

SEPTEMBER 21, 2015

TO: THE HONORABLE NIKKI R. HALEY ✓
GOVERNOR OF SOUTH CAROLINA
OFFICE OF THE GOVERNOR
1205 PENDLETON STREET
COLUMBIA, SOUTH CAROLINA 29201

RE: CANCELLATION OF A "PREVIOUSLY--APPROVED" SEC "D" 506(c) EXEMPT SECURITIES BY SOUTH CAROLINA'S ATTORNEY GENERAL ALAN WILSON

CC: ASSISTANT ATTORNEY GENERALS
MR. LOUIS COTE, III
MRS. TRACEY S. MEYERS
MR. JORDAN CRAPPES
MRS. THRESCHIA P. NAVARRO

DEAR GOVERNOR:

WE REQUEST THAT YOU PLEASE REVIEW THE ACTIONS OF SOUTH CAROLINA'S ATTORNEY GENERAL ALAN WILSON, WHOSE OFFICE "PREVIOUSLY-APPROVED" SECURITIES & EXCHANGE COMMISSION [SEC] REGULATION "D" 506(c) EXEMPT STOCK OFFERING [SEE APPROVAL MEMO DATED FEB. 18, 2015], THEREBY AUTHORIZING US TO CIRCULATE AND SELL OUR SECURITIES WITHIN THE PALMETTO STATE, AND THEN, ALMOST SIX (6) MONTHS LATER, AFTER WE HAD ABSORBED A "SEMINAL" COST OF \$250,000 PRINTING MATERIALS, HTML BLASTS, ADVERTISEMENTS & TELEMARKETING, NOT TO MENTION STAFF EXPENSES, WE RECEIVED A "CERTIFIED" "CEASE 'N DESIST" LETTER FROM ATTORNEY GENERAL WILSON ORDERING US TO "STOP" OUR ACTIVITIES. [SEE CEASE 'N DESIST" ORDER # 14067 FILE DATED JULY 17, 2015]; RECEIVED APPROXIMATELY TEN [10] DAYS LATER.

VIA OUR SECURITIES, WE ATTEMPTED TO "RAISE" \$7.2 MILLION [40%] FROM SOUTH CAROLINA'S CITIZENS--AND POSSIBLY OTHERS-- TO "QUALIFY" FOR A \$10.8 MILLION [60%]

USDA RURAL DEVELOPMENT ADMINISTRATION "GUARANTEE" BANK LOAN TO CONSTRUCT A 48,000 SQ.FT. FILM,A MUSIC&DANCE CD VIDEO PRODUCTION STUDIO IN RURAL WILLIAMSBURG COUNTY AND THEREBY CREATE BETWEEN 140 AND 160 JOBS OVER THREE[3] YEARS--THE LAST "HALF" OF 2015; ALL OF 2016, 2017& 2018.

THE TOTAL FILM PACKAGE OF \$18MILLION[100%], OF WHICH \$8MILLION WILL BE UTILIZED TO UNDERWRITE CONSTRUCTION OF THE FACILITY, AND THE REMAINING [\$10MILLION] WILL BE USED FOR OPERATING EXPENSES FOR THE LAST HALF OF 2015, 2016,2017&2018.

REVENUE IS PROJECTED TO "TOP \$51MILLION" BY 2017 AND DIVIDENDS ON COMMON AND INTEREST ON PREFERRED STOCK SHALL BEGIN AT YEARS END BEGINNING DECEMBER 30,2016,AND PAID AT YEARS END OF THE NEXT THREE[3] YEARS THEREAFTER..

AS YOU REVIEW HIS ATTACHED "ORDER," YOU WILL NO DOUBT SEE THAT THE SAME INFORMATION THAT HE AND/OR HIS ASSOCIATES SAW PRIOR TO FEBRUARY 18, 2015 WHEN HE "GRANTED" HIS "APPROVAL," WAS THE "SAME" MATERIALS HE REVIEWED SIX[6]MONTHS LATER--IN JULY, 2015-- THAT HE THEN LABELLED AS "INACCURATE," "MISLEADING," OR "UNTRUE."

THERE IS AN "INCONSISTENCY" HERE THAT DESERVES AN "EXPLANATION."

WHAT HAPPENED DURING THAT SIX[6] MONTHS' INTERIM IS THE "QUESTION"?

NEEDLESS TO SAY,WE MAINTAINED HIS "CHANGE" OF HEART WAS DUE TO--AS USUAL--"RACIST" ELEMENTS WITHIN OR OUTSIDE SOUTH CAROLINA THAT DID NOT--OR DO "NOT"-- WISH TO SEE US SUCCEED.

TO DO FURTHER DAMAGE TO OUR CAUSE, AND THEREBY "IMPUGN" OUR INTEGRITY, HE,OR THROUGH HIS ASSOCIATES ALSO CAUSED HIS "ORDER" TO BE INSTALLED ON THE INTERNET FOR THE ENTIRE WORLD TO SEE, AND IN HIS"ORDER" HE

“THREATENED US” WITH PENALTIES AND FINES IF WE DIDN'T ACCEDE.

WE REQUEST THAT YOU PLEASE “INVESTIGATE” MR. WILSON’S CHARGES AND ISSUE A “GUBERNATORIAL” ORDER CANCELLING HIS “ORDER TO “CEASE AND DESIST,” THUS “REMOVING” IT FROM THE INTERNET AND “LIMITING” HIS AUTHORITY TO INTERFERE WHILE WE DO FUTURE BUSINESS IN SOUTH CAROLINA.

OR, IF YOU WILL, BARRING ANY GUBERNATORIAL “OVERSIGHT,” “JUST REQUEST HIM TO CANCEL THIS “ORDER.”

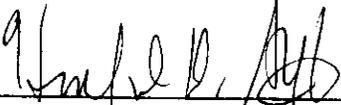
SINCERELY

ENCLOSURE

- 1. ORDER TO “CEASE ‘N DESIST”**
- 2. “ORDER” ON THE INTERNET**
- 3. LETTER TO AG ALAN WILSON AND HIS ASSOCIATES**

NOTE: YOU SHOULD HAVE A PREVIOUS COPY OF OUR PROPOSAL IN YOUR FILES AS WE HAD WRITTEN TO YOU BEFORE REQUESTING FUNDING REQUESTS.

CORPORATE URL: [HTTP://WWW.WILLIS-STAFFORD.COM](http://www.willis-stafford.com)



**DR. HANFORD D. STAFFORD, PRESIDENT, CEO
& FOUNDER**



**[MRS.] EVA W. STAFFORD, EXECUTIVE
VICE PRESIDENT FOR FINANCIAL AFFAIRS
& CO-FOUNDER**

SEPTEMBER 25, 2015

TO: THE HONORABLE ALAN WILSON,
ATTORNEY GENERAL OF
THE STATE OF SOUTH CAROLINA
P.O. BOX 11549
COLUMBIA, SOUTH CAROLINA 29211 - 1549

FROM: DR. HANFORD D. STAFFORD [MRS.] EVA W. STAFFORD
PRESIDENT & CEO *Hanford D. Stafford* EXECUTIVE VICE PRES.
WILLIS-STAFFORD CORPORATION FOR FINANCIAL AFFAIRS
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RE: ORDER OF CERTIFICATION VS. ORDER TO "CEASE AND
DESIST:" A "RETORT."

CC: MR. LOUIS COTE, III MR. JORDAN CRAPPES
MRS. TRACY S. MEYERS MRS. THRESCHIA P. NAVARRO
[ALL ASSISTANT ATTORNEY GENERALS]

ALSO: GOVERNOR NIKKI R. HALEY, OF SOUTH CAROLINA; U.S.
CONGRESSMEN JIM CLYBURN & JOSEPH WILSON, ATTORNEY
LUTHER BATTISTE, III, S.C. SENATOR & ATTORNEY RONALD SABB,
FORMER LIEUT. GOV. AND FORMER SENATOR J. YANCEY MCGILL,
U.S. SENATOR TIMOTHY SCOTT, FORMER GOV. & RETIRED U.S.
SENATOR EARNEST "FRITZ" HOLLINGS, U.S. SENATOR LINDSEY
GRAHAM & SOUTH CAROLINA STATE SENATOR PAUL THURMOND,
OF CHARLESTON; ALSO, RETIRED & FORMER CHIEF JUSTICE OF
THE S.C. SUPREME COURT, ERNEST A. FINNEY, JR., OF SUMTER;
ALSO, MR. CEZAR MCKNIGHT, REP. OF WILLIAMSBURG COUNTY,
REP. MRS. GILDA COBB-HUNTER, MR. JAY RUTHERFORD, MEMBERS
OF THE S.C. GENERAL ASSEMBLY

DEAR MR. ATTORNEY GENERAL WILSON:

HOW ARE YOU, "SIR?"

I ASK YOUR INDULGENCE AT THE OUTSET REGARDING THE CONTENTS OF THIS "RESPONSE," BUT THESE ARE THE TRUTHS AND THE FACTS OF THE MATTER AS I SEE THEM AND I REQUEST THAT YOU KEEP AND MAINTAIN AN "OPEN MIND" OF THE NARRATIVE WHICH FOLLOWS.

ALSO, IT'S FAIR AND INCUMBENT UPON ME TO INFORM YOU THAT WE ARE "PREPARING" OTHER "MEANS" TO RESPOND TO YOUR "CEASE AND DESIST" ORDER, OF WHICH YOU WILL HEAR IN MORE "DETAIL" FROM US AT A LATER DATE.

MEANWHILE, SINCE WE VIEW YOUR ORDER AS BEING "MISGUIDED," "CAPRICIOUS," "ARBITRARY," "FULL OF "LIES," "HALF-TRUTHS," "TWISTED FACTS," "NOT TO MENTION WHAT WE THINK A "MISUSE" OF THE OFFICE OF ATTORNEY GENERAL OF THE STATE OF SOUTH CAROLINA. THUS "DISGRACING" THE OFFICE AND I THINK YOURSELF--PRIMARILY: TO JUSTIFY, AND TO SUBSTANTIATE WHAT APPEARS TO BE--AT LEAST FROM OUR "POINT" OF VIEW--A PERSONAL "VENDETTA" AGAINST OUR CORPORATION, PLEASE BE ADVISED, MR. ATTORNEY GENERAL, THAT THOUGH ADMITTEDLY WE ARE STILL "GROGGY" AND "REELING" FROM THE RECEIPT OF YOUR "ORDER," OUR SECURITIES ARE STILL BEING CIRCULATED THROUGHOUT SOUTH CAROLINA AND THE WORLD AS THOUGH YOUR ORDER NEVER "EXISTED."

AS OUR ONLY OBJECTIVE HAS BEEN TO CREATE AND BRING MORE JOB OPPORTUNITIES TO ONE OF THE "POOREST" COUNTIES IN SOUTH CAROLINA, AND FROM SOME ESTIMATES--THE NATION, YOU HAVE SOUGHT TO DELIVER A "SUNDAY PUNCH" IN OUR EFFORTS BUT NOTHING WILL STOP US FROM REACHING OUR GOAL--AND I MEAN "NOTHING!"

AND FINALLY, AND I THINK THE MOST DEVASTATING ASPECT YOU SEEMED TO HAVE "FORGOTTEN," IS THAT WE ARE BOTH "NATIVE" SOUTH CAROLINIANS AND LIKE JOHN C. CALHOUN, THE STATE'S "PATRON SAINT," YOUR FATHER, CONGRESSMAN JOE WILSON; ALSO, THE LATE U.S. JUDGE MATTHEW J. PERRY, THE LATE GOV. & U.S. SENATOR J. STROM THURMOND, THE LATE

REVEREND JOSEPH A. DELAINE, AND OTHERS, INCLUDING "CSS PLANTER" HERO ROBERT SMALLS--WE "LOVE" THE PALMETTO STATE FERVENTLY, BUT POSSESS 'DIFFERENT VIEWS AND PURSUE DIFFERENT METHODS TO ACHIEVE OUR GOALS. ALSO--MORE THAN EVER--UNLIKE YOU, PERHAPS, JUDGING UPON YOUR "NEEDLESS" ATTACK UPON OUR CORPORATION, WE, MY WIFE AND I, BOTH "LOVE" ALL THE PEOPLE OF THE STATE AND NOT A "PRIVILEGED "FEW." I'M PROBABLY MORE OF A "PERSON" OF THE "SOIL" THAN PROBABLY YOU ARE BECAUSE I "DOUBT" IF YOU HAVE EVER "PRIMED"[OR 'CROPPED' TOBACCO AS THEY SAY DOWN HOME], PICKED COTTON, HANDLED A TWO[2] MULE TEAM, "MIDDLE- BUSTER PLOW, AND OF COURSE, "BUTCHERED" AND "CASTRATED" HOGS.

BUT ALSO, LIKE YOU, I SERVED THIS COUNTRY IN THE ARMED SERVICES TOO--LONG BEFORE YOU WERE "BORN."

ALL OF THIS, NOTWITHSTANDING, PLEASE BE ADVISED THAT FROM THE TIME[FEBRUARY 18, 2015] YOU APPROVED OUR CORPORATION TO CIRCULATE OUR SECURITIES IN SOUTH CAROLINA TO THE PRESENT[AUGUST, 2015], AT WHICH TIME YOU 'ISSUED" AND CONSEQUENTLY "PUBLICIZED" YOUR "ORDER" TO "CEASE AND DESIST" "SELLING THE "SAME" VIA THE INTERNET [COPY ENCLOSED], OVER TWO HUNDRED[200] POTENTIAL "ACCREDITED INVESTORS" FROM VARIOUS PARTS OF SOUTH CAROLINA, SPECIFICALLY FROM THE CHARLESTON, GREENVILLE-SPARTANBURG AND COLUMBIA AREAS, CITING THAT THEY WERE "CONFUSED" ABOUT YOUR OFFICE'S "APPROVAL" OF OUR "OFFERING" TO INVESTORS EARLIER IN FEBRUARY OF 2015[COPY ENCLOSED] AND THEN LATER "BACK-TRACKING" AND ISSUING AN ORDER TO "CEASE AND DESIST" OF THE "SAME" ON AUGUST 2015[COPY ENCLOSED] .

