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Mail P.O. BOX 13167
AUSTIN, TEXAS 78711-316

Texas State Securities Board

208 E. 10th Street, 5th Floor
Austin, Texas 78701-2407
www.ssb.state.tx.us

Phone (512) 305-8300
Facsimile: (512) 305-8310

IN THE MATTER OF
RODNEY INTERNATIONAL
AND ALEXANDER M. GITTENS
AKA MICHAEL ALEX GITTENS

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§
§
§

Order No. ENF-08-CDO-1649

TO: Rodney International
3430 Jefferson Avenue East
Detroit, Michigan 48207
and
P.O. Box #277
1690 Huron Church Road
Windsor, Ontario N9C 0A9

Alexander M. Gittens aka Michael Alex Gittens
3430 Jefferson Avenue East
Detroit, Michigan 48207
and
P.O. Box #277
1690 Huron Church Road
Windsor, Ontario N9C 0A9
and
1705 Askin Avenue
Windsor, Ontario N9B 3T9

EMERGENCY CEASE AND DESIST ORDER

This is your OFFICIAL NOTICE of the issuance by the Securities Commissioner of the State of Texas ("Securities Commissioner") of an EMERGENCY CEASE AND DESIST ORDER pursuant to Section 23-2 of The Securities Act, TEX. REV. CIV. STAT. ANN. art. 581-1 et seq. (Vernon 1964 & Supp. 2007) ("Texas Securities Act").

The Staff of the Enforcement Division ("the Staff") of the Texas State Securities Board ("the Securities Board") has presented evidence sufficient for the Securities Commissioner to find that:

FINDINGS OF FACT

1. Rodney International ("Respondent Rodney") maintains last known addresses at 3430 Jefferson Avenue East, Detroit, Michigan 48207 and P.O. Box #277, 1690 Huron Church Road, Windsor, Ontario N9C 0A9.
2. Alexander M. Gittens aka Michael Alex Gittens ("Respondent Gittens") maintains last known addresses at 3430 Jefferson Avenue East, Detroit, Michigan 48207, P.O. Box #277, 1690 Huron Church Road, Windsor, Ontario N9C 0A9 and 1705

Askin Avenue, Windsor, Ontario N9B 3T9. Respondent Gittens is the Senior Investment Officer of Respondent Rodney.

3. Respondents are soliciting Texas residents to purchase an investment in the Rodney International Ulysses Project (the "Ulysses Project") through advertisements carried on Craigslist that target the residents of particular Texas cities.
4. The Ulysses Project is a debt product secured by the assets of Respondent Rodney and the value of its real estate portfolio. Respondent Gittens is the Project Manager of the Ulysses Project and he retains the exclusive authority to manage the operations and affairs of the Ulysses Project and to make all decisions regarding the business thereof.

Respondents are representing that investors in the Ulysses Project will receive a promissory note and that they will be entitled to interest ranging from 14.25% to 24.00% payable on an annual basis. Investors are told that their funds will be used by Respondents to invest in real estate projects.

5. Neither the Ulysses Project nor any other securities issued by Respondents have been registered by qualification, notification or coordination and no permit has been granted for their sale in Texas.
6. Respondents have not been registered with the Securities Commissioner as dealers or agents at any time material hereto.
7. Respondents are representing that Respondent Gittens is fully licensed to sell all securities and holds a "360 degree certification for selling all securities in Canada." This representation is materially misleading or otherwise likely to deceive the public in light of the facts that Respondent Gittens has not been registered with the Securities Commissioner to sell securities in Texas and the Ontario Securities Commission has no record of Respondent Gittens having been registered under the Securities Act, R.S.O. 1990 c. S. 5.
8. Respondents are representing to Texas investors that they can earn "referral income" or a "finder's fee" ranging between \$350.00 and \$30,000.00 for each person they refer to Respondent Rodney who invests in the Ulysses Project. This representation is materially misleading or otherwise likely to deceive the public in light of the fact that Texas residents referring prospective investors for a fee must comply with the requirements of the Texas Securities Act.
9. Respondents are representing that Respondent Gittens is entitled to receive a monthly fee after interest payments have been disbursed to investors. This representation is materially misleading or otherwise likely to deceive the public in light of the fact that Respondents fail to disclose the amount of said monthly fee.

