

campaign was part of their scheme to funnel CAJ shares to the public, reaping huge profit for themselves.

3. Here's how their scheme worked: First, CAJ issued 30 million shares of stock to several investors, including Testre LP ("Testre") and Verona Funds LLC ("Verona Funds"), entities owned and controlled by Page. Second, CAJ and Cantu pumped up demand for CAJ stock by launching a national marketing campaign, issuing false press releases, and publishing misleading website content. Third, Testre and Verona Funds sold their CAJ stock into the public market for millions of dollars when no registration statement was in place. Stockbroker Stephen Fayette facilitated the scheme by liquidating CAJ shares on behalf of Testre, Verona Funds and CAJ's other early investors.

4. These stock distributions did not adhere to the registration and public disclosures requirements required by federal securities laws. Because no registration statements were filed in conjunction with these stock distributions, prospective investors never received important information to which they were legally entitled before deciding whether to purchase an Issuer Company's stock – such as the company's audited financial statements, information about the management's business history, the dilution impact a distribution would have on existing shareholders, and a description of principal risks that could arise and affect the value of the company's shares.

5. What information defendants did disclose to the public was materially inaccurate. Contrary to their claims, the "system" for booking private jet travel was aspirational, at best. In reality, CAJ had no access to real-time information from charter operators about flight availability, and CAJ arranged flights by calling multiple charter operators for price quotes and availability.

6. The Commission brings this action to prevent further harm to investors, to hold defendants accountable for their flagrant and repeated violations of the federal securities laws, and to disgorge ill-gotten gains from defendants and relief defendants.

DEFENDANTS

7. **ConnectAJet.com, Inc.** is a Nevada corporation based in Austin, Texas that purports to be developing a website for booking private jet airplane travel. CAJ was incorporated in January 2007 and became the surviving company of a reverse merger into a corporate shell on May 7, 2007. From July 2007 until September 6, 2007, CAJ's stock was quoted on the Pink Sheets operated by Pink OTC Markets, Inc. ("Pink Sheets") under the symbol "CAJT." Thereafter, Pink Sheets discontinued its quotation of CAJ stock. On October 10, 2007, the Commission suspended trading in the stock of CAJ. CAJ continues to trade on the "gray market," an informal process of phoning unsolicited orders for securities not quoted in any quotation service. At all times relevant to this complaint, CAJ stock has been a penny stock as defined under the Exchange Act.

8. **Martin T. Cantu**, age 52, of Round Rock, Texas, is CAJ's president and chief executive officer. He is also an attorney licensed in the State of Texas. He is a board member of Lion Capital Holdings, a public company. Cantu operates multiple companies from his office in Austin, Texas and from mail-drop offices in Minnesota and Nevada.

9. **Martin M. Cantu**, age 77, of San Antonio, Texas, is Cantu's father. Martin M. Cantu is the president, secretary and sole member and director of Defendant Firenze Funds, LLC ("Firenze Funds").

10. **Firenze Funds, LLC**, is an inactive Minnesota limited liability corporation. Although Martin M. Cantu is the sole member and sole director of Firenze Funds, it was

organized by Martin M. Cantu's son, Cantu, who lists his own email, phone number and CAJ's Austin, Texas address on Firenze Funds' Articles of Organization. Firenze Funds shares a Minnesota address with Canturio Funds, a company owned in part by Cantu.

11. **Timothy T. Page**, age 58, lives in Malibu, California and is a citizen of Great Britain. Page is a stock promoter who operates through several corporate entities including Testre, Verona Funds and Griffdom Enterprises, Inc. ("Griffdom"). Page is also the chairman, CEO and CFO of Lion Capital Holdings, a public company with no apparent operations.

12. **Testre LP** is a Texas limited partnership that shares an address with CAJ in Austin, Texas and also uses a Malibu, California address. Testre is registered to transact business as a limited partnership in Minnesota. Page owns and controls Testre through Griffdom, which acts as Testre's General Partner.

13. **Verona Funds, LLC** is an inactive Minnesota limited liability corporation formed by Page on August 13, 2007. Page is its president, secretary and sole member. Verona Funds shares a registered address in Bloomington, Minnesota with Firenze Funds and Canturio Funds.

14. **Stephen Fayette**, age 43, of Sarasota, Florida, is a former registered representative of Fagenson & Co., Inc. ("Fagenson"), a broker-dealer.

RELIEF DEFENDANTS

15. **John J. Coutris**, age 38, of Irving, Texas, is a stock promoter and former registered representative.

