Respondents' letter continued, "In addition, I have asked you for an additional US \$10,000 loan, which I shall pay you US \$2500 reward, which is a total of US \$12,500. When I repay both these (sic) loans I shall be sending you a cashier's check for US \$27,500..."

Order of Prohibition

3

12. Investors wired the Respondents the additional \$10,000 on May 11, 2007.
13. Respondents failed to repay the Investors the \$27,500 total (two \$10,000 repayments, two \$2500 payments for "risk/reward", and one \$2500 late fee) as promised in Respondents' May 10, 2007 letter and, in fact, have paid no portion of the amount owed to the Investors.
14. The activities described above in paragraphs 4-12 constitute the offer and sale of promissory notes or investment contracts and are therefore securities 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").

FAILURE TO REGISTER SECURITIES

15. Section 5 of the Act provides, *inter alia* that all securities except those exempt under Section 3 or those offered and sold under Section 4 shall be registered either by coordination or by qualification prior to their offer or sale in the State of Illinois.
16. Respondents failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and that as a result the securities were not registered pursuant to Section 5 of the Act prior to their offer and sale in the State of Illinois.
17. Section 12.A of the Act provides *inter alia* that it shall be a violation for any person to offer and sell any security except in accordance with the provisions of the Act.
18. 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.
18. By virtue of the foregoing Respondents have violated Sections 12.A and 12.D of the Act.

FRAUD IN THE SALE OF SECURITIES

19. Respondents failed and refused to notify the Investors of the risk that they may not be repaid as promised in the loan investment of January 2007 but instead told the Investors that there was "no risk" involved in the loan which was "guaranteed".
20. Section 12.F of the Act provides, *inter alia*, that it shall be a violation of the Act for any person, "to engage in any transaction, practice or course of business in connection with the sale or purchase of securities which works or tends to work a fraud or deceit upon the purchaser or seller thereof".

Order of Prohibition

4

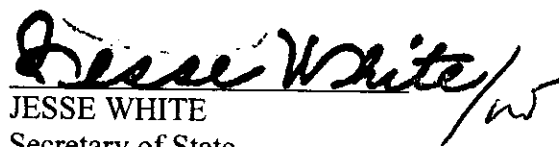
21. Section 12.G of the Act provides, *inter alia*, that it shall be a violation of the Act for any person, "to obtain money or property through the sale of securities by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading".
22. By virtue of the foregoing, Respondents violated Sections 12.F and 12.G of the Act.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondents **LaVance Carson and Unicorn Communications, Inc.** and their partners, officers and directors, agents, employees, affiliates, successors and assigns, are **PROHIBITED** from rendering investment advice and from offering or selling securities in or from this State.

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.

Dated: This 16^m day of September 2009.


JESSE WHITE
Secretary of State
State of Illinois

Attorney for the Secretary of State:
James J. Tierney
Illinois Securities Department
69 West Washington Street
Chicago, Illinois 60602
312-793-9650