

**STATE OF ILLINOIS  
SECRETARY OF STATE  
SECURITIES DEPARTMENT**

\_\_\_\_\_) )  
IN THE MATTER OF: ADVENT CAPITAL PARTNERS, )  
LTD., its officers, agents, affiliates, employees, successors, )  
and assigns; and SAMUEL DALY. )  
\_\_\_\_\_)

FILE NO. C0300553

**AMENDED TEMPORARY ORDER OF PROHIBITION**

TO RESPONDENT:

Advent Capital Partners, Ltd.  
3620 Dekalb Technology Pkwy  
Suite 2106  
Atlanta, Georgia 30340

Advent Capital Partners, Ltd.  
3166 Chestnut Drive  
Atlanta, Georgia 30340

Samuel Daly  
C/o Advent Capital Partners, Ltd.  
3620 Dekalb Technology Pkwy  
Suite 2106  
Atlanta, Georgia 30340

Samuel Daly  
C/o Advent Capital Partners, Ltd.  
3166 Chestnut Drive  
Atlanta, Georgia 30340

On information and belief, I, Jesse White, Secretary of State for the State of Illinois, through my designated representative, who has been fully advised in the premises by the staff of the Securities Department, Office of the Secretary of State (the "Department"), herein find:

1. Advent Capital Partners, Ltd. ("Advent" or collectively with Daly, "Respondents") is a business entity with a last known addresses of 3620

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Dekalb Technology Pkwy., Suite 2106, Atlanta, Georgia 30340 and 3166 Chestnut Drive, Atlanta, Georgia 30340.

2. Samuel Daly ("Daly" or collectively with Advent, "Respondents") is an individual with a last known addresses of 3620 Dekalb Technology Pkwy., Suite 2106, Atlanta, Georgia 30340 and 3166 Chestnut Drive, Atlanta, Georgia 30340.
3. Richard L. Baumann ("Baumann") is an Illinois resident.
4. In or about late 1999, Respondent Daly cold-called Baumann to trade foreign currency with a firm Daly worked for ("the Firm"). Baumann gave Daly \$20,000 to do the trade. Daly asked Baumann for additional funds to trade since the first trade "didn't work out" and Baumann made several more investments in the aggregate amount of \$200,000. Baumann never received any statements or receipts for his investments.
5. In or about late 2000, Respondent Daly called Baumann and told him he was leaving the Firm to open his own business in Atlanta, Georgia, called "Advent Capital Partners, Ltd." ("Advent"). Respondent Daly told Baumann he would transfer the \$100,000 Baumann had left at the Firm to invest in Advent. Respondent Daly asked Baumann for an additional investment in Advent and Baumann gave him \$15,000 for a total investment in Advent in the aggregate amount of \$115,000. Baumann never received any statements or receipts for his investments.
6. In or about late 2001, Baumann asked Respondents for some of his investment in Advent back and for three months he received checks in the amount of \$3,000 each from Respondents.
7. In or about early 2002, Baumann attempted to contact Respondents to check the status of his investment in Advent but was unable to reach either Advent or Daly. Baumann has never received any statement or receipt for his investment in Advent.
8. Section 2.1 of the Illinois Securities Law of 1953 [815 ILCS 5] ("the Act") provides, inter alia, that a "security" means any investment contract or evidence of indebtedness.
9. The investments described in paragraphs four and five (4-5) are securities as defined in the Act.
10. Section 12. F of the Act provides, inter alia, that it is a violation of the Act for any person to engage in any transaction, practice, or course of business in connection with the sale or purchase of securities which works or tends to work a fraud or deceit upon the purchaser or seller thereof.

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11. Respondents violated Section 12.F in that they took funds from Baumann and misrepresented that these funds would be invested in his company. On information and belief, Respondents used Baumann's \$115, 000 investment in Advent for their own purposes.
12. Section 12.G of the Act provides, inter alia, that it shall be a violation of the Act for any person to obtain money or property through the sale of securities by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading.
13. Respondents violated Section 12.G in that they took funds from Baumann and misrepresented that these funds would be invested in his company. On information and belief, Respondents used Baumann's \$115,000 investment for their own purposes.
14. Section 11.F(2) of the Act provides, inter alia, that the Secretary of State may temporarily prohibit the offer or sale of securities by any person, without notice and prior hearing, if the Secretary of State shall deem it necessary to prevent an imminent violation of the Act or to prevent losses to investors that will occur as a result of prior violations of the Act.
15. The entry of this Temporary Order prohibiting Respondents, or its agents, affiliates, and employees, from offering or selling securities in or from the State of Illinois is in the public interest and for the protection of the investing public and is consistent with the purposes intended by the provisions of the Act.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondents are prohibited from offering or selling securities in or from this State until further Order of the Secretary of State.


NOTICE is hereby given that Respondent may request a hearing on this matter by transmitting such request in writing to Tanya Solov, Director, Illinois Securities Department, 69 West Washington Street, Suite 1220, Chicago, Illinois 60602. Such request must be made within thirty (30) calendar days of the date of entry of the Temporary Order of Prohibition. Upon receipt of a request for hearing, a hearing will be scheduled as soon as reasonably practicable. A request for hearing will not stop the effectiveness of this Temporary Order and will extend the effectiveness of this Temporary Order for sixty days from the date the hearing request is received by the Department.

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FAILURE BY ANY RESPONDENT TO REQUEST A HEARING WITHIN THIRTY (30) CALENDAR DAYS AFTER ENTRY OF THIS TEMPORARY ORDER OF PROHIBITION SHALL CONSTITUTE AN ADMISSION OF ANY FACTS ALLEGED HEREIN AND SHALL CONSTITUTE SUFFICIENT BASIS TO MAKE THIS TEMPORARY ORDER OF PROHIBITION FINAL.

ENTERED: This 18<sup>th</sup> day of July, 2003.

  
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JESSE WHITE  
Secretary of State  
State of Illinois

Attorney for the Secretary of State:

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