

State of Missouri
Office of Secretary of State

Case No. AP-12-24

IN THE MATTER OF:

SOLAR EVOLUTION, INC.;
AND EVANGELOS PAPAKIRISTIS

Respondents.

Serve: Solar Evolution, Inc. at:
Registered Agent:
National Registered Agents of Hawaii, Inc.
1136 Union Mall, Suite 300
Honolulu, Hawaii 96813

Serve: Evangelos Papakiristis at:
20 Crown Pointe Blvd. Apartment A
Highland, Illinois 62249-3891

**ORDER TO CEASE AND DESIST AND ORDER TO SHOW CAUSE WHY
RESTITUTION, CIVIL PENALTIES, AND COSTS SHOULD NOT BE IMPOSED**

On July 19, 2012, the Enforcement Section of the Securities Division of the Office of Secretary of State (the "Enforcement Section"), through the Securities Division's Deputy Enforcement Counsel Corinne Muller, submitted a Petition for Order to Cease and Desist and Order to Show Cause Why Restitution, Civil Penalties, and Costs Should Not Be Imposed. After reviewing the petition, the Commissioner issues the following findings of fact, conclusions of law and order:

I. FINDINGS OF FACT

1. Solar Evolution, Inc. ("Solar"), is a Hawaii corporation organized on September 25, 2008. The last known address of Solar is 11811 North Freeway, Suite 500, Houston, Texas 77060. A check of the records maintained by the Business Services Division indicates that Solar has never been registered as a corporation with the Missouri Secretary of State. Solar's registered agent for service of process is National Registered Agents of Hawaii, Inc., at 1136 Union Mall, Suite 301, Honolulu, Hawaii 96813.
2. Evangelos Papakiristis ("Papakiristis") was the owner of Solar until September of 2009, at which time Papakiristis sold Solar. Papakiristis has a last known address of 20 Crown Pointe Boulevard, Apartment A, Highland, Illinois 62249-3891. A check of the records maintained by the Commissioner indicates that Papakiristis, at all times relevant, was not registered as a securities agent in the State of Missouri.
3. At all times relevant, records maintained by the Commissioner contained no registration, granted exemption, or notice filing indicating status as a "federal covered security" for securities issued by Papakiristis or Solar.
4. As used herein, the term "Respondents" refers to Papakiristis and Solar.
5. On June 5, 2001, Papakiristis entered a guilty plea to one (1) count of Trafficking in Motor Vehicles (Conspiracy) and six (6) counts of Trafficking Motor Vehicles. Papakiristis was sentenced to 5 years probation. USA v. Papakiristis, No. 1:01-cr-00210-DAE (D. Haw. 2001).
6. On November 5, 2003, Papakiristis had filed a Petition for bankruptcy and was discharged in bankruptcy in the U.S. District Court of Hawaii. In re Papakiristis, No. 01:03-bk-2335 (Bankr. D. Haw. 2003).
7. On October 18, 2011, the Enforcement Section contacted a thirty-two (32) year-old Newburg, Missouri resident ("MR"). MR stated, among other things, that:
 - a. in or around June 2009, MR met with Papakiristis to discuss a potential investment. During this meeting, Papakiristis told MR, among other things, that:
 - i. Solar was a Nevada company, owned by Papakiristis;
 - ii. Solar was operational and was seeking investors;