16. **Reagan Rowland and Rodney Rowland**, ages 29 and 45, respectively, live in Encino, California. Ms. Rowland operates TheStockPic.com, a stock promotion website. Through much of 2007 and 2008, the website touted and distributed spam emails touting CAJ and

other penny stock offerings. Ms. Rowland's brother, Ryan Reynolds, is a stock promoter who invested in CAJ's unregistered stock offering in July 2007.

17. **Edward Spahiu**, age 34, lives in Dallas, Texas.

JURISDICTION AND VENUE

18. The Commission brings this action pursuant to authority conferred upon it by Section 20(b) of the Securities Act [15 U.S.C. § 77t(b)] and Section 21(d)(1) of the Exchange Act [15 U.S.C. § 78u (d)(1)].

19. This Court has jurisdiction over this action under the provisions of Section 22(a) of the Securities Act [15 U.S.C. § 77v(a)] and Section 27 of the Exchange Act [15 U.S.C. § 78aa].

20. Venue is proper in this Court pursuant to Section 22 of the Securities Act [15 U.S.C. § 77u] and Section 27 of the Exchange Act [15 U.S.C. § 78aa].

21. Defendants, directly and indirectly, have made use of the means and instrumentalities of interstate commerce and of the mails in connection with the acts, practices and courses of business alleged herein in the Northern District of Texas and elsewhere.

FACTS

DEFENDANTS' SCHEME TO OFFER AND SELL UNREGISTERED STOCK

22. In July 2007, Cantu authorized CAJ to issue 30 million shares of common stock for \$0.01 per share to Testre, Verona Funds, Wynn Holdings LLC and Lugano Funds LLC (collectively, the "Investors"). The total offering price paid to CAJ was \$300,000.

23. On or around July 17, 2007, the Investors each executed subscription agreements with CAJ (the "Subscription Agreements") agreeing to purchase CAJ stock.

24. Cantu signed the Subscription Agreements on behalf of CAJ.

25. Each Subscription Agreement represented that (a) “the Securities are being purchased solely for the undersigned’s account, for investment purposes only,” and (b) that the undersigned does not have “a view to the distribution of said Securities” or “a view to assignment or resale thereof.”

26. These representations were false at the time they were made.

27. Thereafter, Cantu and CAJ facilitated the resale distribution of its stock by the Investors. For example, on July 13, 2007, Cantu, on behalf of CAJ, reviewed and approved CAJ stock certificates that lacked a restrictive legend. On July 16 and July 27, 2007, Cantu, on behalf of CAJ, directed CAJ’s transfer agent to deliver stock certificates for 30 million shares of CAJ stock to the Investors, in care of Page. On August 15, 2007, CAJ submitted information sufficient for CAJ’s stock price to be quoted on the Pink Sheets. On August 23, 2007, Cantu and CAJ issued a press release announcing that CAJ had “completed and formalized all necessary documentation to initiate trading.”

28. CAJ and Cantu sold CAJ shares to the general public through intermediaries using the instrumentalities of interstate commerce. Texas-based Cantu and CAJ used interstate faxes to execute subscription agreements with parties in Minnesota; used interstate mail and email to communicate with CAJ’s transfer agent in New York; and used interstate email and mail to announce nationwide the initiation of trading.

**FAYETTE’S ROLE IN THE DISTRIBUTION
OF CAJ STOCK TO THE PUBLIC**

29. Between June 2007 and July 2008, Fayette was a registered representative of Fagenson, a registered broker-dealer. During that time, Fayette helped to open new brokerage accounts (the “Fagenson Accounts”) for each of the Investors, the relief defendants and Firenze Funds. Fayette served as registered representative for the Fagenson Accounts.

30. Prior to working at Fagenson, from October 2004 to August 2007, Fayette was a registered representative at Franklin Ross, Inc., another registered broker-dealer. During that time, his clients included companies controlled by Page, Ryan Reynolds or Jason Wynn. At all times relevant to this complaint, Ryan Reynolds owned and controlled Lugano Funds LLC and Jason Wynn owned and controlled Wynn Holdings LLC.

31. Beginning in August 2007, the Investors began a widespread unregistered resale of CAJ stock to the public. Fayette directly engaged in the unregistered offer and sale of CAJ stock to the public by executing his clients' orders to sell CAJ shares.

32. Between August 16, 2007 and August 20, 2007, Testre received 7.5 million CAJ shares into a Fagenson Account. On August 23, 2007, Testre began selling CAJ shares from that account into the public market for \$1.25 per share. Fayette executed Testre's orders to sell CAJ in August 2007. At all times relevant to this complaint, Page controlled Testre and Verona Funds.