ADDITIONALLY, THEY SEEMED ESPECIALLY CONFUSED , PARTICULARLY, WHEN THEY "NOTICED WE HAD RECEIVED PRIOR" APPROVAL FROM YOUR OFFICE AND THEN SAW YOUR ORDER--THEY "SCRATCHED" THEIR HEADS. MANY OF THEM SAID THEY "HAD REVIEWED" OUR MATERIALS A SECOND [2ND] TIME AND GIVEN THEM A "THUMBS UP" AND "PRESSING" ON. OTHERS, HOWEVER, LAMENTED AND VOICED "LOUDLY," WHY?--IN THE SAME YEAR, YOU ALLOWED OUR CORPORATION TO SELL STOCK

FOR THE FULL TWELVE[12]MONTHS AS STIPULATED IN THE FEBRUARY "APPROVAL" DOCUMENT,AND THEN "CANCELLED" THAT SAME APPROVAL AT THIS TIME.

THEY SAID, AS SOME WERE LAWYERS, THAT MOST SUCH AUTHORIZATIONS WERE NORMALLY FOR A "FULL" YEAR,UNLESS, OF COURSE, VARIOUS FELONIOUS ACTIVITIES APPEARED DURING THE INTERIM THAT NEGATED THE AUTHORIZATION.

NEEDLESS TO SAY--THOUGH THEY DIDN'T SAY IT. BUT I COULDN'T HELP FROM THINKING THAT THEY THOUGHT AND SENDING THE "SIGNAL" THAT YOUR OFFICE WAS SAYING WE WERE THE 21ST CENTURY "VERSION" OF MICHAEL MILKEN, THE HIGH-ROLLING "JUNK BONDS" JAY GOULD MANIPULATOR OF THE 1980s--WHO SPENT NEEDED "VACATION" TIME BEHIND "BARS." THE EFFECTS UPON ME PERSONALLY WERE "CHILLING," TO SAY THE LEAST.

AS PREVIOUSLY STATED,THEY SECURED YOUR "ORDER" INFORMATION BY A LISTING OF THE "SAME" UNDER A "PDF" IN THE MATTER OF WILLIS-STAFFORD CORPORATION" VIA THE INTERNET, WHERE YOU HOPED THAT OTHER POTENTIAL INVESTORS WORLD-WIDE WOULD SEE IT AND NOT BUY OUR STOCK. I SUBMIT FURTHER, MOST ASSUREDLY, WE'RE SURE YOU LISTED THIS NOT AS A "MATTER OF COURSE," OF DOING BUSINESS BUT TO TARNISH" AND "DEFAME"OUR GOOD NAME AND THEREBY PREVENT US FROM SELLING A "PREVIOUSLY-APPROVED" STOCK OFFERING ISSUED BY YOUR OFFICE.

BY THIS ACTION, IT APPEARED YOU" BOWED TO " CONSERVATIVE" INVESTORS, PRESUMABLY FROM SOUTH CAROLINA AND HEAVEN KNOWS FROM WHERE ELSE IN THE USA AND/OR PROBABLY FROM AROUND THE GLOBE,ALL DESIGNED TO PREVENT US FROM HELPING THE "GOOD PEOPLE" OF SOUTH CAROLINA, PARTICULARLY THOSE IN WILLIAMSBURG COUNTY, WHERE THE BLACK POPULATION IS 65% AND WHITES ARE 35%.

BUT I LEARNED OVER THE PAST FEW YEARS THAT--ON THE NATIONAL LEVEL--BUT NOW LOCALLY, TO EXPECT ALMOST ANYTHING "UNDERHANDED"FROM SOME OF MY BRETHAREN FROM SOUTH CAROLINA, BUT I DIDN'T--MOST OF ALL-- EXPECT IT

FROM A SO-CALLED "OFFICE OF THE ATTORNEY GENERAL," WHO SUPPOSED TO BE ABOVE "PETTINESS" AND NOT ACQUIESCE NOR STOOP TO THIS TYPE OF BEHAVIOR. YOU MAY NOT BE AWARE OF IT, MR. ATTORNEY GENERAL, BUT YOUR "INJUDICIAL" BEHAVIOR IS COSTING US PROBABLY "HUNDREDS OF THOUSANDS" IF NOT MILLIONS OF DOLLARS, NOT TO MENTION "VALUABLE" TIME THAT CANNOT BE "RE-CAPTURED."

IN THIS CONNECTION, I WONDER WHAT YOUR FATHER, U.S. REPRESENTATIVE JOE WILSON, A CONGRESSMAN REPRESENTING THE PALMETTO STATE'S 2ND CONGRESSIONAL DISTRICT, WOULD SAY ABOUT YOUR CURRENT "SHENANIGANS." KNOWING HIM, I WAGER HE'LL "PROBABLY" TAKE YOU OUT TO THE "WOODSHED" WHICH HE SHOULD HAVE DONE MORE OF DURING YOUR "BRINGING-UP" YEARS TO TEACH YOU SOME "HORSESENSE." SIMILAR TO WHAT OUR FELLOW, SOUTHERN COMPATRIOT BEN MATLOCK WOULD SAY, A GOOD "KICK IN THE SEAT OF THE PANTS" WOULD HAVE DONE YOU A "WORLD-OF-GOOD." OF COURSE, YOUR FATHER'S DISTRICT DOES NOT ACTUALLY INCLUDE WILLIAMSBURG COUNTY, THE FOCUS OF OUR PROJECT, BUT SURELY SOME OF OUR FUTURE EMPLOYEES WILL MOST PROBABLY COME FROM SOME OF THE OTHER LOWCOUNTRY AREAS, WHOSE CONSTITUENTS ARE PROBABLY SOME OF YOUR FATHERS'. I AM ALMOST SURE THAT ADDITIONAL INVESTORS WILL MOST LIKELY NOT ONLY COME FROM CHARLESTON, BEAUFORT, AND/OR DORCHESTER COUNTIES. BUT ALSO BERKELEY WHERE GOOSE CREEK IS LOCATED AND A COMMUNITY FULL OF "YANKEE" RETIREES WHO HAVE MONEY TO INVEST.

BEYOND THAT, I DON'T THINK THAT, FORMER AIR FORCE AG & CURRENT SENATOR LINDSEY GRAHAM, WHO, INCIDENTLY APPEAR TO "HAVE HIS HEAD SCREWED ON RIGHT," WOULDN'T HAVE DONE IT ;IN OTHER WORDS, WOULDN'T HAVE FIRST, APPROVED OUR OFFERING, THEN LATER, "REJECED IT." NOR THE LATE J.STROM THURMOND--THOUGH NOT REGARDED AS A "PARIAH" IN SOME QUARTERS UNTIL THE LATE 1960s, WAS OTHERWISE A PERSON OF "UNPARALLELED" STRONG CONVICTIONS AND INTEGRITY, LIKEWISE, I THINK, WOULDN'T HAVE DONE IT. REASONS ARE THAT WHEN I WAS IN ELEMENTARY SCHOOL IN 1947 IN KINGSTREE, WHEN SENATOR THURMOND WAS THE THEN GOVERNOR, WHO HAD BECOME THE STATE'S CHIEFTAN

**UPON RETURNING FROM WAR-TORN EUROPE, TRIED
RELENTLESSLY—BUT UNSUCCESSFULLY— TO BRING THE 30-SOME
ODD LYNCHERS OF BLACK WILLIE EARLE OF GREENVILLE
COUNTY TO BE BROUGHT TO JUSTICE.**

**YOUNG LUTHER BATTISTE II—LUTHER BATTISTE,III'S FATHER
WAS A STUDENT AT S.C. STATE COLLEGE AT THIS TIME. JIM
CLYBURN WAS SEVEN[7] YEARS OLD[BORN IN 1940], WHO HAD YET
TO ENROLL AT MATHER ACADEMY; MATTHEW J. PERRY WAS IN
LAW SCHOOL AT S. C. STATE,UPON RETURNING FROM SERVICE IN
WWII. REV. J A. DELAINE, OF SUMMERTON—MIRACULOUSLY STILL
"ALIVE,"WAS AT THIS TIME "FIGHTING" THE KU KLUX KLAN
BECAUSE OF HIS ANTI-SEGREGATION STANDS. AND OF COURSE,
YOUR DADDY, CONGRESSMAN WILSON, BORN IN 1943, WAS JUST
FOUR[4] YEARS OLD.**

**OTHER NOTABLE SOUTH CAROLINIANS, WHOM, I FEEL
WOULDN'T HAVE DONE WHAT YOU APPEAR TO HAVE DONE
INCLUDE THE FOLLOWING: FORMER GOVERNOR & RETIRED
SENATOR ERNEST "FRITZ" HOLLINGS,A WWII VETERAN AND A
PERSON OF STRONG CONVICTIONS, "TEMPORARY" SENATOR,
GOVERNOR & U.S. DISTRICT FEDERAL JUDGE, DONALD S.
RUSSELL, GOVERNOR & SEC. OF EDUCATION,RICHARD RILEY,
GOVERNOR ROBERT McNAIR,GOV. JOHN WEST,RETIRED GENERAL
AND COMMANDER OF U.S. FORCES IN VIETNAM, AND EARLIER, OF
THE 11TH AIRBORNE DIVISION AND LATER, COMMANDANT OF THE
CITADEL,WILLIAM S. WESTMORELAND—ALL MEN OF "PRINCI-
PLES."**

**IT'S REALLY "SAD," THAT YOUR "ACTIONS" DO NOT "APE"
THE "CONVICTIONS" OF THESE MEN.**

**SPEAKING TO OUR FOCUS OF CREATING JOBS, PEOPLE
LOOKING FOR THE SAME WILL PROBABLY COME TO US IN A "BUS
POOL," FROM AS FAR AWAY AS BARNWELL AND JASPER COUNTIES,
APPROXIMATELY 125 MILES TO SALTERS,OR TO WHERE WE'RE ON
"LOCATION." IT GOES WITHOUT "SAYING,"THAT WHEN WE
BEGIN TO NEED HUNDREDS OF "EXTRAS" FOR OUR FILMS, LOCAL
EMPLOYMENT CENTERS WILL HAVE ORDERS TO "PUT-OUT-THE-
WORD." THIS "IDEA" CAME TO ME VICARIOUSLY AS I SAT ON THE
FRONT PORCH OF MY PARENTS' WILLIAMSBURG COUNTY HOME**

AS A YOUNG MAN, WITNESSING THE CONSTANT "BACK 'N FORTH" BUS-POOL OF DOMESTICS GOING DAILY TO MYRTLE BEACH TO WORK--APPROXIMATELY SOME 55 MILES AWAY, OR 110 MILES DAILY ROUND-TRIP. THIS IS WHAT "ONE" HAS TO DO WHEN INDIVIDUALS ARE DESPERATE TO "EARN" A LIVING.

I'LL TELL YOU WHAT, MR. ATTORNEY GENERAL, WHEN WE BEGIN TO NEED A HUGE NUMBER OF "EXTRAS" FOR SOME OF OUR FILMS OR PRODUCING MUSIC AND/OR DANCE VIDEOS, I'LL INVITE YOU AND SOME OF YOUR STAFF DOWN TO OUR MOVIE SET TO OBSERVE SOME OF THE "TAKES,"--GIVE "Y'ALL LUNCH,"-- AND YOU'LL SEE IN PERSON, WHERE SOME OF THOSE PEOPLE WILL COME FROM, ESPECIALLY IF YOU'RE PAYING THEM SOMETHING LIKE "\$200" PER DAY JUST TO WALK ACROSS THE STAGE OR DOING SOMETHING ELSE THAT DOESN'T "REQUIRE" THEM TO "SPEAK." YOU "UNDERSTAND," OF COURSE!

MEANWHILE, I TOLD MY STAFF TO INFORM POTENTIAL INVESTORS, SHOULD THEY CALL OR MAKE INQUIRIES VIA THE INTERNET, TO TELL THEM THAT "YOUR "OFFICE, MEANING THE SOUTH CAROLINA AG'S OFFICE DID NOT "KNOW" OR WAS NOT FULLY "AWARE" OF THE "MISHAP" AND UNBEKNOWNST TO YOU "PERSONALLY" THAT YOUR OFFICE HAD "INITIALLY" APPROVED OUR OFFERING VIA ASST. ATTORNEY GENERAL COTE'S LETTER, BUT HAD NOT "NOTIFIED" YOU OF THE SAME.

ADDITIONALLY, CONTINUING.. THAT ONCE OUR OFFERING REACHED SOME OF THE STATE'S CONSERVATIVES AND THUS NOTIFIED YOU, YOU THEN SOUGHT TO "BACKTRACK" AND "RENEGE" ON YOUR APPROVAL, REGARDLESS OF HOW WE FELT.

IN SUMMARY, MR. ATTORNEY GENERAL--"YOU HUNG US OUT TO 'DRY!'"

I EMPHASIZED TO MY STAFF, FURTHER, TO INFORM INVESTORS THAT OUR OFFERING HAD BEEN "INITIALLY" APPROVED BY YOUR OFFICE AND TO CONSULT OUR WEBSITE FOR MR. LOUIS COTE, YOUR ASSISTANT ATTORNEY GENERAL, FOR HIS LETTER OF "APPROVAL" THUS "SUGGESTING THAT, WITHOUT THIS "LETTER," WE WOULD NOT HAVE BEGUN OUR PUBLIC OFFERING SINCE MR. COTE'S "LETTER" WAS APPROVED IN

FEBRUARY, 2015. THE 'INFERENCE' WAS THAT WE WERE NOT WILLING TO POSSIBLY COMMIT A CRIME AND THUS ENSURING THE 'LEVYING' OF FINES AND PENALTIES

PLEASE "NOTE" THAT A "PERSON" WOULD HAVE HAD TO "PLACE" A SHOTGUN AT MY HEAD TO "FORCE" ME TO BEGIN A PUBLIC OFFERING OF STOCK NOT ONLY IN SOUTH CAROLINA BUT IN NO OTHER STATE WITHOUT PRIOR "APPROVAL" FROM THAT STATE'S DIVISION OF SECURITIES, KNOWING FULL WELL OF THE "CONSEQUENCIES" BY DOING SO, GIVEN MY APPARENT AND "INTIMATE" KNOWLEDGE OF HOW PUBLIC OFFERINGS WORK IN THE INVESTMENT INDUSTRY, NOT ONLY IN THE USA BUT FROM AROUND THE WORLD.

