

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

IN THE MATTER OF:

**Thomas Magee, AKA Tom Magee; and
Magee & Associates; and Transnational
Consultation Management, Inc.
its partners, members, officers, directors,
agents, employees, affiliates, successors
and assigns.**

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) **File Number: 0800491**
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ORDER OF PROHIBITION

TO RESPONDENT:

Thomas Magee
1308 Geringer Road
Algonquin, Illinois 60102

Magee & Associates
1308 Geringer Road
Algonquin, Illinois 60102

Transnational Consultation Management, Inc.
1308 Geringer Road
Algonquin, Illinois 60102

Transnational Consultation Management, Inc.
141 Rosewood
Streamwood, Illinois 60107

WHEREAS, a Temporary Order of Prohibition was issued by the Illinois Secretary of State, on October 30, 2008, temporarily prohibiting the Respondents from offering or selling securities in the State of Illinois until further order from the Secretary of State.

WHEREAS, pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act"), the failure to request a hearing within thirty (30) calendar days of the entry of a

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Temporary Order shall constitute an admission of any facts alleged therein and constitute a sufficient basis to make the Temporary Order final.

WHEREAS, the Respondents have failed to request a hearing on the matters contained in the Temporary Order within thirty (30) calendar days of the entry of said Temporary Order and the Respondents are hereby deemed to have admitted the facts alleged in the said Temporary Order.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Findings of Fact contained in the said Temporary Order as the Secretary of State's Final Findings of Fact as follows:

1. Respondent Thomas Magee ("Magee"), a natural person, has a last known address of 1308 Geringer Road, Algonquin, Illinois.
2. Respondent Transnational Consultation Management, Inc. ("Transnational") is an Illinois Corporation, not in good standing, and maintained a business location at 141 Rosewood, Streamwood, Illinois 60107. Respondent Magee is the registered agent of Transnational Consultation Management, Inc. Investors wrote the checks to Transnational Consultation Management, Inc.
3. Respondent Magee & Associates is an entity doing business in the State of Illinois.
4. Magee offered and sold Investment Contracts of Magee & Associates and Transnational to Illinois Residents.
5. The Investment Contracts offered and sold by Magee promised interest rates between five (5) percent to five and one half (5 ½) percent interest.
6. The activities described above constitute the offer and sale of a investment contract and therefore a security as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5/1 *et. seq.*] (the "Act").
7. Section 5 of the Act provides, *inter alia*, that all securities except those exempt under Section 3 or those offered or sold in transactions exempt under Section 4 "shall be registered either by coordination or by qualification prior . . . to their offer or sale" in the State of Illinois.
8. Respondents failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and, as a result, the security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.
9. Section 12.A of the Act provides, *inter alia*, that it shall be a violation for any person "to offer or sell any security except in accordance with the provisions of the Act."
10. Section 12.D of the Act provides, *inter alia*, that it shall be a violation for any person "to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of the Act or any rule or regulation made by the Secretary of State pursuant to the Act."

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WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Conclusions of Law contained in the said Temporary Order as the Secretary of State's Conclusions of Law as follows:

Respondents violated Sections 12.A and 12.D of the Act.

NOW THEREFORE IT IS HEREBY ORDERED: That pursuant to Section 11.F of the Act, the Respondents, Thomas Magee, Magee & Associates, and **Transnational Consultation Management, Inc** shall be and are hereby permanently **PROHIBITED** from offering or selling any securities in or from the State of Illinois.

Dated: This 29th day of December 2008.


JESSE WHITE
Secretary of State
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of the Section 12.D of the Act. Any person or entity who fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of the Order, shall be guilty of a Class 4 Felony.

This is a final order subject to administrative review pursuant to the Administrative Review Law, {735 ILCS 5/3-101 et seq.} and the Rules and Regulations of the Illinois Securities Act, {14 Ill. Admin. Code Ch. I, Section 130.1123}. Any action for Judicial Review must be commenced within thirty-five (35) days from the date a copy of this Order is served upon the party seeking review.

Attorney for the Secretary of State:

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