

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

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<b>IN THE MATTER OF:</b>	)	
	)	
<b>WALTER ROCKWELL, and</b>	)	
<b>JIM VINCENT (a/k/a JIM VATELI) and</b>	)	<b>No 0800498</b>
<b>CHICAGO VISITOR HOSPITALITY CLUB, INC.</b>	)	
<b>their partners, officers and directors, agents, employees,</b>	)	
<b>affiliates, successors and assigns.</b>	)	
	)	

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**TEMPORARY ORDER OF PROHIBITION**

**TO RESPONDENTS: Walter Rockwell  
9471 Medina Drive  
Santee, CA 92071**

**And**

**Jim Vincent (a/k/a Jim VateLI)  
1111 S. Wabash Av.  
Chicago, IL 60605  
and  
47 West Polk Street  
Chicago, IL 60607**

**And**

**Chicago Visitor Hospitality Club, Inc.  
1111 S. Wabash Av.  
Chicago, IL 60605**

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, herein find:

1. Respondent Chicago Hospitality Club, Inc (at times hereinafter "Chicago Hospitality" and together with Walter Rockwell, and Jim Vincent, a/k/a Jim VateLI ""Respondents") was at all times relevant herein an Illinois enterprise holding itself out as an Illinois corporation, has/had a last known address of 1111 S. Wabash Av., Chicago, IL 60605.

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2. Respondent Walter Rockwell (at times hereinafter “WR” or together with Chicago Hospitality, and Jim Vincent a/k/a Jim Vатели, “Respondents”) was, at all times relevant herein an owner and principal agent of Chicago Hospitality with a last known address of 9471 Medina Dr., Santee CA 92071.
3. Respondent Jim Vincent a/k/a Jim Vатели (at times hereinafter “JV” or together with Chicago Hospitality, and WR “Respondents”) was at all times relevant herein an employee/agent/officer of Chicago Hospitality with last known addresses of 1111 S. Wabash Av., Chicago, IL 60605 and 47 W. Polk St., Chicago, Illinois 60607.
4. Respondent Walter Rockwell, individually and as agent Chicago Hospitality, while conducting business within the State of Illinois issued and sold a promissory note (hereinafter “Note”) to at least one individual (hereinafter “Investor”).
5. The Note was entitled “**SECURED PROMISSORY NOTE**” and dated April 28, 2008.
6. Investor paid \$25,000 to Respondents Chicago Hospitality, WR and JV in exchange for the Note which provided for payment of the \$25,000 principal plus interest of an additional \$25,000 totaling \$50,000 due by June 10, 2008.
7. The activities described above in paragraphs 4-6 constitute the offer and sale of a promissory note and are 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] (the “Act”).

### **FAILURE TO REGISTER SECURITIES**

8. Section 5 of the Act provides, *inter alia* that all securities except those exempt under Section 3 or those offered and sold under Section 4 shall be registered either by coordination or by qualification prior to their offer or sale in the State of Illinois.
9. Respondents failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and that as a result the securities were not registered pursuant to Section 5 of the Act prior to their offer and sale in the State of Illinois.
10. Section 12.A of the Act provides *inter alia* that it shall be a violation for any person to offer and sell any security except in accordance with the provisions of the Act.
11. 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

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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.

12. By virtue of the foregoing Respondents have violated Sections 12.A and 12.D of the Act.

**FRAUD IN SALE OF SECURITIES**

13. Respondents failed to pay Investor any of the principal or interest due on the Note.
14. Respondents failed and refused to notify Investor of the risk involved in the purchase of the Note that could result in the loss of the money paid by the Investor.
15. Section 12.F of the Act provides, *inter alia*, that it shall be 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.
16. 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.
17. By virtue of the foregoing, Respondent violated Sections 12.F and 12.G of the Act and will violate them again if they make further offers, or if they make any sales of Notes or other securities described above in the State of Illinois.
18. The aforementioned findings are based upon credible evidence.
19. 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.
20. The entry of this Temporary Order of Prohibition prohibiting Respondent, or his agents, affiliates, successors and employees, from offering or selling securities in 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 **Walter Rockwell, Jim Vincent a/k/a Jim Vатели and Chicago Hospitality Club, Inc.** their partners, officers and directors, agents,

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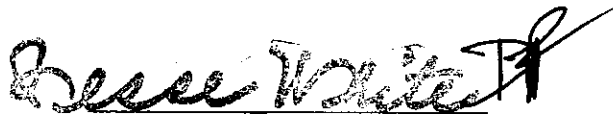
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employees, affiliates, successors and assigns are **Temporarily Prohibited** from offering or selling securities in or from this State until the further Order of the Secretary of State.

NOTICE is hereby given that Respondent may request a hearing on this matter by transmitting such request in writing to the 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 of Prohibition and will extend the effectiveness of this Temporary Order of Prohibition for sixty (60) days from the date the hearing request is received by the Department.

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.

Dated: This 2nd day of July 2010.



JESSE WHITE  
Secretary of State  
State of Illinois

Attorney for the Secretary of State:

James J. Tierney  
Illinois Securities Department  
69 West Washington Street  
Chicago, Illinois 60602  
312-793-9650