- iii. Papakiristis had several other investors in Los Angeles, California, and Jefferson City, Missouri;
 - iv. if MR invested in Solar, MR would get a forty percent (40%) return on MR's investment;
 - v. MR's funds would be used to sell, buy, and/or make solar panels for Solar; and
 - vi. MR's funds would also be used to invest in stock in another company;
 - b. on or about June 13, 2009, Papakiristis emailed MR regarding an investment in Solar and attached an agreement ("Agreement"). In this email Papakiristis stated, among other things, that:
 - i. MR should make a cashier's check payable to Papakiristis so that he was "not taxed twice on the investment funds;"
 - ii. MR should write in the memo line of the check, "Capital Investment;"
 - iii. MR would receive forty percent (40%) return on the investment amount until December 31, 2009;
 - iv. after December 31, 2009, all investment returns were to be capped at twenty-nine percent (29%) for tax reasons; and
 - v. MR would receive a return of fifteen thousand one hundred dollars (\$15,100) on July 19, 2009;
 - c. on or about June 16, 2009, MR sent a cashier's check made payable to Papakiristis in the amount of nine thousand five hundred dollars (\$9,500), and executed the Agreement;
 - d. MR mailed the investment check and the Agreement to Solar at the address provided in the Agreement. That address is 3565 Las Vegas Blvd South, Suite #152, Las Vegas, Nevada 89109;
 - e. on or around June 30, 2009, MR contacted Papakiristis by phone to inquire as to MR's investment and the following took place during the conversation, among other things:
 - i. MR requested information about Solar and wanted to visit the Solar facility; and
 - ii. Papakiristis would not agree to a site visit by MR;
 - f. Subsequent to the June 30, 2009 conversation, MR demanded a return of MR's investment; and
 - g. MR has not received a return of MR's invested funds.
8. Prior to MR's investment, Papakiristis and Solar failed to disclose to MR:
 - a. that Papakiristis was not registered to sell securities in the State of Missouri;
 - b. financial information to support the promise of a forty percent (40%) return on MR's investment;
 - c. the risks of investment;
 - d. that on June 5, 2001, Papakiristis entered a guilty plea to one (1) count of Trafficking in Motor Vehicles (Conspiracy) and six (6) counts of Trafficking Motor Vehicles. Papakiristis was sentenced to 5 years probation. *USA v. Papakiristis*, No. 1:01-cr-00210-DAE (D. Haw. 2001); and
 - e. that on November 5, 2003, Papakiristis had filed a Petition for bankruptcy and was discharged in bankruptcy in the U.S. District Court of Hawaii. *In re Papakiristis*, No. 01:03-bk-2335 (Bankr. D. Haw. 2003).
9. On or about December 15, 2011, an investigator with the Enforcement Section contacted Papakiristis. Papakiristis stated, among other things, the following:
 - a. Papakiristis was working with a Chinese company to create a "solar backpack;"
 - b. Papakiristis invested his own money in the "solar backpack" project;
 - c. Papakiristis solicited an investment in Solar from MR to fund the "solar backpack" project;
 - d. the "solar backpack" project failed and all of the investment money was lost;
 - e. MR was the only investor in Solar;
 - f. MR was a friend of Papakiristis' sister;
 - g. Papakiristis sold Solar to Randal Robinson sometime between June and October, 2009;

- h. Papakiristis told MR that Papakiristis would return MR's investment money by making payments to MR; and
 - i. Papakiristis has not made any payments to MR as of December 15, 2011.
10. The Enforcement Section's investigation revealed, among other things, the following:
- a. The Las Vegas, Nevada address to which MR mailed the investment check and the Agreement was a UPS Store Mailbox ("UPS Mailbox");
 - b. Papakiristis rented the UPS Mailbox six (6) days prior to MR's investment;
 - c. the UPS Mailbox application listed an address in Jefferson City, Missouri, for Papakiristis; and
 - d. MR's cashier's check was endorsed by Papakiristis and deposited on June 22, 2009, in an account in the name of Moneytree, Inc., a check cashing service.
11. A check of the records maintained by the Commissioner confirmed that:
- a. the investment offered by Papakiristis was not registered in the State of Missouri; and
 - b. Papakiristis has never been registered to offer or sell securities in the State of Missouri.

