

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

IN THE MATTER OF: BLAIR CAPITAL MANAGEMENT CORP.)

) FILE NO. 1100498
_____)

NOTICE OF HEARING

TO THE RESPONDENT:

Blair Capital Management Corp.
(IARD#: 123990)
70 W. Madison Street 14th Floor
Chicago, Illinois 60602

You are hereby notified that pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act") and 14 Ill. 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 February, 2012 at the hour of 10:00 a.m. or as soon as possible thereafter, before James L. Kopecky Esq., or such other duly designated Hearing Officer of the Secretary of State.

Said hearing will be held to determine whether an Order shall be entered revoking Blair Capital Management Corp.'s (the "Respondent") registration as an investment adviser in the State of Illinois and/or granting such other relief as may be authorized under the Act including but not limited to the imposition of a monetary fine in the maximum amount pursuant to Section 11.E (4) of the Act, payable within ten (10) business days of the entry of the Order.

The grounds for such proposed action are as follows:

1. That at all relevant times, the Respondent was registered with the Secretary of State as an investment adviser in the State of Illinois pursuant to Section 8 of the Act.
2. That on August 8, 2011 in accordance with Sections 8.I(3) and (4) of the Act, a representative of the Office of the Secretary of State of Illinois Securities Department ("Department") conducted an audit, examination and inspection (hereinafter "audit 11139") of the Respondent's books and records.
3. That the aforementioned audit 11139 revealed numerous errors and contradictory answers in the Respondent's ADV Form.

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4. That on August 25, 2011 in accordance with Departmental policy and procedure a Deficiency Letter was sent by the Department to the Respondent. The purpose of this communication was to remind the respondent of its obligation to update the ADV Form to correct the errors and contradictory answers contained therein. The Respondent failed to respond to this communication.
5. A follow-up Deficiency Letter was sent to the Respondent on October 20, 2011. The Respondent also failed to respond to this communication.
6. As a result of the Respondent's failure to update its ADV form, it thus contained inaccurate and incorrect information.
7. That Section 8.D(13) of the Act, provides in part, "Any change which renders no longer accurate any information contained in any application for registration or re registration of an investment adviser shall be reported to the Secretary of State within 10 business days after the occurrence of the change."
8. That Section 12.D of the Act provides, inter alia, 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.
9. That by virtue of the foregoing, the Respondent has committed a violation of Section 12.D of the Act.
10. That Section 8.E(1)(g) of the Act provides that the registration of an investment advisor may be revoked if it has violated any of the provisions of this Act.
11. That Section 8.E (1) (h) of the Act provides, inter alia, that the registration of an investment adviser may be revoked if the Secretary of State finds that such investment adviser made any material misrepresentation to the Secretary of State in connection with any information deemed necessary by the Secretary of State to determine a investment adviser's repute or qualification.
12. That by virtue of the foregoing, the Respondent's registration as an investment adviser in the State of Illinois is subject to revocation pursuant to Sections 8.E(1)(g)and 8.E(1)(h) of the Act.

You are further notified that you are required pursuant to Section 130.1104of 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.

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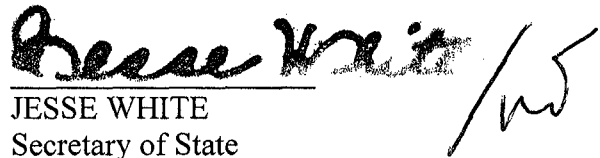
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Furthermore, you may be represented by legal counsel; may present evidence; may cross examine witnesses and otherwise participate. A failure to so appear shall constitute default, unless any Respondent has upon due notice moved for and obtained a continuance.

A copy of the Rules, promulgated under the Act and pertaining to hearings held by the Office of the Secretary of State, Securities Department, is included with this Notice.

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

Dated: This 5th day of January 2012.



JESSE WHITE
Secretary of State
State of Illinois

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Hearing Officer:
James L. Kopecky
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