AS A "SIDENOTE," PLEASE BE AWARE THAT WE ARE "APPROVED" TO SELL STOCK IN THE FOLLOWING STATES AND HAVE REMITTED THE APPROPRIATE FEES AS WE DID IN SOUTH CAROLINA, NAMELY: CALIFORNIA, CONNECTICUT, NEW YORK, MASSACHUSETTS, RHODE ISLAND, ILLINOIS, NORTH CAROLINA & GEORGIA; ALSO, IN HONG KONG, SOUTH AFRICA, EGYPT, ETHIOPIA, NIGERIA, CHINA, MALAYASIA, INDO-CHINA, BRAZIL, AND OF COURSE, NEIGHBORING CANADA.

RETURNING TO THE PREVIOUS NARRATIVE, AN ATTACHMENT OF THAT WEBPAGE—OF MR. COTE'S LETTER— IS ENCLOSED FOR YOUR INFORMATION AND REVIEW. INDIVIDUALS COULD ALSO SECURE A COPY OF THE SAME VIA OUR ORIGINAL SOLICITATION PACKAGE.

I TOLD THEM THAT IT WAS AN INNER-OFFICE "SNAFU" ON YOUR PART, MR. ATTORNEY GENERAL AND TO "FORGET IT!"

MEANWHILE, FOR YOUR INFORMATION, SINCE YOUR "CEASE AND DESIST" ORDER HAS SURFACED AND INVESTORS PROCEEDED TO VIEW MR. COTE'S LETTER, OUR OFFICE HAS RECEIVED, SEEMINGLY, AN OUTPOURING OF NEW INVESTORS, IF FOR NO OTHER APPARENT REASON THAN TO SATISFY THEIR "CURIOSITIES." AS A RESULT, WE HAVE WITNESSED A "FLURRY" OF NEW INVESTORS, WITH ADDITIONAL "AVERAGED" COMMITMENTS OF OVER \$75,000 PER POTENTIAL INDIVIDUAL INVESTOR FROM WITHIN THE STATE.

I, MYSELF, PERSONALLY, TALKED TO OVER "50" SUCH PEOPLE, AND IMMEDIATELY AFTER OUR DISCUSSIONS, AND AFTER AN "EXCHANGE" OF "PLEASANTRIES," AND LOCAL FOLKLORE THROWN IN FOR GOOD MEASURE, APPARENTLY THEY THREW YOUR "CEASE 'N DESIST" ORDER TO THE "FOUR-WINDS" FOR THEY STILL CAME "ON BOARD" WITH US.

GIVEN THIS OBVIOUS IGNORING OF YOUR ORDER, NOT TO MENTION YOUR "ODIOUS" ATTEMPTS TO UNDERMINE OUR EFFORTS, IT IS MY WISH THAT YOU SHOULD LIFT THIS "NEFARIOUS" ORDER TO CEASE AND DESIST," INSTANTLY, BECAUSE WE SEE IT NOT AS A "NORMAL" OR A "MERE" ORDER TO "REBUKE" A PERFECTLY GOOD SECURITY, BUT AN OUTRIGHT EFFORT AND/OR ATTEMPT TO "SABOTAGE" WHAT WE ARE TRYING TO DO....."TSK TSK" AND UPON THE BASIS OF WHO WE ARE.

DO NOT FORCE ME TO "AMPLIFY!"

THIS, OF COURSE, WILL BE OUR CHIEF AND LEADING "ARGUMENT" WHEN AND "IF" WE ARE FORCED TO FILE SUIT IN THE U.S. DISTRICT COURT IN COLUMBIA, LOCATED IN THE MATTHEW J. PERRY FEDERAL BUILDING, ON ASSEMBLY STREET, SHOULD WE DECIDE TO DO SO. [BY THE WAY, I KNEW LAWYER PERRY PERSONALLY AS I DO FORMER CHIEF JUSTICE OF THE S.C. SUPREME COURT ERNEST A. FINNEY, JR., WHO SERVED" AS A "SUBSTITUTE" TEACHER AT WHITTEMORE HIGH SCHOOL IN CONWAY, S.C. DURING THE MID 1960s, WHERE HIS FATHER, DR. FINNEY, SR., WAS THE PRINCIPAL, AND IN AN AREA OF HORRY COUNTY WHERE MY WIFE AND I BEGAN OUR TEACHING CAREERS AT FINKLEA HS IN NEARBY LORIS--ALL "SEGREGATED" SCHOOLS FOR AFRICAN-AMERICANS IN SOUTH CAROLINA AT THIS TIME THAT I'M SURE MR. COTE, OF YOUR STAFF, CAN ATTEST, SINCE HE IS FROM NEARBY MYRTLE BEACH.]

CONTINUING WITH ATTORNEY PERRY, I, ALONG WITH THE ENTIRE STATE OF S.C., IF NOT THE NATION, WAS ACUTELY AWARE OF HIS "RUN INs" WITH THE "ORANGEBURG MASSACRE" ADHERENTS DURING THE DAY OF FEBRUARY 8, 1968 AND THE "ENSUING" LEGAL ENTANGLEMENTS THAT FOLLOWED, WHICH

MOST LIKELY SPEEDED UP HIS APPOINTMENT AS A U.S. DISTRICT JUDGE BY PRES. JIMMY CARTER IN 1979. I BELIEVE, ALSO, THAT CONGRESSMAN JIM CLYBURN, TO WHOM A COPY OF THIS LETTER WILL BE SENT, WITH AN ADDITIONAL COPY TO YOUR DADDY, CONGRESSMAN WILSON, WAS AN UNDERGRADUATE STUDENT AT SOUTH CAROLINA STATE UNIVERSITY AT THIS TIME AND FREQUENTLY TALKS ABOUT THIS EPISODE OF SOUTH CAROLINA'S HISTORY. I BELIEVE, ALSO, AND PERHAPS THIS IS OF NO ' 'CONSEQUENCE,' BUT MY LATE BROTHER ATTORNEY BOBBY B. STAFFORD, OF KINGSTREE AND LATER ALEXANDRIA, VA., WHOSE LIKENESS APPEARS IN THE "S.C. HALL OF EDUCATIONAL FAME,' 'WAS A GOOD, SOLID FRIEND OF CONGRESSMAN CLYBURN AND THE CONGRESSMAN SPOKE HIGHLY OF MY BROTHER AT HIS FUNERAL IN VA., IN 2011.]

PLEASE BE ADVISED THAT SUCH STORIES REPRESENT JUST A " FEW" OF THE STORIES WE WILL SHARE WITH THE COURT SHOULD YOUR APPARENT "UNDISGUISED" "ONSLAUGHT" AGAINST OUR ORGANIZATION CONTINUE. BUT DO NOT THINK THIS IS ALL WE HAVE--LIKE THE BOXER WHO DANCES AROUND THE RING A FEW " ROUNDS" AND THEN A LEFT HOOK TO THE "BUTTON" TAKES HIM OUT, THIS IS NOT OUR ONLY ARGUMENT, FOR WE HAVE A BEVY OF THEM' IN OUR ARSENAL THAT WE ARE NOT DIVULGING AT THIS TIME. SUFFICE IT TO SAY, THAT SHOULD IT COME TO THIS --I WILL MYSELF, PERSONALLY, AND WITH RELISH-- DEVELOP OUR MOTION TO DISMISS BECAUSE THE FACTS ARE SO " OVERWHELMING" AND "SIMPLE," ONE OF MY SENIOR HIGH SCHOOL ALGEBRA II, OR CALCULUS STUDENTS COULD FILE A BRIEF [I TAUGHT BOTH MATH, ECONOMICS, BUS. ADMIN. ACCOUNTING, GEOGRAPHY, AMERICAN HISTORY, AND RACIAL MINORITY STUDIES FOR OVER 40 YEARS IN HIGH SCHOOL AND UNIVERSITY, WITH A MEd, A MBA, AND A PhD; I STARTED TO GO TO LAW SCHOOL ALSO, BUT WHEN I WITNESSED THOSE POOR, " DESTITUTE" LAWYERS DOWN AT THE LOCAL COURTHOUSE TRYING TO COLLECT MONEY FROM " "BOUNCED" CHECKS FROM POOR PEOPLE, I INSTANTLY FORGOT IT].

MEANWHILE, THE OLD ADAGE OF AN INDIVIDUAL REPRESENTING HIM/HERSELF "HAS A 'FOOL' FOR A CLIENT" DOESN'T APPLY HERE.

OF COURSE, WE HAVE ANOTHER ROUTE TO PURSUE THIS MATTER SHOULD WE DECIDE TO PURSUE IT:

FOR EXAMPLE, MY YOUNGER BROTHERS--3 OF THEM IN FACT-- WERE HIGH SCHOOL CLASSMATES OF ATTORNEY AND CURRENT SENATOR RONNIE SABB, OF GREELEYVILLE, S.C. WITH LAW OFFICES IN KINGSTREE, AND NEWLY ELEVATED TO THAT OFFICE, SUCCEEDING MY GOOD FRIEND, FORMER SENATOR J. YANCEY MCGILL OF WILLIAMSBURG COUNTY AND FORMER LIEUT. GOV. OF SOUTH CAROLINA, AND WE WILL ASK SENATOR SABB TO REPRESENT US SHOULD WE DECIDE TO MOVE ON THIS-- JUST FOR THE "FUN" OF IT. OUR STAFF NEEDS A GOOD "JOLT" OF LAUGHTER," AND OF COURSE, ATTORNEY LUTHER BATTISTE, III, OF COLUMBIA, WHO KNOWS MY WIFE AND ME PERSONALLY, WHEN AS A KID IN ORANGEBURG DURING HIS GROWING UP YEARS DURING THE MID-1960s, VIA HIS FATHER, WHO WAS SUPERINTENDENT OF GROUNDS AT S.C. STATE UNIVERSITY, AND WHO WAS A SENIOR AT TOMLINSON HIGH SCHOOL IN KINGSTREE WHERE AND WHEN I WAS IN GRADE SCHOOL AT THE SAME LOCATION, AND WHERE THAT KNOWLEDGE WAS RENEWED WITH THE FORMERS' FAMILY DURING THE 1960s WHEN MY WIFE AND I WERE STUDYING FOR MASTERS' DEGREES AT THE UNIVERSITY.

ALSO, WHERE YOUNG BATTISTE'S GRANDFATHER, LUTHER BATTISTE, SR., AS AN ACCOMPLISHED CARPENTER IN KINGSTREE AND THROUGHOUT WILLIAMSBURG COUNTY,--WHO INCIDENTALLY COULD "BUILD" ANYTHING-- WHERE AT ONE TIME, THE FAMILY'S BUSINESS THE BATTISTE FLOWER SHOP, WAS THE SINGLE, ONLY FLORIST SERVING AFRICAN-AMERICAN FAMILIES DURING THE EARLY 1940s UNTIL THEIR DEATHS IN THE 1970s. IT WAS MR. BATTISTE SR., WHO BUILT CABINETS IN OUR SALTERS, S.C HOME DURING THE 1960s. IN FACT WITHOUT NAMING THEM HEREIN, I EITHER KNEW THE ENTIRE FAMILY,--AND THEY WERE NUMEROUS-- OR WENT TO SCHOOL WITH MOST OF THEM, WAS ONE OF THE MOST "PROMINENT," AND WELL-THOUGHT OF BLACK FAMILIES IN KINGSTREE AND ORANGEBURG WITHIN SOUTH CAROLINA'S LOWCOUNTRY--KNOWN TO BOTH BLACKS AND WHITES. MOST OF YOUNG BATTISTE'S UNCLES AND AUNTS BECAME ARMY OFFICERS--HIS UNCLE AL, FOR EXAMPLE, WAS A S. C. STATE GRADUATE, AS HIS SISTER, OR AUNT NANCY, AN OHIO SCHOOL TEACHER, HIS UNCLE JACK, MEANWHILE, OBTAINED A

PHARMACY DEGREE FROM THE PREDOMINANTLY- BLACK XAVIER UNIVERSITY IN NEW ORLEANS, AND OF COURSE THE YOUNGER SIBLINGS, THEODORE, AND MILDRED, WHO BECAME PROFESSIONALS.

ALSO, I RECENTLY MET S.C. STATE REP. GILDA COBB-HUNTER, OF ORANGEBURG, AT MYRTLE BEACH THE SUMMER OF 2012, AND JUST FOUND OUT RECENTLY--IN ADDITION, THAT THE NEWLY-ELECTED REP. CEZAR McKNIGHT OF WILLIAMSBURG COUNTY, NOW RESIDING IN KINGSTREE, IS THE SON OF A KID [MR. EDWARD McKNIGHT] TO WHOM I TAUGHT MATH DURING THE 1970s, WHOSE GRANDFATHER, MR. EDDIE LAWRENCE OF BLAKELEY, S.C. WAS ONE OF THE MOST "PROMINENT" MEN IN THAT AREA AT THAT TIME. MR. CEZAR'S GRANDMOTHER, MRS. GERALDINE LAWRENCE McKNIGHT, MR. EDDIE'S DAUGHTER, AND HER BROTHER, HIS UNCLE, ERVIN LAWRENCE, WERE BOTH EDUCATORS. THE LATTER'S WIFE, MRS. EVA LAWRENCE WAS UNTIL A FEW YEARS OF HER RETIREMENT--FROM THE 1950s UNTIL UP TO THE LATE '80s, WAS THE STATE'S HOME ECONOMICS DEMONSTRATION AGENT AND "KNOWN" THROUGHOUT THE COUNTY.