In connection with the offer for sale of the Ulysses Project, Respondents are intentionally failing to disclose the material fact that on or about June 12, 2007, Respondent Gittens was charged in Information No. 2007-9256, presented by the Royal Canadian Mounted Police in the Ontario Court of Justice, with the following offenses that relate to either attempts to sell or actual sales of watches bearing forged registered trademarks:

- A. Two counts of knowingly making for sale, or by way of trade exposing or offering for sale, an infringing copy of work in violation of Section 42(1)(a) of the Copyright Act, R.S., 1985, c. C-42, s. 42;
- B. Three counts of knowingly selling, or by way of trade exposing or offering for sale, an infringing copy of work in violation of Section 42(1)(b) of the Copyright Act, R.S., 1985, c. C-42, s. 42;
- C. One count of defrauding a registered trademark holder of an amount greater than five thousand dollars in violation of Section 380(1)(a) of the Criminal Code of Canada, R.S., 1985, c. C-46, s.380; and
- D. Forty-seven counts of attempting to defraud registered trademark holders in amounts not exceeding five thousand dollars in violation of Section 380(1)(b) of the Criminal Code of Canada, R.S., 1985, c. C-46, s. 380, and Section 24(1) of the Criminal Code of Canada, R.S., 1985, c. C-34, s. 24.

CONCLUSIONS OF LAW

1. The investments in the Ulysses Project are "securities" as that term is defined by Section 4.A of the Texas Securities Act.
2. Respondents are violating Section 7 of the Texas Securities Act by offering securities for sale in Texas at a time when the securities are not registered with *the Securities Commissioner*.
3. Respondents are violating Section 12 of the Texas Securities Act by offering securities for sale in Texas without being registered pursuant to the provisions of Section 12 of the Texas Securities Act.
4. Respondents are making an offer containing statements that are materially misleading or otherwise likely to deceive the public.
5. Respondents are engaging in fraud in connection with the offer for sale of securities.
6. Respondents' conduct, acts, and practices threaten immediate and irreparable public harm.
7. The foregoing violations constitute bases for the issuance of an Emergency Cease and Desist Order pursuant to Section 23-2 of the Texas Securities Act.

ORDER

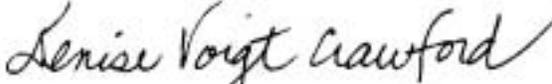
1. It is therefore ORDERED that Respondents immediately CEASE AND DESIST from offering for sale any security in Texas until the security is registered with the Securities Commissioner or is offered for sale pursuant to an exemption from registration under the Texas Securities Act.
2. It is further ORDERED that Respondents immediately CEASE AND DESIST from acting as securities dealers or agents in Texas until Respondents are registered with the Securities Commissioner or are acting pursuant to an exemption from registration under the Texas Securities Act.
3. It is further ORDERED that Respondents immediately CEASE AND DESIST from offering securities in Texas through an offer containing a statement that is materially misleading or otherwise likely to deceive the public.
4. It is further ORDERED that Respondents immediately CEASE AND DESIST from engaging in any fraud in connection with the offer for sale of any security in Texas.

NOTICE

Pursuant to Section 23-2 of the Texas Securities Act, you may request a hearing before the 31st day after the date you were served with this Order. The request for a hearing must be in writing, directed to the Securities Commissioner, and state the grounds for the request to set aside or modify the Order. Failure to request a hearing will result in the Order becoming final and non-appealable.

You are advised under Section 29.D of the Texas Securities Act that any knowing violation of an order issued by the Securities Commissioner under the authority of Section 23-2 of the Texas Securities Act is a criminal offense punishable by a fine of not more than \$5,000, or imprisonment in the penitentiary for not more than two years, or by both such fine and imprisonment.

SIGNED AND ENTERED by the Securities Commissioner this 28th day of March, 2008.


DENISE VOIGT CRAWFORD
Securities Commissioner