

STATE OF ALABAMA  
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF: )

SACCO & VANZETTI LLC )  
STRATA PRODUCTIONS INC )  
TERRY GREEN )  
DAVE LARSEN )

\_\_\_\_\_  
RESPONDENTS )

ADMINISTRATIVE ORDER  
NO. CD-2006-0043

CEASE AND DESIST ORDER

The Alabama Securities Commission ("Commission"), having the authority to administer and provide for the enforcement of all provisions of Title 8, Chapter 6, Code of Alabama 1975, the Alabama Securities Act, upon due consideration of the subject matter hereof, has determined as follows.

RESPONDENTS

1. During all times relevant to the offer referenced in this order, SACCO & VANZETTI LLC (SACCO & VANZETTI) was an Illinois limited liability company with a principal business address of 77 West Washington Street, Suite 1306, Chicago, Illinois.

2. During all times relevant to the offer referenced in this order, STRATA PRODUCTIONS INC (STRATA) was an Illinois corporation with a principal business address of 77 West Washington Street, Suite 1306, Chicago, Illinois. STRATA was the manager of SACCO & VANZETTI.

3. During all times relevant to the offer referenced in this order, TERRY GREEN (GREEN) was the Chairman and Chief Executive Officer of STRATA.

4. During all times relevant to the offer referenced in this order, DAVE LARSEN (LARSEN) was an Associate Producer for STRATA with a principal business address of 77 West Washington Street, Suite 1306, Chicago, Illinois.

## STATEMENT OF FACTS

5. Commission staff received information that in July 2006, SACCO & VANZETTI, STRATA, GREEN and LARSEN offered Units of limited liability interests in SACCO & VANZETTI to an Alabama resident. The Confidential Private Placement Memorandum (PPM) stated that the company is "offering 240 Units of limited liability interests to prospective investors for a purchase price of \$15,000 Per Unit." The PPM further stated, "The Units are being offered pursuant to Rule 506 of Regulation D of Section 4(2) of the Securities Act of 1933, as amended."

6. Commission staff received information that LARSEN made a general solicitation ("cold call") to the Alabama investor. This is in violation of the United States Securities and Exchange Regulation 230.502(c), regarding Limitation on Manner of Offering. The exemption for registration concerning Reg. D 506 (Limited Offering) is conditional to the issuer abiding by the rules against general solicitation. The violation committed by LARSEN voids any exemption claimed by SACCO & VANZETTI and STRATA concerning the limited offering.

7. A search of the U.S. Securities and Exchange Commission's Edgar website revealed a Reg. D 506 filing submitted by SACCO & VANZETTI on September 28, 2005.

8. A review of the files of the Registration Division of the Alabama Securities Commission was conducted on September 25, 2006 disclosing a record of exempted status for the security, to wit: the Units of limited liability interests in SACCO & VANZETTI, in the state of Alabama. The Registration Division record disclosed that the Notice Filing for the security was received and approved on October 5, 2005 and expires on October 5, 2006. The Federal Filing Type is "Reg D, Rule 506."

9. A review of the files of the Registration Division of the Alabama Securities Commission was conducted on October 18, 2006 disclosing no record of registration for LARSEN as a broker dealer agent, investment advisor, or investment advisor representative in the state of Alabama.

10. A review of the files of the Registration Division of the Alabama Securities Commission was conducted on October 20, 2006 disclosing no record of registration for GREEN as a broker dealer agent, investment advisor, or investment advisor representative in the state of Alabama.

11. A review of the files of the Registration Division of the Alabama Securities Commission was conducted on September 25, 2006 disclosing no record of registration for STRATA as a broker dealer in the state of Alabama.

12. On February 6, 2001, the Pennsylvania Securities Commission issued a Cease and Desist Order against STRATA, GREEN, and others, in an offering called Rebel LLC, prohibiting the continued offer and sale of unregistered securities in Pennsylvania.

13. On March 18, 2002, the California Corporation Commission issued a Desist and Refrain Order against STRATA, GREEN, and others, in an offering called Rebel, LLC, prohibiting the offer and sale of unqualified securities in California.

14. On June 6, 2005, the California Corporations Commission issued a Desist and Refrain Order against STRATA, GREEN, and others, in an offering called Heaven's Fall, LLC, prohibiting the offer and sale of unqualified securities in California.

### **CONCLUSIONS OF LAW**

15. Section 8-6-2(10), Code of Alabama 1975, defines stock or any evidence of indebtedness as a security. The Units of limited liability interests in SACCO & VANZETTI are securities under the Act.

16. Due to the general solicitation made by LARSEN, the registration exemption claimed by SACCO & VANZETTI for the offer of Units of limited liability interests in SACCO & VANZETTI is void; therefore, the limited offering issued by SACCO & VANZETTI, STRATA, GREEN and LARSEN is neither registered nor exempt from registration in the state of Alabama. The sale of unregistered securities, in the state of Alabama is a violation of Section 8-6-4, Code of Alabama 1975.

17. During all times relevant to the offer referenced in this order, GREEN and LARSEN were not registered as broker dealer agents, investment advisors, or investment advisor representatives in the state of Alabama. Pursuant to Section 8-6-3(a), Code of Alabama, 1975, it is unlawful for a person to transact business in this state as a dealer or agent for securities unless such person is registered under the Act. GREEN and LARSEN unlawfully effected a transaction in securities while not registered under the Act.

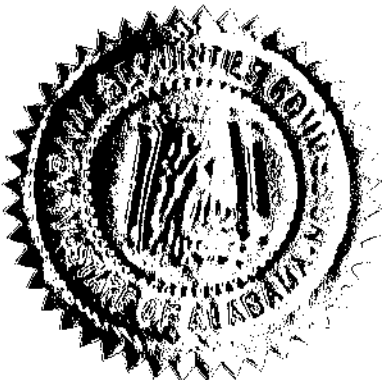
18. During all times relevant to the offer referenced in this order, STRATA was not registered as a broker dealer in the state of Alabama. Pursuant to Section 8-6-3(a), Code of Alabama, 1975, it is unlawful for a person to transact business in this state as a dealer or agent for securities unless such person is registered under the Act. STRATA unlawfully acted in the capacity of a broker dealer while not registered under the Act.

This Order is appropriate in the public interest for the protection of investors and consistent with the purposes of the Alabama Securities Act.

This Order does not prevent the Commission from seeking such other civil or criminal remedies that may be available to it under the Alabama Securities Act.

**ACCORDINGLY, IT IS HEREBY ORDERED** that RESPONDENTS immediately **CEASE AND DESIST** from further offers or sales of any security into, within or from the state of Alabama

Entered at Montgomery, AL, this 19th day of December, 2006.



ALABAMA SECURITIES COMMISSION  
770 Washington Avenue, Suite 570  
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(334) 242-2984

BY:

A handwritten signature in black ink, appearing to read "Joseph P. Borg", is written over a horizontal line.

JOSEPH P. BORG  
Director