

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

**IN THE MATTER OF: WILLIAM E. HOPKINS &
ASSOCIATES, INC.**

FILE NO. 0300769

CONSENT ORDER OF DISMISSAL

**TO THE RESPONDENT: William E. Hopkins & Associates, Inc.
c/o William E. Hopkins, II
(CRD # 46947)
3339 North Highland Avenue
Jackson, TN 38305**

WHEREAS, Respondent on the 2nd day of March 2004 executed a certain Stipulation to Enter Consent Order of Dismissal (the "Stipulation"), which hereby is incorporated by reference herein.

WHEREAS, by means of the Stipulation, Respondent has admitted to the jurisdiction of the Secretary of State and service of the Notice of Hearing of the Secretary of State, Securities Department, dated January 29, 2004, in this proceeding (the "Notice") and Respondent has consented to the entry of this Consent Order of Dismissal ("Consent Order").

WHEREAS, by means of the Stipulation, the Respondent acknowledged, while neither admitting nor denying the truth thereof, that the following allegations contained in the Notice of Hearing shall be adopted as the Secretary of State's Findings of Fact:

1. William E. Hopkins & Associates, Inc. (the "Respondent") is now and at all times relevant hereto was registered as a dealer in the State of Illinois pursuant to the Act.
2. A review of the records of the Illinois Securities Department revealed that the Respondent failed to file the Annual Report of Branch Offices in Illinois (the "Annual Report") by the required date of June 30, 2003.

3. Dealers registered under the Act are required to file this Annual Report with the Department and disclose each branch office location in Illinois together with payment of a \$20.00 fee for each reported branch office.
4. On or about July 21, 2003, the Department received a copy of the Respondent's Annual Report; the Respondent's Annual Report indicated the Respondent does not have Branch Offices in Illinois as defined in Section 130.280 of the Rules.
5. On or about July 2003, the Department sent a letter to the Respondent's address requesting the Respondent to pay the \$50.00 late filing fee.
6. As of today, the Respondent has not paid the late filing fee.
7. Section 12.D of the Act provides that it shall be a violation of the provisions of the Act 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.
8. By virtue of its failure to pay the Late Fee as required and authorized by Section 8.J of the Act, Respondent has violated the Act.
9. Section 8.E(1)(g) of the Act provides, inter alia, that the registration of a dealer may be suspended or revoked if the Secretary of State finds that such dealer has violated any of the provisions of the Act.

WHEREAS, by means of the Stipulation Respondent has acknowledged, without admitting or denying the averments, that the following shall be adopted as the Secretary of State's Conclusion of Law:

That by virtue of the foregoing, the Respondent's registration as a dealer in the State of Illinois is subject to suspension or revocation pursuant to Section 8.E(1)(g) of the Act.

WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that it shall pay the sum of Seven Hundred Fifty dollars (\$750.00) representing the costs of this action, payable to the Secretary of State Investors Education Fund within thirty days after the entry of this Order.

WHEREAS, the Secretary of State, by and through his duly authorized representative has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceedings.

Consent Order of Dismissal

- 3 -

NOW THEREFORE IT SHALL BE AND IS HEREBY ORDERED THAT:

1. Acknowledges and agrees that it desires to resolve this matter absent further administrative action.
2. Acknowledges and agrees that it shall pay the sum of Seven Hundred Fifty Dollars (\$750.00) representing the costs of this action, payable to the Secretary of State Investors Education Fund within thirty (30) days of the entry of this Order.
3. The formal hearing scheduled on this matter is hereby dismissed without further proceedings.

ENTERED: This 04 day of March 2004.

A handwritten signature in black ink, appearing to read "Jesse White" followed by a flourish.

JESSE WHITE
Secretary of State
State of Illinois