II. STATUTORY PROVISIONS

12. Section 409.1-102(1), RSMo. (Cum Supp. 2011), defines "Agent" as "an individual, other than a broker-dealer, who represents a broker-dealer in effecting or attempting to effect purchases or sales of securities or represents an issuer in effecting or attempting to effect purchases or sales of the issuer's securities. But a partner, officer, or director of a broker-dealer or issuer, or an individual having a similar status or performing similar functions is an agent only if the individual otherwise comes within the term. The term does not include an individual excluded by rule adopted or order issued under this act."
13. Section 409.1-102(17), RSMo. (Cum Supp. 2011), defines "Issuer" as "a person that issues or proposes to issue a security . . ."
14. Section 409.1-102(25), RSMo. (Cum Supp. 2011), defines "Record" as "information that is inscribed on a tangible medium or that is stored in an electronic or other medium and is retrievable in perceivable form"
15. Section 409.1-102(26), RSMo. (Cum Supp. 2011), defines "Sale" as "every contract of sale, contract to sell, or disposition of, a security or interest in a security for value, and 'offer to sell' includes every attempt or offer to dispose of, or solicitation of an offer to purchase, a security or interest in a security for value."
16. Section 409.1-102(28), RSMo. (Cum Supp. 2011), defines "Security" as "a note; stock; treasury stock; security future; bond; debenture; evidence of indebtedness; certificate of interest of participation in a profit-sharing agreement; collateral trust certificate; preorganization certificate or subscription; transferable share; investment contract; voting trust certificate; certificate of deposit for a security; fractional undivided interest in oil, gas, or other mineral rights; put, call, straddle, option, or privilege on a security, certificate of deposit, or group or index of securities, including an interest therein or based on the value thereof; put, call, straddle, option, or privilege entered into on a national securities exchange relating to foreign currency; or in general, an interest or instrument commonly known as a 'security'; or a certificate of interest or participation in, temporary or interim certificate for, receipt for, guarantee of, or warrant or right to subscribe to or purchase, any of the foregoing." The term:
- (A) Includes both a certificated and an uncertificated security;
 - (B) Does not include an insurance or endowment policy or annuity contract under which an insurance company promises to pay money either in a lump sum or periodically for life or other specified period;
 - (C) Does not include an interest in a contributory or noncontributory pension or welfare plan subject to the Employee Retirement Income Security Act of 1974;
 - (D) Includes as an "investment contract" an investment in a common enterprise with the expectation of profits to be derived primarily from the efforts of a person other than the investor and a "common enterprise" means an enterprise in which the fortunes of the investor are interwoven with those of either the person offering the investment, a third party, or other investors; and
 - (E) May include as an "investment contract", among other contracts, an interest in a limited partnership and a limited liability company and an investment in a viatical settlement or similar agreement.
17. Section 409.3-301, RSMo. (Cum Supp. 2011), states:
- It is unlawful for a person to offer or sell a security in this state unless:
- (1) The security is a federal covered security;

- (2)The security, transaction, or offer is exempted from registration under sections 409.2-201 to 409.2-203; or
- (3)The security is registered under this act.

18. Section 409.4-402(a), RSMo. (Cum. Supp. 2011), states:

It is unlawful for an individual to transact business in this state as an agent unless the individual is registered under this act as an agent or is exempt from registration as an agent under subsection (b).

19. Section 409.4-402(d), RSMo. (Cum. Supp. 2011), states:

It is unlawful for a broker-dealer, or an issuer engaged in offering, selling, or purchasing securities in this state, to employ or associate with an agent who transacts business in this state on behalf of broker-dealers or issuers unless the agent is registered under subsection (a) or exempt from registration under subsection (b).

20. Section 409.5-501, RSMo. (Cum. Supp. 2011), states:

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 statement made, in the light of the circumstances under which it is 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.

21. Section 409.6-601(a), RSMo. (Cum. Supp. 2011), states:

This act shall be administered by the commissioner of securities who shall be appointed by and act under the direction of the secretary of state, and shall receive compensation as provided by law.

