STATE OF NORTH CAROLINA

COUNTY OF WAKE

IN THE OFFICE OF
ADMINISTRATIVE HEARINGS
03 SOS 0362

In The Matter Of: THE NORTH CAROLINA SECURITIES DIVISION, Petitioner, v. OMNI ADVISOR GROUP, INC.; SI 100, L.L.C. (formerly known as LB 1, L.L.C.); BRIAN P. McGUANE, individually and in his capacities as Managing Member of SI 100 and as President of Omni Advisor Group, Inc.; and KEVIN E. SULLIVAN, individually and in his capacities as Executive Vice President and Chief Operating Officer of Omni Advisor Group, Inc. and Member of SI 100, 19109 West Catawba Avenue, Suite 200, Cornelius, North Carolina 28031, Respondents.	CONSENT ORDER (Sullivan) FILE NO. 01-025-CC

The North Carolina Secretary of State and Securities Administrator (the "Administrator") and the North Carolina Securities Division (the "Petitioner") hereby enter into this CONSENT ORDER with KEVIN E. SULLIVAN, individually and in his capacities as Executive Vice President and Chief Operating Officer of Omni Advisor Group, Inc. and Member of SI 100, (hereinafter the "Respondent") with respect to the issuance by the Administrator of a Summary Order To Cease And Desist on January 29, 2003 and the filing by the Petitioner of an Administrative Petition (File No. 01-025-CC) dated January 29, 2003.

FINDINGS OF FACT

1. By his entry into this CONSENT ORDER Respondent Sullivan admits that the Administrator has jurisdiction over this matter pursuant to North Carolina General Statutes Chapter 78A, as amended (the "North Carolina Securities Act").

2. During all times pertinent hereto Omni Advisor Group, Inc. (hereinafter "Omni"), a corporation organized and existing under the laws of North Carolina, had its principal place of business located at 19109 West Catawba Avenue, Suite 200, Cornelius, North Carolina 28031. SI 100, L.L.C. (hereinafter "SI 100"), a manager-managed limited liability company organized and existing under the laws of North Carolina, had its principal place of business located at 19109 Catawba Avenue, Suite 200, Cornelius, North Carolina 28031. Brian P. McGuane (hereinafter "McGuane"), an individual residing in Mecklenburg County, North Carolina, occupied the position of President of Omni, and managing member of SI 100. Respondent Kevin E. Sullivan (hereinafter "Sullivan"), an individual residing in Mecklenburg County, North Carolina, occupied the position of Executive Vice President and Chief Operating Officer of Omni and was a member of SI 100.

3. The North Carolina Securities Act was amended effective April 1, 2002 by adding a definition of the term "viatical settlement contract" [N.C.G.S. §78A-2 (13)] and including a viatical settlement contract or any fractional or pooled interest therein within the definition of "security" [N.C.G.S. §78A-2(11)]. These amendments explicitly subjected the offer and sale of "viatical settlement contracts" and pooled and fractionalized interests therein to the Act's registration requirements (N.C.G.S. §78A-24), anti-fraud requirements (N.C.G.S. §78A-8), disclosure requirements (N.C.G.S. §78A-13), advertising requirements (N.C.G.S. §78A-14), and dealer and salesman registration requirements [N.C.G.S. §78A-36(a)].

4. From and after April 1, 2002 Respondent Sullivan offered and sold securities in

the form of viatical settlement contracts, as those terms are defined in N.C.G.S. §§78A-2 (11) and (13) (hereinafter the "Securities"), to the following North Carolina residents (hereinafter "Purchasers") and on the dates and in the amounts noted:

Jeff Butler Family Trust	07/03/02	$60,000.00
Richard Bierly	05/20/02	$20,000.00
Glenn T. Osborne	04/01/02	$50,000.00
Robert B. Price	04/01/02	$ 4,754.68

5. These Securities offered and sold to the Purchasers were not registered under the North Carolina Securities Act prior to the offer and sale in North Carolina, nor was any exemption from registration under the North Carolina Securities Act available for the offer and sale of these Securities.

6. Respondent Sullivan did not register as a dealer or salesman with the Administrator prior to their engaging in the offer of sale of these Securities in North Carolina.

7. Respondent Sullivan failed to make timely disclosures required by N.C.G.S. 78A-13(a) and (b) to the Purchasers of the Securities.

8. In connection with the offer and sale of the Securities to the public in North Carolina the Respondent Sullivan: i) made untrue statements of material fact and ii) omitted to state material facts necessary in order to make statements made, in light of the circumstances under which they were made, not misleading.

9. Respondent Sullivan neither admits nor denies the FINDINGS OF FACTS and CONCLUSIONS OF LAW herein.

10. This CONSENT ORDER is in the public interest.

CONCLUSIONS OF LAW

1. The Administrator has jurisdiction over this matter pursuant to the North Carolina Securities Act.

2. The facts set forth in FINDINGS OF FACT Nos. 4 and 5 constitute violations of the registration requirements of N.C.G.S. §78A-24(a).

