STATE OF NORTH CAROLINA

Department of The Secretary of State

THE NORTH CAROLINA SECURITIES DIVISION,	)	
Petitioner,	)	**FINAL ORDER TO CEASE & DESIST**
vs.	)	
PAUL GWAZ, aka PAUL GWAZDAUSKAS	)	
Respondent.	)	**FILE NO.** 05-024-CC

THIS CAUSE coming on before the undersigned, upon the record in the above-captioned matter, to consider the request made in the Administrative Petition filed in this matter on January 10, 2008, for issuance of a Final Order to Cease and Desist against Respondent ordering him to cease all violations of the North Carolina Securities Act; and

BASED UPON the record in this administrative proceeding, the undersigned makes the following:

FINDINGS OF FACT

(1) On January 10, 2008, Petitioner, the Securities Division of the North Carolina Department of the Secretary of State, filed an Administrative Petition containing certain allegations against Respondent, Paul Gwaz, also known as Paul Gwazdauskas, hereinafter Respondent Gwaz, in which Petitioner requested both temporary and permanent relief with regard to Respondent Gwaz pursuant to N.C.G.S. §78A-47(b)(2).

(2) On January 11, 2008, the Administrator, through her Deputy Securities Administrator entered a Temporary Order to Cease and Desist against Respondent Gwaz in this matter.

(3) During January and February 2008, agents of the Petitioner attempted to locate Respondent Gwaz in North Carolina. Respondent Gwaz was found to have relocated to the State of Florida.

(4) On February 21, 2008, Respondent Gwaz was served in the State of Florida, through the United States Postal Service, by certified mail, return receipt requested, with copies of the Administrative Petition, the Temporary Order to Cease and Desist, and a Notice of Rights and Opportunity for a Hearing.

(5) The Notice of Rights and Opportunity for a Hearing served upon Respondent Gwaz informed said Respondent that, upon his failure to request a hearing in writing, file a responsive pleading, or make a submission within thirty (30) business days following service, that the Temporary Order to Cease and Desist shall become final and remain in effect unless modified or vacated by the Administrator.

(6) Respondent Gwaz has failed to file a request for hearing, responsive pleading, submission, or otherwise appear in this administrative proceeding within the time allowed by N.C.G.S. §78A-47(b)(2).

(7) The Temporary Order to Cease and Desist issued on January 11, 2008, in this matter, including the Findings of Fact and Conclusions of Law therein, is hereby incorporated completely by reference thereto.

(8) It is necessary for the protection of investors and the public interest, consistent with the purposes of the Securities Act, that the Temporary Order to Cease and Desist issued in this matter be made permanent and final.

BASED ON THE FOREGOING Findings of Fact, the undersigned makes the following:

CONCLUSIONS OF LAW

(1) The Administrator has jurisdiction over the person of Respondent Gwaz and over the subject matter of this proceeding.

(2) The Administrator has statutory authority pursuant to N.C.G.S. §78A-47(b)(2) to enter and issue a Final Order making permanent the terms and conditions of the Temporary Order to Cease and Desist previously entered in this matter against Respondent Gwaz as he has failed to request a hearing, file a responsive pleading, or otherwise contest this matter.

(3) Respondent Gwaz has violated N.C.G.S. §§78A-24 and 78A-36 in the sale of interests in the New Build Land Trust to persons in North Carolina.

(4) Respondent Gwaz is now subject to the entry of a Final Order to Cease and Desist by operation of law under N.C.G.S. §78-47(b)(2).

(5) The entry of a final and permanent Order to Cease and Desist under the provisions of the Securities Act against Respondent Gwaz is necessary to protect investors, is in the public interest, and consistent with the purposes of the Act.

BASED UPON THE FOREGOING Findings of Fact and Conclusions of Law, the Administrator hereby enters the following:

IT IS HEREBY ORDERED, ADJUDGED AND DECREED pursuant to the authority contained in N.C.G.S. §78A-47(b)(2) that Respondent **PAUL GWAZ, aka PAUL GWAZDAUSKAS,** be, and hereby is permanently **ORDERED** to cease and desist:

a. Offering for sale, soliciting offers to purchase, or selling, in or from North Carolina, interests in New Build Land Trust or any other securities of any issuer, howsoever denominated, unless and until such securities have been registered pursuant to the provisions of the North Carolina Securities Act or such securities or transactions are exempt from such registration; and

b. Offering for sale, soliciting offers to purchase, or selling, in or from North Carolina, interests in New Build Land Trust or securities in any

form, howsoever denominated, unless and until Respondent becomes registered as a dealer or salesman, as applicable, of securities pursuant to the provisions of the North Carolina Securities Act.

WITNESS MY HAND AND THE OFFICIAL SEAL of the North Carolina Department of the Secretary of State, this the 7th day of May, 2008.

Time of entry: 3:10 P. M.

ELAINE F. MARSHALL
SECRETARY OF STATE
OF NORTH CAROLINA and
Securities Administrator

By: _____
David S. Massey
Deputy Securities Administrator