22. Section 409.6-602, RSMo. (Cum. Supp. 2011), states:

(a)The commissioner may:

- (1)Conduct public or private investigations within or outside of this state which the commissioner considers necessary or appropriate to determine whether a person has violated, is violating, or is about to violate this act or a rule adopted or order issued under this act, or to aid in the enforcement of this act or in the adoption of rules and forms under this act;
- (2)Require or permit a person to testify, file a statement, or produce a record, under oath or otherwise as the commissioner determines, as to all the facts and circumstances concerning a matter to be investigated or about which an action or proceeding is to be instituted;
- (3)Publish a record concerning an action, proceeding, or an investigation under, or a violation of, this act or a rule adopted or order issued under this act if the commissioner determines it is necessary or appropriate in the public interest and for the protection of investors;

...

(b)For the purpose of an investigation under this act, the commissioner or its designated officer may administer oaths and affirmations, subpoena witnesses, seek compulsion of attendance, take evidence, require the filing of statements, and require the production of any records that the commissioner considers relevant or material to the investigation.

23. Section 409.6-604, RSMo. (Cum. Supp. 2011), states:

(a)If the commissioner determines that a person has engaged, is engaging, or is about to engage in an act, practice, or course of business constituting a violation of this act or a rule adopted or order issued under this act or that a person has materially aided . . . an act, practice or course of business constituting a violation of this act . . . the commissioner may:

- (1)Issue an order directing the person to cease and desist from engaging in the act, practice, or course of business or to take other action necessary or appropriate to comply with this act;
- (2)Require or permit a person to testify, file a statement, or produce a record, under oath or otherwise as the commissioner determines, as to all the facts and circumstances concerning a matter to be investigated or about which an

action or proceeding is to be instituted;

(3) Publish a record concerning an action, proceeding, or an investigation under, or a violation of, this act or a rule adopted or order issued under this act if the commissioner determines it is necessary or appropriate in the public interest and for the protection of investors;

(b) An order under subsection (a) is effective on the date of issuance. Upon issuance of the order, the commissioner shall promptly serve each person subject to the order with a copy of the order and a notice that the order has been entered. The order must include a statement whether the commissioner will seek a civil penalty or costs of the investigation, a statement of the reasons for the order, and notice that, within fifteen days after receipt of a request in a record from the person, the matter will be scheduled for a hearing. If a person subject to the order does not request a hearing and none is ordered by the commissioner within thirty days after the date of service of the order, the order becomes final as to that person by operation of law. If a hearing is requested or ordered, the commissioner, after notice of and opportunity for hearing to each person subject to the order, may modify or vacate the order or extend it until final determination.

(c) If a hearing is requested or ordered pursuant to subsection (b), a hearing before the commissioner must be provided. A final order may not be issued unless the commissioner makes findings of fact and conclusions of law in a record in accordance with the provisions of chapter 536, RSMo, and procedural rules promulgated by the commissioner. The final order may make final, vacate, or modify the order issued under subsection (a).

(d) In a final order under subsection (c), the commissioner may:

(1) Impose a civil penalty up to one thousand dollars for a single violation or up to ten thousand dollars for more than one violation;

(2) Order a person subject to the order to pay restitution for any loss, including the amount of any actual damages that may have been caused by the conduct and interest at the rate of eight percent per year from the date of the violation causing the loss or disgorge any profits arising from the violation;

(3) In addition to any civil penalty otherwise provided by law, impose an additional civil penalty not to exceed five thousand dollars for each such violation if the commissioner finds that a person subject to the order has violated any provision of this act and that such violation was committed against an elderly or disabled person. For purposes of this section, the following terms mean:

(A) 'Disabled person', a person with a physical or mental impairment that substantially limits one or more of the major life activities of such individual, a record of such impairment, or being regarded as having such an impairment;

(B) 'Elderly person', a person sixty years of age or older.

(e) In a final order, the commissioner may charge the actual cost of an investigation or proceeding for a violation of this act or a rule adopted or order issued under this act. These funds may be paid into the investor education and protection fund.