33. Between August 17 and August 20, 2007, Verona Funds received 2.5 million CAJ shares into a brokerage account. On August 22, 2007, Verona Funds began selling CAJ shares from that account into the public market for \$1.08 per share. Fayette executed Verona Funds' orders to sell CAJ in August 2007.

34. On August 27, 2007, Page caused Verona Funds to gift 100,000 CAJ shares to each of two brokerage accounts owned by his children (the "Children's Accounts"). On September 20, 2007, Page ordered 10,000 shares to be sold out of each of the Children's Accounts, for proceeds of \$15,000 each. At all times, Page had trading authority over the Children's Accounts. Fayette was the registered representative for the Children's Accounts, and on information and belief, executed their orders to sell CAJ.

35. On August 20, 2007, Lugano Funds transferred 200,000 CAJ shares to John Coutris, 100,000 CAJ shares to Edward Spahiu, and 100,000 CAJ shares to Reagan and Rodney Rowland.

36. On information and belief, Coutris, Spahiu, and Reagan and Rodney Rowland did not pay any consideration for the CAJ shares they received from Lugano Funds.

37. On August 31, 2007, Coutris, Spahiu, and Reagan and Rodney Rowland began selling CAJ shares from their accounts. Over the next six months, they sold CAJ stock for profits of \$244,290, \$118,877 and \$132,588, respectively. Fayette executed orders to sell CAJ stock from those accounts.

38. These profits to Coutris, Spahiu, Reagan Rowland and Rodney Rowland constitute ill-gotten gains at the expense of unwitting investors. The relief defendants have no legitimate claim to their proceeds.

39. In the six months from August 2007 through January 2008, Testre sold 2.5 million shares of CAJ for profits of \$1.7 million, and Verona Funds sold 1.9 million CAJ shares for profits of \$787,000.

40. Page, Testre, Verona Funds and Fayette sold CAJ shares to the general public using the instrumentalities of interstate commerce. These defendants executed subscription agreements using interstate faxes, and ordered trades through Fayette in Sarasota, Florida using email and telephone.

41. Page, Testre and Verona Funds were underwriters who distributed CAJ stock to the public. They underwrote the CAJ offering by purchasing shares with a view to offering and selling the shares to others in connection with the distribution of the company's shares to public investors.

42. In the six months from August 2007 through January 2008, Fayette generated over \$200,000 in commissions and fees by executing the sales of CAJ shares his clients deposited in their Fagenson accounts. In executing his clients' orders, Fayette sold millions of CAJ shares into the public market.

43. Fayette failed to conduct a reasonable inquiry under the circumstances that his customers were acting as underwriters. Fayette ignored numerous red flags, including that (a) the Fagenson Accounts received a large number of shares from a thinly-traded, little-known company; (b) the Fagenson Accounts began immediately liquidating a large number of those shares, contrary to the terms of the Investors' Subscription Agreements; and (c) several clients of Fayette each controlled multiple accounts which were trading CAJ, and one client was executing simultaneous buys and sells.

44. No registration statement was in effect for the sale of CAJ stock at any time.

**FIRENZE FUNDS' ROLE IN THE DISTRIBUTION
OF CAJ STOCK TO THE PUBLIC**

45. In July 2007, Cantu authorized CAJ to issue 400,000 shares of CAJ to Canturio Funds, a company owned by Cantu and his family.

46. Ultimately, CAJ did not issue any shares to Canturio Funds, because Cantu discovered that as a director of CAJ, he could not legally participate in CAJ's offering.

47. Thereafter, Cantu engaged in a series of steps which resulted in the appearance that he was trying to circumvent the legal prohibition against his trading CAJ.

48. Cantu orchestrated a series of transactions creating the fiction that Verona Funds was distributing CAJ stock to Firenze Funds, an entity owned by his father, in furtherance of a consulting agreement. Firenze Funds paid no consideration for the CAJ stock, which it

immediately resold for a quick profit exceeding \$500,000 – proceeds which it immediately forwarded to Cantu and his father.

49. Defendant Fayette played a critical role in creating these transactions, including as the registered representative for the Firenze Funds account involved in the scheme.

50. This scheme was orchestrated by defendants with a singular goal: to disguise their profits generated from selling CAJ shares to the public in illegal transactions.

51. Cantu, Martin M. Cantu, Firenze Funds and Fayette sold CAJ shares to the general public using the instrumentalities of interstate commerce, including faxes and emails from Texas to Fayette in Florida.