AS IS THE CASE, THE POINT IS, ALTHOUGH I HAVE YET TO MENTION THIS TO NONE OF THEM, WE BELIEVE ONE OR ALL OF THEM, LAWYERS McKNIGHT, SABB OR BATTISTE, WOULD NOT HESITATE TO TAKE THIS CASE, SHOULD WE DECIDE IT IS FEASIBLE TO DO SO AND IF YOUR RELUCTANCE TO "LIFT" YOUR ORDER NECESSITATES IT. GIVEN THE CURRENT "RACIAL" AND POLITICAL CLIMATE, BOTH IN SOUTH CAROLINA AND THE NATION--THE RESULTS-- SHOULD THIS COME TO FRUITION, WOULD BE, I THINK, "INTERESTING." ALSO, THERE IS MR. JAY RUTHERFORD, THE HOUSE'S MINORITY LEADER AND A VERY "HARD-DRIVING "VOCAL" ATTORNEY.

OUR LINE OF ATTACK WOULD, FIRST, BE TO EXAMINE AND THUS POSSIBLY "CHALLENGE" BY BRINGING SUIT, IF NEED BE, HOW MANY AFRICAN-AMERICANS YOU HAVE IN YOUR OWN OFFICE WHO ARE "DEPUTIES" OR AT LEAST ASSISTANT ATTORNEY GENERALS." AFTER ALL, AFRICAN-AMERICANS ARE 34% [OR 1/3rd] OF THE STATE'S POPULATION, AND BY APPLYING BLACK ACTIVIST ELDRIDGE CLEAVER'S FORMULA OF "PROPORTIONATE REPRESENTATION", AT LEAST TWO [2] OF THE FOUR [4]

INDIVIDUALS IN YOUR OFFICE SHOULD BE BLACK. BY LOOKING AT YOUR CURRENT "CROP" OF ASSISTANT AGs, THE FOUR THAT I' AM AWARE, OF, SPECIFICALLY-- MR. COTE, [WHO "APPROVED", WROTE THE "APPROVAL "ORDER, AND OF WHOM I PERSONALLY TALKED TO, AND SEEMINGLY, A GOOD MAN] MRS. MEYERS, MS. NAVARRO, AND MR. CRAPPEs [ORIGINALLY "CRAPS"--WITH "PES" ADDED ON TO DISTINGUISH THE NAME FROM ITS OBVIOUS ENGLISH ORIGIN"CRAPS" AND TO "SEPARATE" IT FROM WHAT OUR CURRENT POPULACE THINKS OF AND USES THE WORD] PURPORTS THEM TO BE OF FRENCH-PROTESTANT, GERMAN JEWRY, CUBAN OF SPANISH ORIGIN.

OF COURSE, A CURSORY REVIEW OF SOUTH CAROLINA HISTORY WOULD REVEAL THAT A LARGE NUMBER OF FRENCH HUGENOTS SETTLED IN THE SOUTH CAROLINA LOWCOUNTRY PRIOR TO THE REVOLUTIONARY WAR, AND GERMAN JEWS SETTLED MOSTLY IN THE UPPER PART OF THE STATE AND FOUGHT, NOT ONLY IN THE REVOLUTIONARY WAR [GERMANS MIGRATING TO THE US, DURING THE GERMAN REVOLUTION OF 1848, GENERALLY "SKIRTED" THE SOUTH AND WENT NORTH TO 'FREE' STATES] BUT WHOSE DESCENDANTS ALLIED WITH THE "ILL-FATED" CONFEDERACY DURING ITS "LOST" CAUSE SUPPORTING SLAVERY. AND YOU--MR. WILSON--ARE OF SOLID ENGLISH ORIGIN.

I'M CONSTANTLY "COPYING," MEMBERS OF YOUR STAFF, NAMELY: CRAPPEs, COTE, MEYERS, AND NAVARRO, SOME OF WHOM SHOULD BE BLACK, WHOM PROBABLY ARE NOT AS I CAN DECIPHER BY THEIR NAMES, WHICH --AS PREVIOUSLY NOTED, ARE EITHER OF GREEK, MIDDLE-EASTERN, SPANISH, OR PROTESTANT-FRENCH ORIGIN, NOT YOUR TRADITIONAL LOCAL EUROPEAN-ORIENTED BLACK NAMES AS McCUTCHEN, McCLARY, McFADDEN, ADAMS, McGILL, CANTY, SINGLETARY, BURROWS, ETC., YOU GOT IT, LIKE "STAFFORD," ALL "SLAVE" NAMES.

FOR YOUR INFORMATION, ALSO, AND AS A "SIDE NOTE," WE ARE CURRENTLY EXAMINING THE POSSIBILITY OF "SIDELINING" STATE AGs, ANYWAY, BY TAKING ADVANTAGE OF NEW "CROWD-FUNDING" LAWS THAT ALLOW SMALL BUSINESSES SUCH AS OURS TO EXPAND OUR STOCK-BUYING" BASE BY SOLICITING "NON"-ACCREDITED INVESTORS, AND BY-PASSING THOSE WITH

\$1MILLION. THIS MEANS, IF WE DECIDE TO GO THIS ROUTE, WE CAN GO AFTER THE "MOM 'N POP" INVESTORS—IN OTHER WORDS, THOSE BUYING 10,25, 100 SHARES FROM "SMALLER" INCOMES.

SINCERELY

ENCLOSURES

CEASE 'N DESIST PDF ATTACHMENT

CEASE 'N DESIST ORDER VIA "CERTIFIED" MAIL

PROPOSALS AND STOCK OFFERINGS TO

MR. SABB

MR. BATTISTE

MR. MCGILL

MR. WILSON

AG'S "LETTER OF APPROVAL" TO OTHERS



ALAN WILSON
SECURITIES COMMISSIONER

February 18, 2015

Willis-Stafford Corporation
ATTN: Dr. Hanford D. Stafford
6711 Shirley Avenue
Prospect, KY 40059-9652

Re: Willis-Stafford Corporation Reg D 506(c)

Dear Dr. Stafford:

The Securities Division of the South Carolina Attorney General's Office (the "Division") is in receipt of your Form D filing for the Reg D Rule 506(c) offering for the above-referenced issuer. This letter is to inform you that the filing has been accepted in South Carolina as of February 18, 2015. Please note that this filing is effective for one year from this date. Should you wish to continue your offering beyond twelve months, you must submit a new filing to the Division. If you have any further questions, please do not hesitate to contact me.

Sincerely yours,

J. Louis Coté III
Assistant Attorney General

NOTE: The Securities Division does not provide legal advice. The Division recommends consultation with a securities attorney prior to conducting securities-related transactions. The filing of a registration or notice filing with the Division does not constitute a finding by the Securities Commissioner that the record filed is true, complete, and not misleading, and does not mean that the Securities Commissioner has passed upon the merits or qualifications of, or recommended or given approval to the securities or the transaction. It is unlawful to make, or cause to be made, to a purchaser, or prospective purchaser, a representation inconsistent with this statement.

II. RESPONDENT

2. The Respondent is a Delaware corporation with a last known address of 6711 Shirley Avenue, Prospect, Kentucky 40059.

III. FINDINGS OF FACT

3. On or about July 15, 2014, the Respondent, in connection with a proposed offering of stock, mailed to the Securities Commissioner a package containing a letter and purported offering documents for a securities offering to be conducted in South Carolina (the "Offering Package"). The Offering Package included an "executive summary," a "business plan," a "subscription agreement," and an "accredited investor questionnaire."
4. According to the Offering Package, the Respondent intends to construct and operate a film sound stage in Williamsburg County, South Carolina and intends to solicit investments from South Carolina residents to fund the project.
5. The Offering Package, as filed with the Division, included both references to filing for registration and also exemptions from registration offered under federal law through 17 C.F.R. Section 230.506 ("Regulation D Rule 506").
6. The Division requested that the Respondent clarify whether it was seeking to register the offering with the State of South Carolina or whether it was seeking to notice file with the State under Regulation D Rule 506.
7. Further, the Division sought clarification that if the Respondent was seeking to notice file under Regulation D Rule 506, which exemption it was claiming; Regulation D Rule 506(b) or (c).

18. The Offering Package and the Respondent's website include a map indicating the proposed facility's location.
19. The Offering Package includes a land acquisition price of \$3,300 per acre or \$330,000 total.
20. Upon information and belief, Respondent does not own the land identified as the location of the film sound stage or have the property under contract of any type.
21. Neither the Offering Package nor the Respondent's website disclose that the property is not owned by the Respondents, not under contract, or that the land may not be available for acquisition at all.

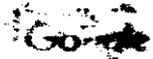
IV. CONCLUSIONS OF LAW

22. Pursuant to S.C. Code Ann. Section 35-1-505, it is unlawful for a person to make or cause to be made, in a record that is filed under the Act, a statement that, at the time and in the light of the circumstances under which it is made, is false or misleading in a material respect, or, in connection with the statement, to omit to state a material fact necessary to make the statement made, in light of the circumstances under which it was made, not false or misleading.
23. The Respondent, by and through the Offering Package filed with the Division, made one or more false or misleading statements to the Division or omitted to state one or more material facts to the Division necessary to make the statements made, in light of the circumstances under which they were made, not false or misleading in violation of S.C. Code Ann. Section 35-1-505.
24. Pursuant to S.C. Code Ann. Section 35-1-501, it is unlawful for a person, in connection with the offer, sale, or purchase of a security, directly or indirectly (1) to employ a

device, scheme, or artifice to defraud, (2) to make an untrue statement of a material fact or to omit 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, or (3) to engage in an act, practice, or course of business that operates or would operate as a fraud or deceit upon another person.

25. The Respondent, in connection with the offer or sale of the security at issue, has employed a device, scheme, or artifice to defraud, made an untrue statement of a material fact or omitted 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, or engaged in an act, practice, or course of business that operates or would operate as a fraud or deceit upon another person in violation of S.C. Code Ann. Section 35-1-501.
26. Pursuant to S.C. Code Ann. Section 35-1-301, it is unlawful for a person to offer or sell a security in this State unless the security is a federal covered security, exempt from registration, or registered.
27. Pursuant to Regulation D, issuers must take reasonable steps to verify that purchasers of securities sold in any offering under Rule 506(c) of Regulation D are accredited investors.
28. The Respondent failed to take reasonable steps to verify that the purchasers of securities sold in the present offering are accredited, rendering availability of an exemption under Rule 506(c) of Regulation D unavailable to the Respondent.
29. At no time relevant to the offer and sale of the securities at issue were the securities registered or federal covered and no exemption from registration has been claimed.

V. CEASE AND DESIST ORDER



WWW.WILLIS-STAFFORD.COM

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www.willis-stafford.com - A Film, Music, Videos, CDs, TV & Related - Products Production, Distribution, & Sales Company.

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www.yelp.com - Event Planning & Services - Caterers - Yelp - Willis-Stafford Corporation CLOSED Prospect reviews by real people. Yelp is a fun and easy way to find, recommend and talk about what's great and not so

Willis Stafford Corporation - Website - HashTag Technol...

www.hashtagtechnologies.com/portofowillis-stafford-corporation - Willis-Stafford Corporation website was built using HTML5, CSS3, PHP and the bootstrap framework. The site is completely responsive and has ecommerce

Willis-Stafford Corp. - Bloomberg

www.bloomberg.com/research/stocks/ "snapshot.asp? - Bloomberg L.P. Willis-Stafford Corp. company research & investing information. Find executives and the latest company news.

Willis-Stafford Corp in Prospect, KY 40059 // Business pr...

www.wherereq.com - Prospect, KY - Eating Places - Business profile of Willis-Stafford Corp. located at 6711 Shirley Ave., Prospect, KY 40059. Browse reviews, directions, phone numbers and more info on

X

IPDD In the matter of Willis-Stafford Corporation- Order to...

www.snag.gov/wp-content/uploads/2014/07/Willis-Stafford-C-D-00702095x02078.pdf - the Willis-Stafford Corporation (the "Respondent"); and, WHEREAS, based on the information received, the Division decided it was necessary and appropriate to ...

Walker and Willis - stafford springs, CT, US 06076 - Houzz

www.houzz.com - Professionals - Lighting - Houzz - Walker and Willis. "Walker and Willis is a Lighting Representative agency. W Professional Categories in Stafford Springs. Stafford Springs General

Council Members - City of Stafford

www.cityofstafford.com/government/councilmembers.htm - Stafford Cecil Willis, Jr. served on City Council from 1979 to May 1985, was elected ... He has been a resident of Stafford since 1975 and is the Executive Director of the ...

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JAN - FEB - MARCH - APRIL - 2015

\$ INVESTORS NEEDED \$

THE WILLIS-STAFFORD CORPORATION, A DELAWARE-CHARTERED, "PRIVATE" COMPANY [MARCH, 2001AD] OF PROSPECT, KENTUCKY [A SUBURB OF LOUISVILLE] IS CURRENTLY SEEKING "QUALIFIED" FINANCIAL INVESTORS [DOMESTIC & FOREIGN] WILLING TO "INVEST" BETWEEN \$125,000 TO \$250,000 [OR MORE] TO UNDERWRITE THE CONSTRUCTION OF A "48,000" SQ. FT FILM PRODUCTION SOUND-STAGE IN RURAL WILLIAMSBURG COUNTY, SOUTH CAROLINA, AND SUPPORT "OPERATING" COSTS OF THE BUSINESS FOR THREE [3] YEARS--2014-2016, AT WHICH TIME REVENUE IS EXPECTED TO "PEAK" AT \$51 MILLION BY THE END OF THE THIRD [3RD] YEAR.

