

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

IN THE MATTER OF:

**Francois E. Durmaz; Robert C. Pribilski;
USA Retirement Management Services, Inc.,**
its partners, members, officers, directors,
agents, employees, affiliates, successors
and assigns;

File Number: 0900509

ORDER OF PROHIBITION

TO RESPONDENTS:

Francois E. Durmaz
9 Thistle Ct
Streamwood, Illinois 60107

Robert C. Pribilski
President USA Retirement Management Services Inc.
893 Mckenzie Station Dr.
Lisle, Illinois 60532

Jason Doran
Registered Agent for
USA Retirement Management Services Inc.
2500 S Highland Ave Ste 360
Lombard, Illinois 60148

USA Retirement Management Services Inc.
Oakbrook Terrace Corporate Center III
1815 South Meyers Road
Suite 210
Oakbrook Terrace, Illinois 60181

WHEREAS, a Temporary Order of Prohibition was issued by the Illinois Secretary of State, on March 1, 2010, 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

Order of Prohibition

-2-

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

WHEREAS, the Respondent has 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:

I. FRAUD

1. Respondent François E. Durmaz ("Durmaz") is a natural person with the last known business address of 9 Thistle Ct, Streamwood, Illinois.
2. Respondent Robert C. Pribilski ("Pribilski") is a natural person with the last known business address of Lisle, Illinois.
3. Respondent USA Retirement Management Services Inc. is an Illinois corporation with a last known business address of 1815 South Meyers Road, Suite 210, Oakbrook Terrace, Illinois 60181.
4. Respondent Pribilski represented himself as President of USA Retirement Management Services Inc.
5. Beginning in 2008 and continuing to present, Respondents directly sold and offered to sell securities in the form of promissory notes and bonds to the general public, including residents and senior citizens of the State of Illinois ("Investors").
6. Respondents offered and sold millions of dollars in promissory notes that promised interest of 12.11% to 6.25% per annum.
7. Respondents encouraged investors to liquidate their existing retirement funds from stock and mutual fund accounts to invest promissory notes and bonds.
8. Respondents represented that the promissory notes would be used to purchase bond, Euro bonds or Turkish Euro bonds.
9. Respondents were sent a request for information from the Illinois Secretary of State Securities Department (the "Department") in the form of an 11.C letter dated January 22, 2009 and addressed as follows:

Mr. François Durmaz
USA Retirement Management Services Inc.
1815 South Meyers Road, Suite 210

Order of Prohibition

-3-

Oakbrook Terrace, Illinois 60181

10. Respondents sent a notarized Affidavit in response to the Department request dated July 16, 2009 and said document was signed by Francois E. Durmaz.
11. Respondents stated in the response "At no time have I sold any type of securities to any individual, including promissory notes."
12. Respondents' response concluded with the statement: "I declare under the perjury that the foregoing is true and correct".
13. Respondents refused or omitted, to inform Investors that they were not registered with the Illinois Secretary of State Securities Department.
14. The activities described above constitute the offer and sale of a stock 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").
15. 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."
16. Section 12.G of the Act states that it shall be a violation of the provisions of this 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." 815 ILCS 5/12.G.
17. By virtue of this foregoing conduct, Respondents violated Sections 12.D and 12.G of the Act.

II. FAILURE TO REGISTER SECURITIES

- 1-14. Paragraphs 1-14 are re-alleged and incorporated by reference.
15. The activities described above constitute the offer and sale of a Stock 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").
16. 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.
17. 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

Order of Prohibition

-4-

result, the security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.

18. 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.”
19. 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.”
20. By virtue of the foregoing, Respondent violated Sections 12.A and 12.D of the Act.

Count III

UNREGISTERED DEALER/SALESPERSON

- 1-14. Paragraphs 1-14 are re-alleged and incorporated by reference.
15. Through the conduct described in paragraphs three (3) through eight (8), the respondent acted as a dealer and/or salesperson for the sale of Notes and bonds to investors.
16. That 12.C of the Act provides, *inter alia*, that it shall be a violation of the Act for any person to act as a dealer, salesperson unless registered such, where such registration is required under this Act.
17. That at all relevant times, the respondents were not registered as a dealer and/or salesperson under the Act.
18. That by acting as a salesperson and/or dealer and an investment advisor and/ or investment advisor in the State of Illinois, without being registered as such, respondent violated section 12.C of the Act.
19. The aforementioned findings are based upon credible evidence.
20. 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.

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:

Order of Prohibition

-5-

Respondents violated Section 12.A, 12.C, 12.D and 12.G of the Act.

NOW THEREFORE IT IS HEREBY ORDERED: That pursuant to Section 11.F of the Act, the Respondents, François E. Durmaz , Robert C. Pribilski and USA Retirement Management Services Inc and his/its partners, members, officers, directors, agents, employees, affiliates, successors and assigns, **shall be and are hereby permanently PROHIBITED** from offering or selling any securities in or from the State of Illinois.

Dated: This 2nd day of April 2010



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:
Mary A. Lopez
Enforcement Attorney
Illinois Secretary of State Securities Department
69 West Washington Street
Chicago, Illinois 60602
312-793-3023