DEFENDANTS' PROMOTIONAL EFFORTS AND MISREPRESENTATIONS ABOUT CAJ

52. In or about August 2007, CAJ launched a national, multi-media advertising campaign, coordinated and executed by Cantu and Page, which was designed to boost demand for CAJ stock by the public. This campaign included myriad press releases by and about CAJ; the distribution of 3 million full-color mailers; promotion using a stock-touting website, www.TheStockPic.com, administered by Reagan Rowland; a national advertising campaign, including “coverage on CNBC and major newspaper circulations beginning September 4th”; a full-page ad in USA Today telling readers to “Join Early Investors and Buy CAJT Now Before the Rest of Wall Street Gets In”; and a commercial that ran on CNBC proclaiming, “Take off with ConnectAJet.com, a publicly traded company.”

53. During this promotional campaign, Cantu and CAJ were busy disseminating material misrepresentations about CAJ. On or around July 9, 2007, Cantu and CAJ stated on the company’s website that CAJ “has united all existing worldwide charter operators in the United States to operate under one efficient, real-time, online booking system.”

54. In an August 23, 2007 press release, CAJ announced that “our real time booking system has been completed and will undergo extensive testing prior to its launch into the CAJT site.” Cantu, on behalf of CAJ, drafted and approved the August 23, 2007 press release.

55. On September 28, 2007, Cantu and CAJ announced in a press release that “trial testing has been concluded with successful results.” Cantu, on behalf of CAJ, drafted the September 28 press release.

56. In September 2007, CAJ’s website also stated that “the ‘real-time booking system’ has been completed.” Cantu was responsible for CAJ’s web content at that time.

57. In early September 2007, CAJ’s website stated that “[CAJ] has taken every measure to ensure that all operators affiliated with CAJ are reviewed by Aviation Research Group/US (ARG/US)... CAJ also uses Trip CHEQ to further ensure your safety by running background checks on pilots as well as operators.”

58. As of September 2007, Aviation Research Group/US was a company selling aviation-related safety reports and maintaining an aviation safety database. At the time of the representation, however, CAJ had no affiliation with ARG/US and did not subscribe to any of its safety-information services.

59. As CAJ and Cantu knew, these representations were materially false and misleading at the time of publication. In reality, at the time those representations were made, CAJ’s real time reservation system was incomplete; CAJ had no real-time data from charter providers about fleet location or availability; and CAJ had no contracts with charter operators to operate on a real-time system; and CAJ had no business relationship with ARG/US.

60. These misrepresentations were material. A reasonable investor would find it important that, contrary to CAJ’s press releases and web content: CAJ’s core technology and the

foundation of its business model was not complete; CAJ had not already signed up all (or even a minority of) existing charter operators; and CAJ had no business relationship with ARG/US, and thus had no pre-existing access to the protections provided by the safety-information service.

61. The misrepresentations made by CAJ and Cantu regarding CAJ's booking system and business relationships were disseminated to investors and prospective investors while CAJ was in the process of publicly offering its stock. As such, they were made in the offer or sale of securities.

COUNT I

VIOLATIONS OF SECTIONS 5(A) AND 5(C) OF THE SECURITIES ACT BY CAJ, CANTU, MARTIN M. CANTU, FIRENZE FUNDS, PAGE, TESTRE, VERONA FUNDS AND FAYETTE

62. Paragraphs 1 through 61 are realleged and incorporated by reference as part of this claim.

63. The shares of CAJ that CAJ, Cantu, Martin M. Cantu, Firenze Funds, Page, Testre, Verona Funds and Fayette offered and sold to public investors are "securities" as that term is defined in Section 2(a)(1) of the Securities Act and Section 2(10) the Exchange Act [15 U.S. C. §§ 77b(a)(1) and 78(b)(10)].

64. CAJ, Cantu, Martin M. Cantu, Firenze Funds, Page, Testre, Verona Funds and Fayette, each made use of the instrumentalities of interstate commerce to effect the unregistered sale of CAJ stock to the public. These defendants executed subscription agreements using interstate faxes, and ordered trades through Fayette using email and telephone.

65. CAJ securities were offered to the public through intermediaries, the Investors.

66. From July 2007 to the present, no registration statement was filed or in effect for the sale of CAJ stock.

67. By reason of the foregoing conduct CAJ, Cantu, Martin M. Cantu, Firenze Funds, Page, Testre, Verona Funds and Fayette violated Sections 5(a) and 5(c) of the Securities Act [15 U.S.C. §§ 77e(a) and 77e(c)].