WILLIS-STAFFORD NEEDS \$7.2 MILLION [40%] TO "MATCH" AN USDA RURAL DEVELOPMENT ADMINISTRATION'S "BACKED" "GUARANTEE" BANK LOAN OF \$10.8 MILLION [60%] WHICH TOGETHER TOTALS \$18 MILLION [100%]--THE AMOUNT WILLIS-STAFFORD NEEDS TO "UNDERWRITE" CONSTRUCTION [\$8 MILLION] AND SUPPORT OPERATING COSTS [\$10 MILLION] FOR THREE [3] YEARS. THE COMPANY CURRENTLY HAS \$900,000 AVAILABLE IN A COMBINATION "CASH" AND EQUIPMENT FOR ITS SHARE OF THE COSTS.

THE PROJECT IS EXPECTED TO "GENERATE" BETWEEN 160 - 180 JOBS OVER THREE [3] YEARS AND ANOTHER "ESTIMATED" \$6 MILLION IN PERSONNEL SALARIES, "SUPPLIES AND EQUIPMENT" "PURCHASING POWER" MONIES, INCLUDING SALES TAXES ACCRUING TO THE LOCAL ECONOMY AND THE STATE OF SOUTH CAROLINA OVER THE THREE [3] YEARS.

STOCK OFFERINGS ARE AS FOLLOWS

- 1,500,000 SHARES ARE BEING "RELEASED" TO THE MARKET AND MADE AVAILABLE TO ["PRIVATE & INSTITUTIONAL"] INVESTORS

1. "CLASS A" COMMON [VOTING] SHARES OF STOCK @ \$25,

2 SOLD IN BLOCKS OF 25,000 AND AUTHORIZES A[3-YEAR TERM] "SEAT" ON THE BOARD OF DIRECTORS.

- 350,000 SHARES ARE AVAILABLE [AFTER "SPLITTING"]
2. "CLASS B" COMMON [NON-VOTING] SHARES OF STOCK AVAILABLE @ \$20
[NOTE]: MOST BUYERS ARE PURCHASING BETWEEN 10,000 AND 15,000 SHARES IN THIS CATEGORY.
- 500,000 SHARES ARE AVAILABLE IN THIS GROUP [DIVIDENDS TO BE DECLARED BEGINNING AT THE END OF 2015 AND AT THE END OF EACH YEAR THEREAFTER]
3. "CLASS B" PREFERRED SHARES @\$20, PAYABLE AT 6% INTEREST BEGINNING IN 2015.
- 400,000 SHARES ARE AVAILABLE IN THIS CATEGORY

FOR A PROPOSAL, BIO OF DEVELOPERS, "BUSINESS & FINANCIAL PLAN," BUDGET, "SUBSCRIPTION AGREEMENT" FORMS, PARTICIPATING BANKS, "ACCREDITED INVESTOR QUESTIONNAIRE" FORM, REFERENCES, ESCROW ACCOUNT "ROUTING" NUMBER, ETC., AND OTHER INFORMATION AND MATERIALS, PLEASE INQUIRE VIA EMAIL ADDRESS AT WILLIS-STAFFORD @ATT.NET, OR CALL 502-228-7730; CONTACT P.O. BOX 471, PROSPECT, KENTUCKY, 40059

-
- **ADVERTISEMENTS OF THIS "TYPE" WERE PREVIOUSLY "NOT" PERMITTED UNDER SEC'S OLD RULES BUT NOW "AUTHORIZED" UNDER THE AGENCY'S PASSED AMENDMENTS [SEPT 2013 "RIN 3235--AL34] 'ELIMINATING THE PROHIBITION AGAINST GENERAL SOLICITATION AND GENERAL ADVERTISING IN RULE 506 AND RULE 144A OFFERINGS.'**

**BANK HANDLING STOCK
PAYMENT TRANSACTIONS**

1ST CITIZENS BANK & TRUST
200 WEST MAIN STREET
KINGSTREE, SOUTH CAROLINA
29556 [CALL 1[843]-355- 6101 FOR
ROUTING & ACCOUNT NUMBERS]

DIRECT CHECK PAYMENTS

MAIL TO:

WILLIS-STAFFORD CORPORATION
P.O. BOX 471
PROSPECT, KENTUCKY 40059

SECURITIES & EXCHANGE COMMISSION [SEC] STOCK REGISTRATION INFO

REGULATION "D" FILING DATE 21-JAN-2014-13.04
ACCEPTANCE DATE 21-JAN-2014-13.05
ACCESSION NUMBER [0001376474-14-000012]
FILE NUMBER[S] [1.021-210416] [ICIK: 0001596919]

SOUTH CAROLINA DIVISION OF CORPORATIONS STOCK REGISTRATION INFO

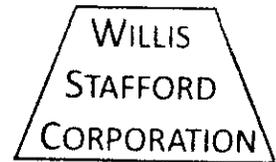
OFFICE OF THE ATTORNEY GENERAL
P.O. BOX 11549
COLUMBIA, SOUTH CAROLINA 29211-1549
1-[803] - 734 - 9916

[URL] [HTTP://WWW.WILLIS-STAFFORD.COM/](http://www.willis-stafford.com/)

*ADVERTISEMENTS OF THIS TYPE WAS AUTHORIZED BY SEC'S PASSED
AMENDMENTS [SEPT 2013 "RIN 3235-AL34] ELIMINATING THE PROHIBITION
AGAINST GENERAL "SOLICITATION" AND "ADVERTISING" IN RULE 506 AND
RULE 144A OFFERINGS.



FORM ID APPLICATION CONFIRMATION



INTENTIONAL MISSTATEMENTS OF OMISSIONS OF FACTS CONSTITUTE FEDERAL CRIMINAL VIOLATIONS. SEE 18 U.S.C.1001.

PLEASE CAREFULLY REVIEW AND CONFIRM YOUR FORM ID INFORMATION. TO MAKE CHANGES TO YOUR FORM ID INFORMATION, SELECT THE "EDIT FORM ID" BUTTON BELOW.

APPLICATION FOR EDGAR ACCESS (FORM ID)	
APPLICATION TYPE:	FILER
COMPANY/INDIVIDUAL:	COMPANY
DRAFT REGISTRATION:	
CONFORMED NAME OF APPLICANT:	WILLIS-STAFFORD CORP
NOTE: THIS NAME WILL BECOME YOUR OFFICIAL COMPANY NAME UPON FORM ID ACCEPTANCE.	
MAILING ADDRESS:	6711 SHIRLEY AVENUE PROSPECT, KY 40059
PHONE:	502-228-7730
TAX IDENTIFICATION NUMBER:	61-1387942
FILER INFORMATION	
"DOING BUSINESS AS" NAME:	
FOREIGN NAME:	
BUSINESS ADDRESS:	6711 SHIRLEY AVENUE PROSPECT, KY 40059
STATE OF INCORPORATION:	DE
FISCAL YEAR END:	12/31
CONTACT FOR EDGAR INFORMATION, INQUIRIES AND ACCESS CODES	
CONTACT NAME:	DR. VASANT D. SAINI
CONTACT ADDRESS:	ADVANCED COMPUTER INNOVATIONS, INC., 70 OFFICE PARK WAY PITTSFORD, NY 14534-1746
CONTACT PHONE:	585-385-3810
EMAIL ADDRESS:	VS@ACII.COM
CONTACT FOR SEC ACCOUNT INFORMATION AND BILLING INVOICES	
CONTACT NAME:	DR. HANFORD D. STAFFORD
CONTACT ADDRESS:	6711 SHIRLEY AVENUE

CONTACT PHONE:	PROSPECT, KY 40059 502-228-7730
SIGNATURE INFORMATION	
SIGNATURE:	/S/ DR. HANFORD D.STAFFORD
DATE:	1/2/2014
TITLE/POSITION:	PRESIDENT & CHIEF EXECUTIVE OFFICER

ROADMAP TO A REG. D PRIVATE PLACEMENT

WHICH RULE:

YOUR INITIAL TASK IS TO SELECT WHICH OF THE RULES, 504, 505 or 506, YOU WANT TO UTILIZE FOR YOUR PLACEMENT. IN ORDER TO DO THAT, YOU MUST FIRST UNDERSTAND HOW REG. D WORKS.

WHAT YOU CAN AND CANNOT DO IN A REG. D OFFERING

RULE 502 IS THE GUTS OF REGULATION D. IT TELLS YOU:

- THE INFORMATION YOU MUST INCLUDE IN YOUR PRIVATE PLACEMENT MEMORANDUM, THE EQUIVALENT OF A PROSPECTUS FOR A PRIVATE PLACEMENT – THIS IS DETAILED UNDER THE DESCRIPTION OF RULES 504, 505 AND 506, BELOW.
- THE NUMBER OF INVESTORS YOU MAY HAVE IN YOUR PRIVATE PLACEMENT
- THE LIMITATIONS ON THE WAY YOU CAN LOCATE INVESTORS AND OFFER AND SELL YOUR STOCK IN A PRIVATE PLACEMENT- THIS IS DETAILED UNDER “GENERAL ADVERTISING AND SOLICITATION”, BELOW.
- HOW TWO PRIVATE PLACEMENTS THAT YOU THINK ARE SEPARATE OFFERINGS CAN BE COMBINED LEADING YOU TO BUST THE EXEMPTION.-THIS IS DETAILED UNDER “INTEGRATION OF MULTIPLE PRIVATE PLACEMENT.-THIS IS DETAILED IN A SEPARATE SECTION ON RESALE OF RESTRICTED SECURITIES, BELOW.

LIMITATIONS ON THE NUMBER OF INVESTORS

RULES 505 AND 506 LIMIT THE NUMBER OF INVESTORS TO 35 INVESTORS WHO ARE NOT “ACCREDITED INVESTORS”. RULE 504 DOES NOT HAVE THIS LIMITATION. HOWEVER, STATE “BLUE SKY” LAWS EFFECTIVELY IMPOSE THE SAME LIMITATIONS EVEN IF YOU CHOOSE A RULE 504 PRIVATE PLACEMENT.

TO MAKE THIS COUNT ACCURATELY AND ASSURE YOU DON’T VIOLATE REG. D BY GOING OVER THE NUMBER OF ALLOWED INVESTORS, YOU MUST UNDERSTAND WHAT AN ACCREDITED INVESTOR IS:

ACCREDITED INVESTOR – THERE ARE MANY CLASSIFICATION OF THE TERM ACCREDITED INVESTOR. THOSE USED MOST OFTEN ARE:

- ANY NATURAL PERSON WHOSE INDIVIDUAL NET WORTH, OR JOINT NET WORTH WITH THAT PERSON'S SPOUSE, AT THE TIME OF HIS PURCHASE EXCEEDS \$1,000,000.
- ANY NATURAL PERSON WHO HAD AN INDIVIDUAL INCOME IN EXCESS OF \$200,000 IN EACH OF THE TWO MOST RECENT YEARS OR JOINT INCOME WITH THAT PERSON'S SPOUSE IN EXCESS OF \$300,000 IN EACH OF THOSE YEARS AND HAS A REASONABLE EXPECTATION OF REACHING THE SAME INCOME LEVEL IN THE CURRENT YEAR.

THERE ARE OTHER TYPES OF INVESTORS THAT ARE ALSO EXCLUDED IN THE COUNT, MOST OFTEN ANY RELATIVES, SPOUSE OR RELATIVE OF THE SPOUSE OF A PURCHASER WHO HAS THE SAME PRINCIPAL RESIDENCE AS THE PURCHASER.

HOW DO YOU KNOW IF AN INVESTOR IN YOUR PLACEMENT IS ACCREDITED? YOU ASK. ALL INVESTORS IN YOUR REG. D PRIVATE PLACEMENT MUST FILL OUT A SUBSCRIPTION AGREEMENT. IN THE SUBSCRIPTION AGREEMENT, YOU ASK THE INVESTOR TO MAKE REPRESENTATIONS CONFIRM ACCREDITED INVESTOR STATUS.

SUBSCRIPTION AGREEMENTS GENERALLY CONTAIN OTHER ITEMS, INCLUDING:

- GENERAL:
 - NAME OF THE COMPANY
 - NUMBER OF SHARES OR OTHER TYPE OF SECURITIES BEING OFFERED.
 - PRICE PER SHARE
 - AGGREGATE OFFERING AMOUNT
- OFFERING TERMS & ESCROW:
 - IS THERE A MINIMUM AMOUNT OF SHARES THAT MUST BE SOLD FOR THE OFFERING TO CLOSE AND NOT HAVE RETURNED TO INVESTORS?
 - WILL INVESTORS FUNDS BE PLACED IN AN ESCROW OR OTHER SEGREGATED ACCOUNT?
 - HOW LONG IS THE OFFERING OPEN?
- RESPONSIBILITY AND INDEMNIFICATION:

ACKNOWLEDGEMENT THAT THE INVESTOR UNDERSTANDS THE MEANING AND LEGAL CONSEQUENCES OF THE REPRESENTATIONS AND WARRANTIES CONTAINED IN THE SUBSCRIPTION AGREEMENT

AGREEMENT BY THE INVESTOR TO INDEMNIFY YOU AND HOLD YOU HARMLESS IF THEY DON'T TELL YOU THE TRUTH OR OTHERWISE COMPLY WITH THEIR AGREEMENTS IN THE SUBSCRIPTION AGREEMENT

- INVESTOR'S REPRESENTATIONS, WARRANTIES AND COVENANTS:
A SERIES OF INDIVIDUAL ITEMS THAT YOU WANT THE INVESTOR TO TELL YOU THEY UNDERSTAND AND AGREE WITH.
- SUITABILITY QUESTIONS:
ACCREDITED INVESTOR REPRESENTATIONS
GENERAL REPRESENTATIONS TO SHOW THAT THE INVESTMENT IS OTHERWISE SUITABLE FOR THE INVESTOR
STATE LAW WARNINGS
SIGNATURE PAGES

GENERAL ADVERTISING AND SOLICITATION

RULE 502(C) CONCERNING LIMITATIONS ON MANNER OF OFFERING PROVIDES THAT [EXCEPT AS PROVIDED IN RULE 504(B)(1) – BUT MORE ON THIS BELOW], NEITHER THE YOUR COMPANY NOR ANY PERSON ACTING ON YOUR BEHALF SHALL OFFER OR SELL THE SECURITIES BY ANY FORM OF GENERAL SOLICITATION OR GENERAL ADVERTISING, INCLUDING, BUT NOT LIMITED TO, THE FOLLOWING:

ANY ADVERTISEMENT, ARTICLE, NOTICE OR OTHER COMMUNICATION PUBLISHED IN ANY NEWSPAPER, MAGAZINE, OR SIMILAR MEDIA OR BROADCAST OVER TELEVISION OR RADIO.

