

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

\_\_\_\_\_  
IN THE MATTER OF: William Martys and ICG, Inc. )  
\_\_\_\_\_) )  
\_\_\_\_\_)

File # 0800450

**NOTICE OF HEARING**

TO RESPONDENTS:

William J. Martys  
1200 Morraine Drive  
Woodstock, Illinois 60098

ICG, Inc.  
96 North Kennedy Drive  
Carpentersville, Illinois 60110

You are hereby notified that pursuant to Section 11.E of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act") and 14Ill. Adm. Code 130, Subpart K, a public hearing will be held at 69 West Washington Street, Suite 1220, Chicago, Illinois 60602, on the 25th day of August 2010, at the hour of 10:00 a.m., or as soon as possible thereafter, before James L. Kopecky, Esq. or such duly designated Hearing Officer of the Secretary of State.

Said hearing will be held to determine whether an Order shall be entered pursuant to Section 11.E of the Act prohibiting Respondent from selling or offering for sale securities in the State of Illinois and/or granting such other relief as may be authorized under the Act including but not limited to imposition of a monetary fine in the maximum amount pursuant to 11.E(4) of the Act, payable within 10 (ten) days of the order.

The grounds for such proposed action are as follows:

1. That Respondent, William J. Martys, at all relevant times, was president or held himself out as president or principal of ICG, Inc. His last known address is 1200 Morraine Drive, Woodstock, Illinois 60098.

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2. That Respondent IGC, Inc. is an Illinois Corporation located at 96 North Kennedy Drive, Carpentersville, Illinois 60110.
3. That the Respondents listed in paragraphs 1 and 2 above may collectively be referred to as "Respondents."
4. That the Respondents in 2007 offered to sell partnership units in real estate ventures including Glenrich Plaza Partnership to one or more investors.
5. That the investors had an expectation of realizing a profit from the above referenced investments.
6. That the investors were to receive LLC incorporation documents reflecting the investors' share of ownership. The investors did not receive such documents.
7. That the products described in paragraphs 4 thru 6 above are investment contracts and, therefore, securities as the term is included in Section 2.1 of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act").
8. That the activities described in paragraphs 5 above constitutes the offer and sale of a security as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Act.
9. That 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.
10. That Respondent 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 security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.
11. That 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.
12. That 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.
13. That by virtue of the foregoing, Respondent has violated Sections 12.A and 12.D of the Act.

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You are further notified that you are required pursuant to Section 130.1104 of the Rules and Regulations (14 Ill. Adm. Code 130) (the "Rules"), to file an answer to the allegations outlined above within thirty (30) days of the receipt of this notice. A failure to file an answer within the prescribed time shall be construed as an admission of the allegations contained in the Notice of Hearing.

Furthermore, you may be represented by legal counsel; may present evidence; may cross-examine witnesses and otherwise participate. A failure to so appear shall constitute default, unless any Respondent has upon due notice moved for and obtained a continuance.

The Rules promulgated under the Act and pertaining to Hearings held by the Office of the Secretary of State, Securities Department may be viewed online at <http://www.cyberdriveillinois.com/departments/securities/lawrules.html>.

Delivery of notice to the designated representative of any Respondent constitutes service upon such Respondent.

DATED: This 2nd day of ~~June~~ 2010.

*July*



JESSE WHITE  
Secretary of State  
State of Illinois

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