24. Section 409.6-605(b), RSMo. (Cum. Supp. 2011), states:

Under this act, a rule or form may not be adopted or amended, or an order issued or amended, unless the commissioner finds that the rule, form, order, or amendment is necessary or appropriate in the public interest or for the protection of investors and is consistent with the purposes intended by this act. In adopting, amending, and repealing rules and forms, section 409.6-608 applies in order to achieve uniformity among the states and coordination with federal laws in the form and content of registration statements, applications, reports, and other records, including the adoption of uniform rules, forms, and procedures.

III. CONCLUSIONS OF LAW

Violation of Offering and Selling Unregistered, Non-Exempt Securities

25. Paragraphs 1 through 24 are incorporated by reference as though fully set forth herein.

26. Respondents offered and sold a security as those terms are defined in Sections 409.1-102(26) and (28), RSMo. (Cum. Supp. 2011), when Respondents offered and sold an investment contract.

27. An "investment contract" is enumerated in the list of items that are securities and is specifically defined in Section 409.1-102(28), RSMo. (Cum. Supp. 2011). The investment Respondents offered and sold to MR was an investment contract, in that:

a. MR invested funds with Papakiristis and Solar;

- b. MR expected a profit from the efforts of Papakiristis and Solar to make and sell solar panels and to invest in another company, and not from MR's own efforts; and
 - c. MR's expected profits were interwoven with and dependent upon the fortunes of Papakiristis and Solar.
28. At all times relevant, records maintained by the Commissioner contained no registration, granted exemption, or notice filing indicating status as a "federal covered security" for the security offered and sold by Respondents.
29. Respondents violated Section 409.3-301, RSMo. (Cum. Supp. 2011), when they offered and sold a security in Missouri without the security being (1) a federal covered security, (2) exempt from registration under Sections 409.2-201 or 409.2-203, RSMo. (Cum. Supp. 2011), or (3) registered under the Missouri Securities Act of 2003.
30. Respondents actions in offering and selling a security that was not registered, exempt or a federal covered security constitute an illegal act, practice, or course of business and thus such actions are subject to the Commissioner's authority under Section 409.6-604, RSMo. (Cum. Supp. 2011).

Violation of Transacting Business as an Unregistered Agent

31. Paragraphs 1 through 24 are incorporated by reference as though fully set forth herein.
32. At all times relevant, records maintained by the Commissioner contained no registration or granted exemption for Respondent Papakiristis to transact business as an agent in the State of Missouri.
33. Respondent Papakiristis violated Section 409.4-402(a), RSMo. (Cum. Supp. 2011), when he offered and sold a security to a Missouri investor without being registered or exempt from registration as an agent.
34. Respondent Papakiristis' actions in transacting business as an unregistered agent constitute an illegal act, practice, or course of business and thus such actions are subject to the Commissioner's authority under Section 409.6-604, RSMo. (Cum. Supp. 2011).

Violation of Employing an Unregistered Agent

35. Paragraphs 1 through 24 are incorporated by reference as though fully set forth herein.
36. Respondent Solar employed Respondent Papakiristis who transacted business as an unregistered agent in the State of Missouri.
37. At all times relevant, records maintained by the Commissioner contained no registration or granted exemption for any agents of Respondent Solar to transact business in the State of Missouri.
38. Respondent Solar violated Section 409.4-402(d), RSMo. (Cum. Supp. 2011), when it employed an unregistered agent who transacted business in the State of Missouri.
39. Respondent Solar's actions of employing an unregistered agent who transacted business in this state constitute an illegal act, practice, or course of business and thus such actions are subject to the commissioner's authority under Section 409.6-604, RSMo. (Cum. Supp. 2011).