ANY SEMINAR OR MEETING WHOSE ATTENDEES HAVE BEEN INVITED BY ANY GENERAL SOLICITATION OR GENERAL ADVERTISING.

SO WHAT IS "GENERAL ADVERTISING AND SOLICITATION?" LIKE MR. JUSTICE STEWART'S DEFINITION OF PORNOGRAPHY, I KNOW IT WHEN I SEE IT. THE SEC WILL NOT TELL YOU ANYTHING MORE THAN IS IN RULE.

SO WHY CAN'T YOU SOLICIT INVESTORS ON THE INTERNET FOR YOUR PRIVATE PLACEMENT? THE RULE WAS WRITTEN BEFORE THE DAYS OF THE INTERNET, OR THE WORD "INTERNET" WOULD HAVE APPEARED IN THE FIRST BULLET POINT. IF YOU HAVE A WEBSITE, DO NOT MENTION ANYWHERE ON THE SITE YOU ARE DOING A PRIVATE PLACEMENT AND FOR SURE DO NOT POST YOUR PRIVATE PLACEMENT MEMORANDUM OR A LINK TO YOUR PRIVATE PLACEMENT MEMORANDUM ON YOUR WEBSITE.

BEYOND THE SPECIFICS ABOVE, IT GETS FUZZY. ONE IMPORTANT FACTOR IS A PRE-EXISTING RELATIONSHIP WITH THE INVESTORS YOU CONTACT. DO YOU ALREADY KNOW THEM PERSONALLY OR THROUGH BUSINESS? BUT BE CAREFUL. IF YOU HAVE 1,000 CUSTOMERS OR SUBSCRIBERS WITH WHOM YOU HAVE A BUSINESS RELATIONSHIP, CAN YOU SOLICIT ALL 1,000 OF THEM? NO. THE NUMBER OF POTENTIAL INVESTORS IS SO LARGE THAT THIS WOULD CONSTITUTE GENERAL ADVERTISING AND SOLICITATION. IS THERE AN ABSOLUTE NUMBER THAT WE CAN GIVE YOU? UNFORTUNATELY NO. THE BEST ADVICE IS TO GET ADVICE FROM AN EXPERIENCED SECURITIES LAW PROFESSIONAL BEFORE YOU DO ANY SOLICITATION.

INTEGRATION OF MULTIPLE PRIVATE PLACEMENTS

IF YOU CONDUCT MULTIPLE PRIVATE PLACEMENTS, YOU RUN THE RISK THAT THE SEC WILL SAY THAT WHAT YOU THOUGHT WERE MULTIPLE, SEPARATE PRIVATE PLACEMENTS WERE REALLY ONE BIG PRIVATE PLACEMENT. THE SEC INTEGRATES, OR COMBINES, THE MULTIPLE PRIVATE PLACEMENTS.

WHY IS THIS A PROBLEM? AS DESCRIBED BELOW, EACH OF THE RULES 504, 505, AND 506 HAVE VARIOUS LIMITATIONS, SUCH AS THE LIMITATION ON THE NUMBER OF NON-ACCREDITED INVESTORS. IF YOU CANNOT HAVE MORE THAN 35 NON-ACCREDITED INVESTORS, AND IN YOUR FIRST PRIVATE PLACEMENT YOU HAD 30 AND IN YOUR SECOND PRIVATE PLACEMENT YOU HAD ANOTHER 30, AND THE SEC INTEGRATED THESE TWO PLACEMENTS, YOU WOULD HAVE BUSTED THE REG. D EXEMPTION AND BROKEN FEDERAL SECURITIES LAWS.

THE SEC PROVIDES YOU WITH A VERY SUBJECTIVE TEST FOR INTEGRATION, AS FOLLOWS:

WHETHER THE SALES ARE PART OF A SINGLE PLAN OF FINANCING.

WHETHER THE SALES INVOLVE ISSUANCE OF THE SAME CLASS OF SECURITIES.

WHETHER THE SALES HAVE BEEN MADE AT OR ABOUT THE SAME TIME.

WHETHER THE SAME TYPE OF CONSIDERATION IS BEING RECEIVED.

WHETHER THE SALES ARE MADE FOR THE SAME GENERAL PURPOSE.

DO NOT RELY ON THESE FACTORS AS THEY ALMOST NEVER WORK. INSTEAD, RELY ON THE FOLLOWING "BRIGHT LINE" TEST IN THE RULE:

OFFERS AND SALES THAT ARE MADE MORE THAN SIX MONTHS BEFORE THE START OF A REGULATION D OFFERING OR ARE MADE MORE THAN SIX MONTHS AFTER COMPLETION OF A REGULATION D OFFERING WILL NOT BE CONSIDERED PART OF THAT REGULATION D OFFERING, SO LONG AS DURING THOSE SIX MONTH PERIODS THERE ARE NO OFFERS OR SALES OF SECURITIES BY OR FOR THE ISSUER THAT ARE OF THE SAME OR A SIMILAR CLASS AS THOSE OFFERED OR SOLD UNDER REGULATION D, OTHER THAN THOSE OFFERS OR SALES OF SECURITIES UNDER AN EMPLOYEE BENEFIT PLAN.

TO AVOID BUSTING THE REG. D EXEMPTION, MAKE SURE THE LAST SALE IN YOUR FIRST PRIVATE PLACEMENT IS MORE THAN SIX MONTHS BEFORE YOUR FIRST OFFER TO SELL IN YOUR SECOND PRIVATE PLACEMENT.

INTEGRATION OF REGULATION D PRIVATE PLACEMENTS AND PUBLIC OFFERINGS

THERE IS ONE OTHER ASPECT OF THE DOCTRINE OF INTEGRATION THAT IS CRITICAL IF YOU CONDUCT A PRIVATE PLACEMENT FOLLOWED WITHIN 6 MONTHS BY A PUBLIC OFFERING, INCLUDING A SELLING STOCKHOLDER REGISTRATION STATEMENT DESCRIBED ABOVE. THIS IS A COMMON METHOD USED TO OBTAIN A TICKER SYMBOL ON THE OTCBB OR HIGHER EXCHANGE. THE BRIGHT LINE TEST IS NOT

AVAILABLE. SO AN INTEGRATION OF THE PRIVATE PLACEMENT AND THE PUBLIC OFFERING WILL BUST THE EXEMPTION FOR THE PRIVATE PLACEMENT.

HOWEVER, THERE IS ANOTHER SEC RULE THAT PROVIDES ADDITIONAL PROTECTION, BUT ONLY IF YOUR PRIVATE PLACEMENT WAS DONE UNDER RULE 506. THIS IS RULE 152 THAT PROVIDES:

THE PHRASE "TRANSACTIONS BY AN ISSUER NOT INVOLVING ANY PUBLIC OFFERING" IN SECTION 4(2) SHALL BE DEEMED TO APPLY TO TRANSACTIONS NOT INVOLVING ANY PUBLIC OFFERING AT THE TIME OF SAID TRANSACTIONS ALTHOUGH SUBSEQUENTLY THERETO THE ISSUER DECIDES TO MAKE A PUBLIC OFFERING AND/OR FILES A REGISTRATION STATEMENT.

THIS MEANS THAT EVEN IF YOUR PLACEMENT ENDS WITHIN SIX MONTHS OF THE DATE OF FILING YOUR REGISTRATION STATEMENT, YOU WILL NOT HAVE THE TWO INTEGRATED, BUT ONLY IF THE PLACEMENT WAS DONE UNDER RULE 506. WHY? RULE 504 AND 505, LIKE REGULATION A DESCRIBED ABOVE, ARE EXEMPTIONS BASED NOT UPON SECTION 4(2) BUT INSTEAD UPON SECTION 3(B). THIS MAKES RULE 152 UNAVAILABLE FOR REG. D 504 AND 505 PLACEMENTS FOLLOWED WITHIN SIX MONTHS BY THE FILING OF A REGISTRATION STATEMENT.

SELECTING THE RIGHT RULE

ALTHOUGH THERE ARE COMMON ASPECTS OF ALL THREE RULES, THERE ARE ALSO IMPORTANT DIFFERENCES:

RULE 504 – EXEMPTION FOR LIMITED OFFERINGS AND SALES OF SECURITIES NOT EXCEEDING \$1,000,000

YOU CANNOT USE RULE 504 IF YOU ARE AN SEC REPORTING COMPANY OR IF YOU ARE A BLANK CHECK SHELL COMPANY.

THE AGGREGATE OFFERING PRICE FOR AN OFFERING OF SECURITIES UNDER RULE 504 CANNOT EXCEED \$1,000,000, LESS THE AGGREGATE OFFERING PRICE FOR ALL SECURITIES SOLD WITHIN THE TWELVE MONTHS BEFORE THE START OF AND DURING THE OFFERING OF SECURITIES UNDER THIS RULE 504, IN RELIANCE ON ANY EXEMPTION UNDER SECTION 3 (B), OR VIOLATION OF SECTION 5(A) OF THE SECURITIES ACT.

THE DISCLOSURE INFORMATION IN THE PRIVATE PLACEMENT MEMORANDUM IS SAME KIND OF INFORMATION AS WOULD BE REQUIRED IN PART II OF FORM 1-A FOR REGULATION A.

THE FINANCIAL STATEMENTS ARE IN GENERAL THE SAME AS A REGISTERED OFFERING, EXCEPT THAT ONLY THE ISSUER'S BALANCE SHEET, WHICH SHALL BE DATED WITHIN 120 DAYS OF THE START OF THE OFFERING, MUST BE AUDITED.

THE FOLLOWING IS THE MOST MISUNDERSTOOD, AND PROBABLY THE MOST ABUSED, ASPECT OF RULE 504.

- TO QUALIFY FOR EXEMPTION UNDER THIS RULE 504, OFFERS AND SALES MUST SATISFY THE TERMS AND CONDITIONS OF RULE 501 AND RULE 502 (A), (C) AND (D), EXCEPT THAT THE PROVISIONS OF RULE 502 (C) [PROHIBITING GENERAL ADVERTISING AND SOLICITATION] AND (D) [RESALE LIMITATIONS] DO NOT APPLY TO OFFERS AND SALES OF SECURITIES UNDER THIS RULE 504 THAT ARE MADE IN ONE OF THE FOLLOWING MANNERS:
 - EXCLUSIVELY IN ONE OR MORE STATES THAT PROVIDE FOR THE REGISTRATION OF THE SECURITIES, AND REQUIRE THE PUBLIC FILING AND DELIVERY TO INVESTORS OF A SUBSTANTIVE DISCLOSURE DOCUMENT BEFORE SALE, AND ARE MADE IN ACCORDANCE WITH THOSE STATE PROVISIONS.
 - IN ONE OR MORE STATES THAT HAVE NO PROVISION FOR THE REGISTRATION OF THE SECURITIES OR THE PUBLIC FILING OR DELIVERY OF A DISCLOSURE DOCUMENT BEFORE SALE, IF THE SECURITIES HAVE BEEN REGISTERED IN AT LEAST ONE STATE THAT PROVIDES FOR SUCH REGISTRATION, PUBLIC FILING AND DELIVERY BEFORE SALE, OFFERS AND SALES ARE MADE IN THAT STATE IN ACCORDANCE WITH SUCH PROVISIONS, AND THE DISCLOSURE DOCUMENT IS DELIVERED BEFORE SALE TO ALL PURCHASERS (INCLUDING THOSE IN THE STATES THAT HAVE NO SUCH PROCEDURE).
- EXCLUSIVELY ACCORDING TO STATE LAW EXEMPTIONS FROM REGISTRATION THAT PERMIT GENERAL SOLICITATION AND GENERAL ADVERTISEMENT SO LONG AS SALES ARE MADE ONLY TO "ACCREDITED INVESTORS" AS DEFINED IN RULE 501

EVERYONE FELL IN LOVE WITH 504:

- NO LIMITATIONS ON NUMBER OF PURCHASERS.
- GENERAL ADVERTISING AND SOLICITATION ALLOWED.
- UNDER ANY CERTAIN ANY CIRCUMSTANCES, THE STOCK CAN BE FREE TRADING, UNLIKE ANY OTHER STOCK SOLD IN ANY OTHER KIND OF PRIVATE PLACEMENT.