3. The facts set forth in FINDINGS OF FACT Nos. 4 and 6 constitute violations of the dealer and salesman registration requirements of N.C.G.S. §78A-36(a).

4. The facts set forth in FINDINGS OF FACT Nos. 4 and 7 constitute violations of the disclosure requirements of N.C.G.S. §78A-13.

5. The facts set forth in FINDINGS OF FACT Nos. 4 and 8 constitute violations of the anti-fraud requirements of N.C.G.S. §78A-8(2).

ORDER

THEREFORE, on the basis of the foregoing, and Respondent Sullivan's waiver of the right to a hearing and appeal under the North Carolina Securities Act and North Carolina Administrative Procedures Act with respect to the entry of this CONSENT ORDER and Respondent Sullivan's admission of jurisdiction of the Administrator, the Administrator finds that Respondent Sullivan, for the purpose of settling this proceeding and without admitting or denying the matters set forth herein, has consented to the entry of this CONSENT ORDER and that this CONSENT ORDER is appropriate, in the public interest, and necessary for the protection of investors.

1. IT IS ORDERED that Respondent Sullivan, individually and in his capacity as Executive Vice President and Chief Operating Officer of Omni Advisor Group, Inc. and

Member of SI 100 shall henceforth cease and desist:

a. offering for sale, soliciting offers to purchase, or selling, in or from North Carolina, securities in the form of viatical settlement contracts created and sponsored by SI 100 or any other security of any issuer, howsoever denominated, in violation of the provisions of the N.C.G.S. §78A-24;

b. offering for sale, soliciting offers to purchase, or selling, in or from North Carolina, securities in the form of viatical settlement contracts created and sponsored by SI 100 or any other security of any issuer, howsoever denominated, in violation of the provisions of the N.C.G.S.§78A-36(a);

c. offering for sale, soliciting offers to purchase, or selling, in or from North Carolina, securities in the form of viatical settlement contracts created and sponsored by SI 100 or any other viatical settlement contract security of any issuer, howsoever denominated, without making those disclosures required by N.C.G.S. §78A-13(a) and (b);

d. in connection with the offer, sale or purchase of any security, omitting to state material facts necessary in order to make statements made, in light of the circumstances under which such statements were made, not misleading; and

e. in connection with the offer, sale or purchase of any security, making untrue statements of material fact.

2. IT IS ORDERED, that this CONSENT ORDER represents the complete and final resolution of, and discharge of any basis for any action or proceeding by the Petitioner against Respondent Sullivan for violations of Chapter 78A of the North Carolina General Statutes or any rules promulgated thereunder in connection with all issues raised in the Administrative Proceeding instituted by the Division and all matters in controversy between the Division and said Respondent with respect to a contested case pending before the Office of Administrative Hearings in file number 03-SOS-0362.

3. IT IS ORDERED that this CONSENT ORDER, except as to the parties hereto,

does not limit or create any person's private remedies against Respondent Sullivan or others or said Respondent's or others' defenses thereto.

4. IT IS ORDERED that, except as expressly provided in this CONSENT ORDER, nothing herein is intended to or shall be construed to have created, compromised, settled or adjudicated any claim, cause of action, or right of any person, other than as between the Petitioner and Respondent Sullivan in accordance with this CONSENT ORDER.

5. Upon the entry of this Consent Order: i) the January 29, 2003 Summary Order To Cease And Desist issued against Respondent Sullivan shall be vacated; ii) the Administrative Petition filed in the above-captioned administrative proceeding is dismissed; iii) this Consent Order shall supersede and replace the January 29, 2003 Summary Order To Cease And Desist as to the Respondent; and iv) the Respondent shall withdraw his previously made request for a contested case hearing which request is presently pending before the Office of Administrative Hearings as indicated in the caption hereof.

IT IS SO ORDERED:

Executed this the 22nd day of August 2006.

ELAINE F. MARSHALL, Secretary of State and Securities Administrator

By: _____
David S. Massey
Deputy Securities Administrator

CONSENT TO ENTRY OF ORDER BY RESPONDENT

Respondent Sullivan acknowledges that he has been served with a copy of this CONSENT ORDER, has read the foregoing FINDINGS OF FACT, CONCLUSIONS OF LAW and ORDER, is aware of the right to a hearing and appeal in this matter, and has waived same.

Respondent admits the jurisdiction of the Administrator, neither admits nor denies the FINDINGS OF FACT and CONCLUSIONS OF LAW in the CONSENT ORDER and consents to the entry of this CONSENT ORDER by the Administrator as final settlement of the matter.

Respondent states that no promise of any kind or nature whatsoever not contained in this CONSENT ORDER was made to Respondent to induce him to enter into this CONSENT ORDER and that the Respondent has entered into this CONSENT ORDER voluntarily.

BY Respondent, Sullivan on the date noted herein below:

KEVIN E. SULLIVAN,
individually and in his capacities as
Executive Vice President and
Chief Operating Officer of Omni
Advisor Group, Inc. and Member
of SI 100

Date: 9/12/06