Multiple Violations of Making an Untrue Statement and/or Omitting to State Material Facts in Connection with the Offer or Sale of a Security

40. Paragraphs 1 through 24 are incorporated by reference as though fully set forth herein.
41. In connection with the offer, sale or purchase of a security, Respondents made untrue statements of material fact to MR, including but not limited to, the following:
- a. Solar was a Nevada corporation;
 - b. MR would receive a forty percent (40%) return on MR's investment; and/or
 - c. Papakiristis and Solar had several other investors.
42. In connection with the offer, sale or purchase of a security to MR, Respondents omitted to state material facts necessary in order to make statements made, in light of the circumstances under which they were made, not misleading, including, but not limited to, the following:
- a. that Papakiristis was not registered to sell securities in the State of Missouri;
 - b. financial information to support the promise of a forty percent (40%) return on MR's investment;
 - c. the risks of investment;

- d. that on June 5, 2001, Papakiristis entered a guilty plea to one (1) count of Trafficking in Motor Vehicles (Conspiracy) and six (6) counts of Trafficking Motor Vehicles. Papakiristis was sentenced to 5 years probation. *USA v. Papakiristis*, No. 1:01-cr-00210-DAE (D. Haw. 2001); or
 - e. that on November 5, 2003, Papakiristis had filed a Petition for bankruptcy and was discharged in bankruptcy in the U.S. District Court of Hawaii. *In re Papakiristis*, No. 01:03-bk-2335 (Bankr. D. Haw. 2003).
43. Respondents violated Section 409.5-501, RSMo. (Cum. Supp. 2011), when they made untrue statements and omitted to state material facts necessary in order to make statements made, in light of the circumstances under which they were made, not misleading.
 44. The actions of Respondents in making untrue statements and in omitting to state material facts constitute an illegal act, practice, or course of business and thus such actions are subject to the Commissioner's authority under Section 409.6-604. RSMo. (Cum. Supp. 2011).
 45. This order is in the public interest and is consistent with the purposes of the Missouri Securities Act of 2003. See Section 409.6-605(b), RSMo. (Cum. Supp. 2011).

IV. ORDER

NOW, THEREFORE, it is hereby ordered that Respondents, their agents, employees and servants, and all other persons participating in or about to participate in the above-described violations with knowledge of this order are prohibited from:

- A. violating or materially aiding in any violation of Section 409.3-301, RSMo. (Cum. Supp. 2011), by offering or selling any securities as defined by Section 409.1-102(28), RSMo. (Cum. Supp. 2011), in the State of Missouri unless those securities are registered with the Securities Division of the Office of the Secretary of State in accordance with the provisions of Section 409.3-301;
- B. violating or materially aiding in any violation of Section 409.4-402(a), RSMo. (Cum. Supp. 2011), by transacting business as an unregistered agent;
- C. violating or materially aiding in any violation of Section 409.4-402(d), RSMo. (Cum. Supp. 2011), by employing an unregistered agent; and
- D. violating or materially aiding in any violation of Section 409.5-501, RSMo. (Cum. Supp. 2011), by, in connection with the offer or sale of securities, making an untrue statement of a material fact or omitting to state a material fact necessary in order to make statements made, in light of the circumstances under which they are made, not misleading.

IT IS FURTHER ORDERED that, pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2011), the Commissioner will determine whether to grant the Enforcement Section's petition for an imposition of a civil penalty of up to one thousand dollars (\$1,000) against each Respondent for violation of Section 409.3-301, RSMo. (Cum. Supp. 2011), in a final order, unless Respondents request a hearing and show cause why the penalty should not be imposed.

IT IS FURTHER ORDERED that, pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2011), the Commissioner will determine whether to grant the Enforcement Section's petition for an imposition of a civil penalty of up to one thousand dollars (\$1,000) against Respondent Papakiristis, for violation of Section 409.4-402(a), RSMo. (Cum. Supp. 2011), in a final order, unless Respondent Papakiristis requests a hearing and shows cause why the penalty should not be imposed.