EVERYONE CONVENIENTLY FORGOT:

- STATE "BLUE SKY" LAWS LIMIT THE NUMBER OF PURCHASERS AND PROHIBITS GENERAL ADVERTISING AND SOLICITATION. WHAT THE FEDS GIVETH IN 504, THE STATES TAKETH AWAY IN BLUE SKY LAWS.
- BECAUSE OF MERIT REVIEW, EVERY STATE EXCEPT NEVADA IS IMPOSSIBLE TO CLEAR A REGISTRATION STATEMENT FILED IN THE STATE, MAKING FREE TRADING STOCK IMPOSSIBLE TO OBTAIN.
- EVERY STATE THAT HAS AN ACCREDITED ONLY INVESTOR OFFERING EXEMPTION HAS CHANGED THEIR LAW TO MAKE STOCK SOLD UNDER THE STATE EXEMPTION RESTRICTED, MAKING FREE TRADING STOCK IMPOSSIBLE TO OBTAIN. THIS LAST POINT HAS BEEN ROUTINELY IGNORED BY NUMEROUS 504 SCAM ARTISTS.
- PEOPLE CONTINUE TO TALK ABOUT USING A "TEXAS 504", "MINNESOTA 504," OR "[INSERT NAME OF ANY OTHER STATE] 504" STILL BEING AVAILABLE TO CREATE ALLEGED FREE TRADING STOCK. AVOID THESE PEOPLE. THEY ARE WRONG. FOR

EXAMPLE, TEXAS, THE 504 MOST OFTEN CITED BY THESE PEOPLE, HAS THE FOLLOWING STATEMENT IN THEIR ALL ACCREDITED INVESTOR EXEMPTION:

INVESTMENT INTENT; REALES. THE ISSUER REASONABLY BELIEVES THAT ALL PURCHASERS ARE PURCHASING FOR INVESTMENT AND NOT WITH THE VIEW TO OR FOR SALE IN CONNECTION WITH THE DISTRIBUTION OF THE SECURITY. ANY RESALE OF SECURITY SOLD IN RELIANCE ON THIS [ALL ACCREDITED INVESTOR] EXEMPTION WITHIN 12 MONTHS OF SALE SHALL BE PRESUMED TO BE WITH A VIEW TO DISTRIBUTION AND NOT FOR INVESTMENT, EXCEPT A RESALE PURSUANT TO A REGISTRATION STATEMENT EFFECTIVE UNDER THE TEXAS SECURITIES ACT, §7, OR TO AN ACCREDITED INVESTOR PURSUANT TO AN EXEMPTION AVAILABLE UNDER TEXAS SECURITIES ACT OR BOARD RULES. THIS MEANS THE STOCK SOLD UNDER THIS EXEMPTION MAY NOT BE RESOLD FOR 12 MONTHS. THUS, ALTHOUGH THE STOCK IS FREE TRADING UNDER RULE 504, IT IS NOT FREE TRADING UNDER TEXAS LAW AND THUS MAY NOT BE DEEMED FREE TRADING FOR A FINRA 211 FILLING OR ANY OTHER PURPOSE.

RULE 505 – EXEMPTION FOR LIMITED OFFERS AND SALES OF SECURITIES NOT EXCEEDING \$5,000,000

A RULE 505 PRIVATE PLACEMENT IS FOR OFFERINGS THAT DO NOT EXCEED \$5,000,000, LESS THE AGGREGATE OFFERING PRICE FOR ALL SECURITIES SOLD WITHIN THE TWELVE MONTHS BEFORE THE START OF AND DURING THE OFFERING OF SECURITIES UNDER THIS RULE 505 OR IN VIOLATION OF SECTION 5(A) OF THE ACT.

THE FOLLOWING GENERAL RULES OF REG D. APPLY:

- NO GENERAL ADVERTISING OR SOLICITATION
- INTEGRATION OF MULTIPLE PLACEMENTS
- RESTRICTION ON RESALE OF SECURITIES SOLD IN THE PLACEMENTS

IN ADDITION, THE FOLLOWING LIMITATION ON NUMBER OF PURCHASERS APPLIES:

- THERE CAN BE NO MORE THAN OR YOU MUST REASONABLY BELIEVE THAT THERE ARE NO MORE THAN 35 NON-ACCREDITED OR OTHER NON-EXCLUDED PURCHASERS OF SECURITIES FROM YOUR COMPANY IN ANY RULE 505 PLACEMENT.

THE SAME INFORMATION REQUIRED TO BE DISCLOSED IN A PRIVATE PLACEMENT MEMORANDUM UNDER RULE 504 IS REQUIRED IN A RULE 505 PRIVATE PLACEMENT MEMORANDUM, EXCEPT WITH RESPECT TO FINANCIAL STATEMENT IF YOU THE OFFERING IS FOR MORE THAN \$2,000,000, THE FINANCIAL STATEMENT INFORMATION REQUIRED IN FORM S-1 FOR SMALLER REPORTING COMPANIES IS REQUIRED, SUBJECT TO THE FOLLOWING: IF YOU CANNOT OBTAIN AUDITED FINANCIAL STATEMENTS WITHOUT UNREASONABLE EFFORT OR EXPENSE, THEN ONLY THE YOUR BALANCE SHEET, WHICH SHALL BE DATED WITHIN 120DAYS OF THE START OF THE OFFERING, MUST BE AUDITED.

RULE 506—EXEMPTION FOR LIMITED OFFERS AND SALES WITHOUT REGARD TO DOLLAR AMOUNT OF OFFERING

RULE 506 PRIVATE PLACEMENTS CAN BE FOR ANY AMOUNT.

THE SAME RESTRICTIONS THAT APPLY IN RULE 505 PLACEMENTS APPLY IN RULE 506 PLACEMENTS, AS FOLLOWS:

THE FOLLOWING GENERAL RULES OF REG. D APPLY:

- NO GENERAL ADVERTISING OR SOLICITATION
- INTEGRATION OF MULTIPLE PLACEMENTS
- RESTRICTION ON RESALE OF SECURITIES SOLD IN THE PLACEMENTS
- NO MORE THAN 35 NON-ACCREDITED OR OTHER NON-EXCLUDED PURCHASERS, WITH THE ADDITIONAL REQUIREMENT THAT:
- EACH PURCHASER WHO IS NOT AN ACCREDITED INVESTOR EITHER ALONE OR WITH HIS PURCHASER REPRESENTATIVE(S) HAS SUCH KNOWLEDGE AND EXPERIENCE IN FINANCIAL AND BUSINESS MATTERS THAT HE IS CAPABLE OF EVALUATING THE MERITS AND RISKS OF PROSPECTIVE INVESTMENT, OR THE YOU REASONABLY BELIEVE IMMEDIATELY PRIOR TO MAKING ANY SALE THAT SUCH PURCHASER COMES WITHIN THIS DESCRIPTION.

THE SAME DISCLOSURE INFORMATION AND FINANCIAL STATEMENTS REQUIRED TO BE INCLUDED IN A PRIVATE PLACEMENT MEMORANDUM IN RULE 505 PLACEMENTS APPLY IN RULE 506 PLACEMENTS.

THE MOST IMPORTANT FACTOR IS SELECTING WHICH RULE TO USE IS NOT FOUND IN REG. D

INSTEAD, IT IS RELATED TO THE FACT THAT YOU MUST ALSO COMPLY WITH STATE LAWS WHEN SELLING YOUR PRIVATE PLACEMENT, AS DISCUSSED IN DETAIL BELOW.

THE EASIEST PRIVATE PLACEMENTS TO CLEAR UNDER STATE BLUE SKY LAWS IS A 506 PLACEMENT. THIS IS BECAUSE THE NATIONAL SECURITIES MARKETS IMPROVEMENT ACT OF 1996, CALLED NSMIA CONTAINS SIGNIFICANT PROVISIONS THAT PREEMPT STATE BLUE SKY REGISTRATION AND REVIEW OF RULE 506 OFFERINGS. HOWEVER, EVEN IF YOU ARE DOING A RULE 506 PLACEMENT, YOU MUST FILE A FORM D AND IN MOST CASES A UNIFORM SERVICE OF PROCESS, CALLED FORM U-2, AND PAY A FILING FEE, WHICH VARIES FROM STATE TO STATE.

RULE 504 AND 505 PRIVATE PLACEMENTS MAY BE SUBJECT TO REVIEW ON THEIR MERITS OR OTHERWISE BE MORE DIFFICULT TO CLEAR IN THE STATES.

MANY PRACTITIONERS ADVISE THEIR CLIENTS TO USE RULE 506 FOR THIS REASON.

YOU'RE NOT QUITE DONE YET

THERE ARE SEVERAL OTHER THINGS YOU MUST DO TO ASSURE YOUR REG. D PRIVATE PLACEMENT DOES NOT VIOLATE THE LAW:

FILING OF NOTICE OF SALES:

YOU MUST FILE WITH THE SEC A NOTICE OF SALES CONTAINING THE INFORMATION REQUIRED BY FOR EACH NEW OFFERING OF SECURITIES NO LATER THAN 15 CALENDAR DAYS AFTER THE FIRST SALE OF SECURITIES IN THE OFFERING, UNLESS THE END OF THAT PERIOD FALLS ON A SATURDAY, SUNDAY, OR HOLIDAY, IN WHICH CASE THE DUE DATE WOULD BE THE FIRST BUSINESS DAY FOLLOWING.

YOU MUST FILE AN AMENDMENT TO A PREVIOUSLY FILED NOTICE OF SALES ON FORM D FOR AN OFFERING IF ANY INFORMATION IN A PREVIOUSLY FILED FORM D NEEDS TO BE CORRECTED.

PREVIOUSLY, YOU COULD ONLY FILE A FORM D IN PAPER FORMAT. NOW, THE FORM D MUST BE FILED WITH THE COMMISSION IN ELECTRONIC FORMAT ON THE SEC'S EDGAR SYSTEM.

EVERY NOTICE OF SALES ON FORM D MUST BE SIGNED BY A PERSON DULY AUTHORIZED BY THE ISSUER.

MAKE SURE YOU AREN'T SUBJECT TO THE DISQUALIFYING PROVISION RELATING TO EXEMPTIONS UNDER RULE 504, RULE 505 AND RULE 506

THIS IS A LIMITED "BAD BOY" DISQUALIFICATION IN REGULATION D. NO EXEMPTION UNDER RULE 504, RULE 505 OR RULE 506 SHALL BE AVAILABLE FOR AN ISSUER IF SUCH ISSUER, ANY OF ITS PREDECESSORS OR AFFILIATES HAVE BEEN SUBJECT TO ANY ORDER, JUDGEMENT, OR DECREE OF ANY COURT OF COMPETENT JURISDICTION TEMPORARILY, PRELIMINARY OR PERMANENTLY ENJOINING SUCH PERSON FOR FAILURE TO COMPLY WITH RULE 503 REQUIRING THE FILING OF A FORM D.

IF YOU SCREW UP, BUT ONLY A LITTLE, YOU COULD STILL BE SAVED: INSIGNIFICANT DEVIATIONS FROM A TERM, CONDITION OR REQUIREMENT OF REGULATION D.

THIS IS THE SO CALLED INNOCENT AND IMMATERIAL, OR "I AND I" SAVINGS PROVISION OF REG D.

IT PROVIDES THAT A FAILURE TO COMPLY WITH A TERM, CONDITION OR REQUIREMENT OF RULE 504, RULE 505 OR RULE 506 WILL NOT RESULT IN THE LOSS OF EXEMPTION FROM THE REQUIREMENTS OF SECTION 5 OF THE ACT FOR ANY OFFER OR SALE TO A PARTICULAR INDIVIDUAL OR ENTITY, IF THE PERSON RELYING ON THE EXEMPTION SHOWS:

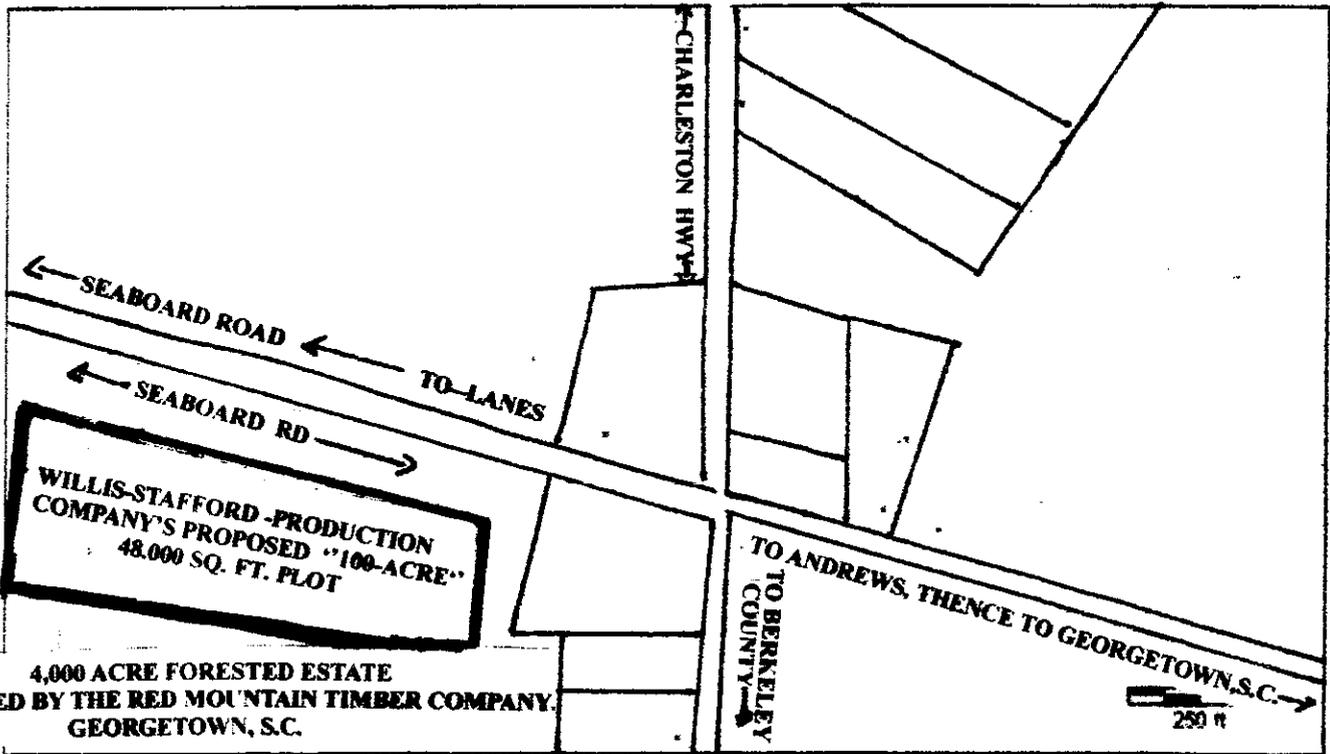
THE FAILURE TO COMPLY DID NOT PERTAIN TO A TERM, CONDITION OR REQUIREMENT DIRECTLY INTENDED TO PROTECT THAT PARTICULAR INDIVIDUAL OR ENTITY; AND

THE FAILURE TO COMPLY WAS INSIGNIFICANT WITH RESPECT TO THE OFFERING AS A WHOLE, PROVIDED THAT ANY FAILURE TO COMPLY WITH PARAGRAPH (C) OF RULE 502, PARAGRAPH (B)(2) OF RULE 504, PARAGRAPH (B)(2)(I) AND PARAGRAPH B(2)(II) OF RULE 505 AND PARAGRAPH (B)(2)(I) OF RULE 506 SHALL BE DEEMED TO BE SIGNIFICANT TO THE OFFERING AS A WHOLE; AND

A GOOD FAITH AND REASONABLE ATTEMPT WAS MADE TO COMPLY WITH ALL APPLICABLE TERMS, CONDITIONS AND REQUIREMENTS OF RULE 504, RULE 505 OR RULE 506.