COUNT II

VIOLATIONS OF SECTION 10(B) OF THE EXCHANGE ACT AND RULE 10B-5 THEREUNDER BY CAJ AND CANTU

68. Paragraphs 1 through 61 are realleged and incorporated by reference as part of this claim.

69. Cantu and CAJ, in connection with the purchase and sale of securities by the use of the means and instrumentalities of interstate commerce and by use of the mails, directly and indirectly: have employed devices, schemes and artifices to defraud; have made untrue statements of material fact, and have omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; and have engaged in acts, practices and course of business which operated and will operate as a fraud and deceit upon purchasers and sellers of such securities.

70. CAJ and Cantu engaged in the acts alleged above knowingly or with a reckless disregard for the truth.

71. By reason of foregoing, CAJ and Cantu have violated and are violating Section 10(b) of the Exchange Act [15 U.S.C. §78j(b)] and Rule 10b-5 thereunder [17 C.F.R. 240 10b-5].

COUNT III

UNJUST ENRICHMENT OF RELIEF DEFENDANTS

72. Paragraphs 1 through 61 are realleged and incorporated by reference as part of this claim.

73. Coutris, Spahiu, Reagan Rowland and Rodney Rowland obtained funds as part, and in furtherance of the securities violations alleged above, and under those circumstances it is not just, equitable or conscionable for them to retain the funds. Coutris, Spahiu, Reagan Rowland and Rodney Rowland were unjustly enriched.

74. Relief defendants, directly or indirectly, received funds or benefited from the use of such funds, which are the proceeds, or are traceable to the proceeds, of the unlawful activity alleged above.

75. Relief defendants have no legitimate claim to these funds that they received or from which they otherwise benefited, directly or indirectly.

76. Relief defendants have been unjustly enriched by their direct or indirect receipt of or benefit from investor funds.

77. By reason of this conduct, Coutris, Spahiu, Reagan Rowland and Rodney Rowland should be ordered to disgorge the funds they received as a result of the defendants' violations of the federal securities laws.

REQUEST FOR RELIEF

WHEREFORE, the Commission respectfully requests that the Court:

I.

Find that the Defendants, and each of them, committed the violations alleged.

II.

Enter an order of Permanent Injunction as to each defendant, in a form consistent with Rule 65(d) of the Federal Rules of Civil Procedure, enjoining each defendant from further violations of the provisions of law and rules alleged in this complaint.

III.

Enter an Order requiring Cantu, Martin M. Cantu, Firenze Funds, Page, Testre, Verona Funds and Fayette to disgorge all ill-gotten gains resulting from their participation in the conduct described above, including pre-judgment and post-judgment interest.

IV.

Enter an Order requiring each defendant to pay a civil penalty pursuant to Section 20(d) of the Securities Act and Section 21(d)(3) of the Exchange Act [15 U.S.C. §§ 77t(d) and 78u(d)(3)].

V.

Enter an Order barring Cantu, Martin M. Cantu, Firenze Funds, Page, Testre, Verona Funds and Fayette from participating in any offering of penny stock pursuant to Section 20(g) of the Securities Act and Section 21 of the Exchange Act [15 U.S.C. §§ 77t(g) and 78u(d)(6)].

VI.

Pursuant to Section 21(d)(2) of the Exchange Act, enter an Order barring Cantu from acting as an officer or director of any issuer that has a class of securities registered under Section 12 of the Exchange Act [15 U.S.C. § 78l] or that is required to file reports under Section 15(d) of the Exchange Act [15 U.S.C. § 78o(d)].

VII.

Enter an Order requiring Coutris, Spahiu, Reagan Rowland and Rodney Rowland to disgorge funds that they received that were the proceeds of illegal activities of other defendants.

VIII.

Grant such other and further equitable relief as this Court deems appropriate and necessary.

JURY DEMAND

The Commission hereby requests a trial by jury.

Dated: September 18, 2009

Respectfully submitted,

**UNITED STATES SECURITIES
AND EXCHANGE COMMISSION**

/s/ Lori Jacobs

By: One of its Attorneys

Jonathan S. Polish (IL Id # 6237890)
Tim Leiman (IL Id # 6270153)
Lori Jacobs (IL Id # 6293998)
**UNITED STATES SECURITIES
AND EXCHANGE COMMISSION**
175 West Jackson Blvd., Suite 900
Chicago, IL 60604
Telephone: 312-353-7390
Fax: 312 353-7398