IT IS FURTHER ORDERED that, pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2011), the Commissioner will determine whether to grant the Enforcement Section's petition for an imposition of a civil penalty of up to one thousand dollars (\$1,000) against Respondent Solar, for a violation of Section 409.4-402(d), RSMo. (Cum. Supp. 2011), in a final order, unless Respondent Solar requests a hearing and shows cause why the penalty should not be imposed.

IT IS FURTHER ORDERED that, pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2011), the Commissioner will determine whether to grant the Enforcement Section's petition for an imposition of a civil penalty of up to ten thousand dollars (\$10,000) against each Respondent, for multiple violations of Section 409.5-501, RSMo. (Cum. Supp. 2011), in a final order, unless Respondents request a hearing and show cause why the penalties should not be imposed.

IT IS FURTHER ORDERED that, as the Enforcement Section has petitioned for an order of restitution, the Commissioner will determine whether to order Respondents to pay restitution for any loss, possibly to include the amount of any actual damages that may have been caused by the conduct of the Respondents, and interest at the rate of eight percent (8%) per year from the date of the violation causing the loss, or disgorge any profits, arising from the violation of Sections 409.3-301, 409.4-402, and 409.5-501, RSMo. (Cum. Supp. 2011), after review of evidence submitted by the Enforcement Section, in a final order, pursuant to Section 409.6-604(d), RSMo. (Cum. Supp. 2011), unless Respondents request a hearing and show cause why this restitution or disgorgement should not be imposed.

IT IS FURTHER ORDERED that, as the Enforcement Section has petitioned for an award for the costs of the investigation against Respondents in this proceeding the commissioner will issue a final order, pursuant to Section 409.6-604(e), RSMo. (Cum.

Supp. 2011), awarding an amount to be determined after review of evidence submitted by the Enforcement Section, unless Respondents request a hearing and show cause why such award should not be made.

SO ORDERED:

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY, MISSOURI THIS 26TH DAY OF JULY, 2012.

ROBIN CARNAHAN
SECRETARY OF STATE

(Signed/Sealed)
MATTHEW D. KITZI
COMMISSIONER OF SECURITIES

State of Missouri
Office of Secretary of State

Case No. AP-12-24

IN THE MATTER OF:

SOLAR EVOLUTION, INC.;
AND EVANGELOS PAPAKIRISTIS

Respondents.

Serve: Solar Evolution, Inc. at:
Registered Agent:
National Registered Agents of Hawaii, Inc.
1136 Union Mall, Suite 300
Honolulu, Hawaii 96813

Serve: Evangelos Papakiristis at:
20 Crown Pointe Blvd. Apartment A
Highland, Illinois 62249-3891

NOTICE

TO: Respondents and any unnamed representatives aggrieved by this Order:

You may request a hearing in this matter within thirty (30) days of the receipt of this Order pursuant to Section 409.6-604(b), RSMo. (Cum. Supp. 2011), and 15 CSR 30-55.020.

Within fifteen (15) days after receipt of a request in a record from a person or persons subject to this order, the Commissioner will schedule this matter for hearing.

A request for a hearing must be mailed or delivered, in writing, to:

**Matthew D. Kitzi, Commissioner of Securities
Office of the Secretary of State, Missouri
600 West Main Street, Room 229
Jefferson City, Missouri 65102**

CERTIFICATE OF SERVICE

I hereby certify that on this 26th day of July, 2012, a copy of the foregoing Order to Cease and Desist in the above styled case was **mailed by Certified U.S. mail to:**

Solar Evolution, Inc.
National Registered Agents of Hawaii, Inc.
1136 Union Mall, Suite 300
Honolulu, Hawaii 96813

Evangelos Papakiristis
20 Crown Pointe Blvd. Apartment A
Highland, Illinois 62249-3891

And via hand-delivery to:

Mary Hosmer
Assistant Commissioner
Missouri Securities Division

John Hale, Specialist