

DENISE VOIGT CRAWFORD  
SECURITIES COMMISSIONER



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## Texas State Securities Board

208 E. 10th Street, 5th Floor  
Austin, Texas 78701-2407  
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IN THE MATTER OF §  
WELL BRANDS PRODUCTS, CO. §

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**Order No. ENF-09-CDO-1668**

TO: Well Brands Products, Co.  
2777 Woodland Park Dr., Suite 702  
Houston, Texas 77082

### **AGREED CEASE AND DESIST ORDER**

Be it remembered that Well Brands Products, Co. ("Respondent Well Brands"), by and through its Director, Telly Alkheder, appeared before the Securities Commissioner of Texas ("Securities Commissioner") and consented to the entry of this Order and the Findings of Fact and Conclusions of Law contained herein.

#### FINDINGS OF FACT

1. Respondent has waived (a) Respondent's right to notice and a hearing in this matter; (b) Respondent's right to appear and present evidence in this matter; (c) Respondent's right to appeal this Order; and (d) all other procedural rights granted to Respondent by The Securities Act, TEX. REV. CIV. STAT. ANN. art. 581-1 et seq. (Vernon 1964 & Supp. 2008) ("Texas Securities Act"), and the Administrative Procedure Act, TEX. GOV'T CODE ANN. § 2001.001 et seq. (Vernon Supp. 2008) ("Administrative Procedure Act").
2. Respondent Well Brands is a Texas entity that maintains a last known business address at 2777 Woodland Park Dr., Suite 702, Houston, Texas 77082.
3. Telly Alkheder is a Director of Well Brands Products, Co., and he maintains a last known address at 2777 Woodland Park Dr., Suite 702, Houston, Texas 77082.

4. Respondent made available the opportunity to participate in investment programs in Texas via the *Houston Chronicle*, a newspaper of general public circulation. Respondent represented that the investment programs will provide a 24% minimum return over a term that ranges from one to three years. Investors were asked to invest a principal amount of \$100,000.00 to \$500,000.00.
5. The investment programs were not registered by qualification, notification or coordination and no permit has been granted for their sale in Texas.
6. Respondent was not registered with the Securities Commissioner as a dealer or agent at any time material hereto.

#### CONCLUSIONS OF LAW

1. The above-described investment programs are "securities" as that term is defined by Section 4.A of the Texas Securities Act.
2. Respondent has violated 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. Respondent has violated 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.

#### ORDER

1. It is therefore ORDERED that Respondent 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 Respondent immediately CEASE AND DESIST from the offer and sale of securities in Texas until Respondents are registered with the Securities Commissioner as dealers or an available exemption from registration is utilized.

SIGNED AND ENTERED by the Securities Commissioner this 16<sup>th</sup> day of March, 2009.

  
DENISE VOIGT CRAWFORD  
Securities Commissioner

Respondent:

Well Brands Products, Co.

  
\_\_\_\_\_  
Telly Alkheder, Director  
President

Approved as to Form:

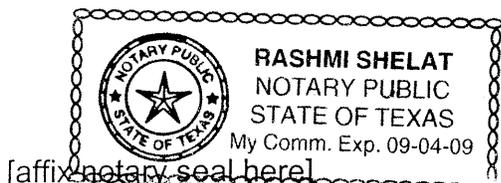
  
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Joseph J. Rotunda  
Director  
Enforcement Division

  
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Moge Lovelle  
Assistant Director  
Enforcement Division

ACKNOWLEDGMENT

On the 3 day of MARCH, 2009, Well Brands Products, Co. ("Respondent Well Brands"), by and through its Director, Telly Alkheder, personally appeared before me, executed the foregoing Order and acknowledged that:

1. Telly Alkheder is duly authorized to enter into the foregoing Order on behalf of Respondent Well Brands;
2. Telly Alkheder has read the foregoing Order;
3. Respondent Well Brands has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent Well Brands knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact and Conclusions of Law contained therein; and
5. Respondent Well Brands, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.



RASHMI SHELAT  
Notary Public in and for  
the State of TEXAS

My commission expires on: 09-04-09