THUS, FOR EXAMPLE, THE INNOCENT FAILURE TO TIMELY FILE A FORM D WILL NOT BLOW THE WHOLE REG. D EXEMPTION.

→ TO SALTERS & TO HWY # 377 TO KINGSTREE, S.C. →



Type notes here	Printed 02/20/2014	The purpose of this map is to display the geographic location of a variety of data sources frequently updated from local government and other agencies. Neither WTH Technology nor the agencies providing this data make any warranty concerning its accuracy or merchantability. And no part of it should be used as a legal description or document.
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General
Assessments
Structure

TRAVELING INSTRUCTIONS

Owner and General Parcel Information

Parcel Report	Print Parcel Report
Owner Name	HARRISON COLLIE MAE
Map Number	45-160-000
Mailing Address1	C/O LOLA COOPER
Mailing Address2	5048 SEABOARD RD
Mailing Address3	SALTERS SC
Physical Address3	
Legal Description1	
Legal Description2	
Acreage	0.80
Deed Book	A38
Deed Page	69
Plat Book	
Plat Page	

THOSE TRAVELERS DRIVING FROM CHARLESTON SHOULD TAKE US. HWY # 52 N; TURN RIGHT AT THE FIRST HWY AFTER CROSSING SANTEE RIVER BRIDGE, THEN TO GOURDIN, TURNING LEFT THENCE TO LANES, THEN ONTO SEABOARD RD TOWARD ANDREWS

THOSE TRAVELING FROM KINGSTREE OR U.S. HWYS # 52 OR # 521 - FROM KINGSTREE, TAKE S.C. STATE RD # 377 TO BURROWS CROSSROADS, TURNING LEFT ONE [1] MILE OUT ONTO CHARLESTON HWY, THEREBY COMING TO THE "PROPOSED" 100-ACRE BLDG. SITE AT THE CHARLESTON HWY SIDE OF THE INTERSECTION...



"OLD GLORY"



SOUTH CAROLINA STATE FLAG

6711 SHIRLEY AVENUE, PROSPECT, KENTUCKY 40059

WILLIS-STAFFORD@ATT.NET

BUSINESS TELEPHONE: 502-228-7730

FAX: 502-228-0291

FOUNDERS AND TOP ADMINISTRATORS

FOUNDERS & DEVELOPERS

JANUARY

FOUNDERS

2014

THE CHILDREN

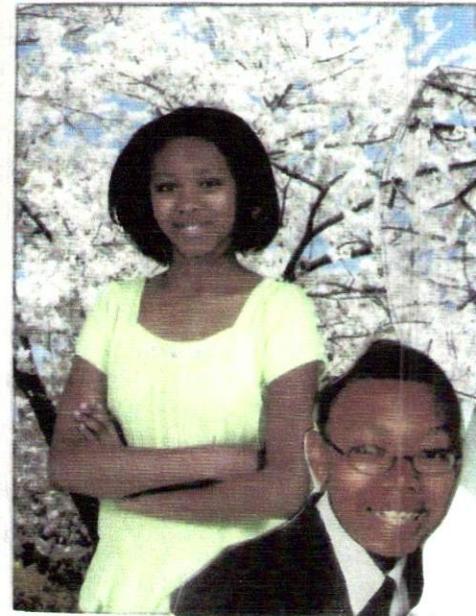
THE GRANDCHILDREN



ARMAND WILLIS STAFFORD & SISTER, TREVOR CECELIA STAFFORD



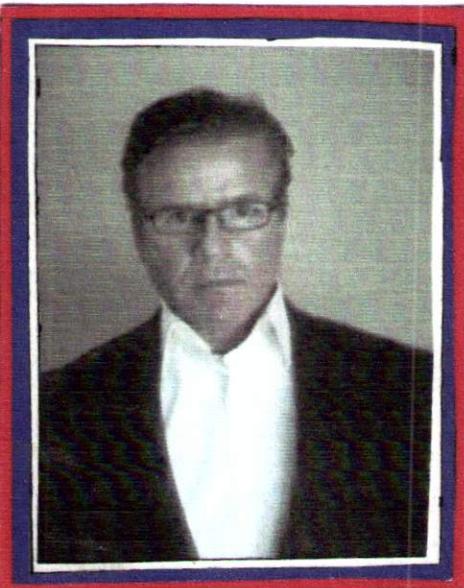
DR. HANFORD DOZIER STAFFORD & MRS. EVA WILLIS-STAFFORD WITH THEIR GRANDCHILDREN, GERALD ANTOINE WASHINGTON & HIS SISTER, CECELIA WASHINGTON



CECELIA WASHINGTON & BROTHER GERALD ANTOINE WASHINGTON
NOTE: GERALD WILL ENROLL IN S.C. STATE UNIVERSITY FALL 2014

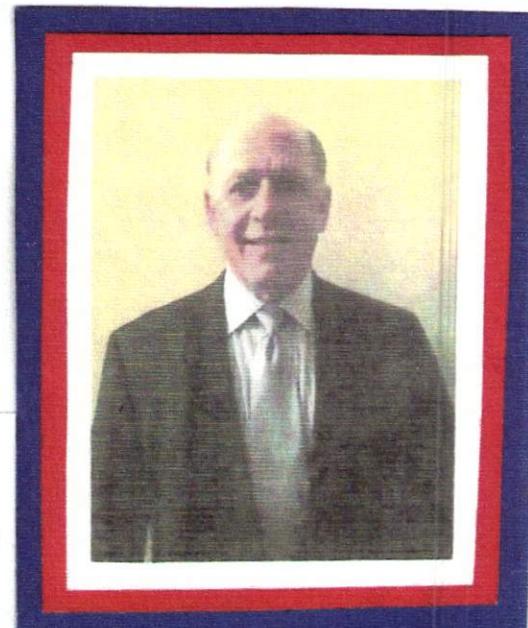
POTENTIAL STOCK SUBSCRIBER

MR. KEITH JACOBSON
PROPRIETOR
ASSOCIATED BUILDING SERVICES, INC.
MIDDLETOWN, NEW YORK 10940
TELEPHONE 845-344-1006



CHIEF OF STAFF

MR. JOHN MANACK
FORMER BUILDING CONSULTANT
OLYMPIA STEEL COMPANY
PITTSBURGH, PENNSYLVANIA



SEPTEMBER 21, 2015

TO: THE HONORABLE NIKKI R. HALEY ✓
GOVERNOR OF SOUTH CAROLINA
OFFICE OF THE GOVERNOR
1205 PENDLETON STREET
COLUMBIA, SOUTH CAROLINA 29201

RE: CANCELLATION OF A "PREVIOUSLY--APPROVED" SEC "REGULATION "D" 506(c) EXEMPT SECURITIES BY SOUTH CAROLINA'S ATTORNEY GENERAL ALAN WILSON

CC: ASSISTANT ATTORNEY GENERALS
MR. LOUIS COTE, III
MRS. TRACEY S. MEYERS
MR. JORDAN CRAPPE
MRS. THRESCHIA P. NAVARRO

DEAR GOVERNOR:

WE REQUEST THAT YOU PLEASE REVIEW THE ACTIONS OF SOUTH CAROLINA'S ATTORNEY GENERAL ALAN WILSON, WHOSE OFFICE "PREVIOUSLY-APPROVED" SECURITIES & EXCHANGE COMMISSION [SEC] REGULATION "D" 506(c) EXEMPT STOCK OFFERING [SEE APPROVAL MEMO DATED FEB. 18, 2015], THEREBY AUTHORIZING US TO CIRCULATE AND SELL OUR SECURITIES WITHIN THE PALMETTO STATE, AND THEN, ALMOST SIX (6) MONTHS LATER, AFTER WE HAD ABSORBED A "SEMINAL" COST OF \$250,000 PRINTING MATERIALS, HTML BLASTS, ADVERTISEMENTS & TELEMARKETING, NOT TO MENTION STAFF EXPENSES, WE RECEIVED A "CERTIFIED" "CEASE 'N DESIST" LETTER FROM ATTORNEY GENERAL WILSON ORDERING US TO "STOP" OUR ACTIVITIES. [SEE CEASE 'N DESIST" ORDER # 14067 FILE DATED JULY 17, 2015]; RECEIVED APPROXIMATELY TEN [10] DAYS LATER.

VIA OUR SECURITIES, WE ATTEMPTED TO "RAISE" \$7.2 MILLION [40%] FROM SOUTH CAROLINA'S CITIZENS--AND POSSIBLY OTHERS-- TO "QUALIFY" FOR A \$10.8 MILLION [60%]

USDA RURAL DEVELOPMENT ADMINISTRATION "GUARANTEE" BANK LOAN TO CONSTRUCT A 48,000 SQ.FT. FILM,A MUSIC&DANCE CD VIDEO PRODUCTION STUDIO IN RURAL WILLIAMSBURG COUNTY AND THEREBY CREATE BETWEEN 140 AND 160 JOBS OVER THREE[3] YEARS--THE LAST "HALF" OF 2015; ALL OF 2016, 2017& 2018.

THE TOTAL FILM PACKAGE OF \$18MILLION[100%], OF WHICH \$8MILLION WILL BE UTILIZED TO UNDERWRITE CONSTRUCTION OF THE FACILITY, AND THE REMAINING [\$10MILLION] WILL BE USED FOR OPERATING EXPENSES FOR THE LAST HALF OF 2015, 2016,2017&2018.

REVENUE IS PROJECTED TO "TOP \$51MILLION" BY 2017 AND DIVIDENDS ON COMMON AND INTEREST ON PREFERRED STOCK SHALL BEGIN AT YEARS END BEGINNING DECEMBER 30,2016,AND PAID AT YEARS END OF THE NEXT THREE[3] YEARS THEREAFTER..

AS YOU REVIEW HIS ATTACHED "ORDER," YOU WILL NO DOUBT SEE THAT THE SAME INFORMATION THAT HE AND/OR HIS ASSOCIATES SAW PRIOR TO FEBRUARY 18, 2015 WHEN HE "GRANTED" HIS "APPROVAL," WAS THE "SAME" MATERIALS HE REVIEWED SIX[6]MONTHS LATER--IN JULY, 2015-- THAT HE THEN LABELLED AS "INACCURATE," "MISLEADING," OR "UNTRUE."

THERE IS AN "INCONSISTENCY" HERE THAT DESERVES AN "EXPLANATION."

WHAT HAPPENED DURING THAT SIX[6] MONTHS' INTERIM IS THE "QUESTION"?

NEEDLESS TO SAY,WE MAINTAINED HIS "CHANGE" OF HEART WAS DUE TO--AS USUAL--"RACIST" ELEMENTS WITHIN OR OUTSIDE SOUTH CAROLINA THAT DID NOT--OR DO "NOT"-- WISH TO SEE US SUCCEED.

TO DO FURTHER DAMAGE TO OUR CAUSE, AND THEREBY "IMPUGN" OUR INTEGRITY, HE,OR THROUGH HIS ASSOCIATES ALSO CAUSED HIS "ORDER" TO BE INSTALLED ON THE INTERNET FOR THE ENTIRE WORLD TO SEE, AND IN HIS"ORDER" HE

“THREATENED US” WITH PENALTIES AND FINES IF WE DIDN'T ACCEDE.

WE REQUEST THAT YOU PLEASE “INVESTIGATE” MR. WILSON'S CHARGES AND ISSUE A “GUBERNATORIAL” ORDER CANCELLING HIS “ORDER TO “CEASE AND DESIST,” THUS “REMOVING” IT FROM THE INTERNET AND “LIMITING” HIS AUTHORITY TO INTERFERE WHILE WE DO FUTURE BUSINESS IN SOUTH CAROLINA.

OR, IF YOU WILL, BARRING ANY GUBERNATORIAL “OVERSIGHT,” “JUST REQUEST HIM TO CANCEL THIS “ORDER.”

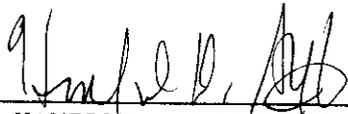
SINCERELY

ENCLOSURE

- 1. ORDER TO “CEASE ‘N DESIST”**
- 2. “ORDER” ON THE INTERNET**
- 3. LETTER TO AG ALAN WILSON AND HIS ASSOCIATES**

NOTE: YOU SHOULD HAVE A PREVIOUS COPY OF OUR PROPOSAL IN YOUR FILES AS WE HAD WRITTEN TO YOU BEFORE REQUESTING FUNDING REQUESTS.

CORPORATE URL: [HTTP://WWW.WILLIS-STAFFORD.COM](http://www.willis-stafford.com)



**DR. HANFORD D. STAFFORD, PRESIDENT, CEO
& FOUNDER**



**[MRS.] EVA W. STAFFORD, EXECUTIVE
VICE PRESIDENT FOR FINANCIAL AFFAIRS
& CO-FOUNDER**