ADMINISTRATIVE PROCEEDING

BEFORE THE

SECURITIES COMMISSIONER OF SOUTH CAROLINA

IN THE MATTER OF:	)	
	)	**CONSENT ORDER**
Lucy Duncan-Scheman	)	
a/k/a Lucy Duncan	)	
and	)	**File No. 06007**
Carolina Linkages, Inc.	)	
d/b/a Carolinks,	)	
	)	
Respondents.	)	

WHEREAS, the Securities Division of the Office of the Attorney General of the State of South Carolina (the "Division"), pursuant to authority granted in the South Carolina Uniform Securities Act of 2005, S.C. Code Ann. § 35-1-101 to 35-1-703 (Supp. 2006) (the "Act"), on or about April 20, 2006, received information regarding alleged activities of Lucy Duncan-Schemen ("Duncan-Scheman") and Carolina Linkages, Inc., d/b/a Carolinks ("Carolinks") which, if true, would constitute violations of the Act and/or South Carolina's prior Uniform Securities Act, S.C. Code Ann. § 35-1-10 to 35-1-1590 (Supp. 2004) (the "Prior Act");

WHEREAS, the information led the Division to open and conduct an investigation into the securities-related activities of Duncan-Scheman and Carolinks (collectively, the "Respondents") pursuant to S.C. Code Ann. § 35-1-602;

WHEREAS, in connection with its investigation, the Division, on October 12, 2007, issued a Cease and Desist Order (the "Cease and Desist Order") against Respondents;

WHEREAS, the Respondents have disputed and continue to dispute the allegations contained in the Cease and Desist Order and have not admitted any violations of the Act or the Prior Act; and

WHEREAS, Respondents admit the Securities Commissioner of the State of South Carolina (the "Securities Commissioner") has jurisdiction in this matter and desire to bring this matter to conclusion and have agreed, without any admission that there has been any violation of the Act or of the Prior Act, to the investor protections and remedies set forth below;

NOW, THEREFORE, it is ordered, and Respondents agree:

a. Effectively immediately, Respondents and all persons under their direction or control involved in the offer or sale of the Carolinks shares will cease and desist from offering and selling unregistered securities in or from South Carolina and cease and desist from acting as unregistered agents in or from South Carolina;

b. Effective immediately, any exemption available to the Respondents under the Act is revoked;

c. Respondent Duncan-Scheman will not offer or sell any security in or from the State of South Carolina for a five-year period, which commenced May 1, 2007; and

d. Respondents will pay an administrative fine in the amount of ninety thousand ($90,000) dollars and investigative costs in the amount of ten thousand ($10,000) dollars, with such fine and costs to be joint and several as to all executing parties.

Upon execution by the Securities Commissioner, this Order resolves Administrative Proceeding 06007 as it relates to the Respondents. This Order should not be interpreted to waive any (i) criminal cause of action, (ii) private cause of action that may have accrued to investors as

a result of either of Respondents' participation in the security offerings described in the Cease and Desist Order, or (iii) other causes of action which may result from activities of the Respondents not detailed in the Cease and Desist Order.

So ORDERED this 1st day of February, 2008.

By: _____
Henry McMaster
Securities Commissioner

Securities Division of the Office of the Attorney General

By: _____ Date: January 30, 2008
Tracy A. Meyers
Assistant Attorney General
Securities Division

WE CONSENT:

Respondent Lucy Duncan-Scheman

By: _____ Date: January 30, 2008
Lucy Duncan-Scheman

Respondent Carolina Linkages, Inc. d/b/a Carolinks

By: _____ Date: January 30. 2008
(name/position)
President, CEO