

**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 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

WHEREAS, an Amended Temporary Order of Prohibition was issued by the Secretary of State on July 18, 2003 which prohibited Advent Capital Partners, Ltd., and Samuel Daly (the "Respondents") from offering or selling securities in or from the State of Illinois until further order from the Secretary of State or his duly authorized representative;

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

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

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

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

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

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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.
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.

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NOW THEREFORE IT IS HEREBY ORDERED: That pursuant to Section 11.F of the Act, Respondents shall be and are hereby permanently PROHIBITED from offering or selling securities in or from this State of Illinois.

ENTERED: This 8<sup>th</sup> day of June, 2004.



JESSE WHITE  
Secretary of State  
State of Illinois

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