

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

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**IN THE MATTER OF: ANTOINE WILLIS;  
AND WILLIS TRANSPORTATION SERVICE, INC.**

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**File No. C1000003**

**NOTICE OF HEARING**

**TO THE RESPONDENTS:** WILLIS TRANSPORTATION SERVICE, INC.  
c/o Antoine Willis  
1717 East 77<sup>th</sup> Street, Unit 3  
Chicago, Illinois 60649

ANTOINE WILLIS  
1717 East 77<sup>th</sup> Street, Unit 3  
Chicago, Illinois 60649

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 May 2, 2012, at the hour of 10:00 a.m. or as soon as possible thereafter, before James Kopecky 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 prohibiting Antoine Willis and Willis Transportation Service, Inc., from offering, advising the sale of, and selling securities 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:

**BACKGROUND FACTS**

1. Willis Transportation Service, Inc. ("Respondent Willis Transportation" or collectively with Respondent Willis, "Respondents") was an Illinois

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corporation. Its last known address is 1717 East 77<sup>th</sup> Street, Unit 3, Chicago, Illinois 60649.

2. Antoine Willis (“Respondent Willis” or collectively with Respondent Willis Transportation, “Respondents”) was the owner of Respondent Willis Transportation at all relevant times herein. His last known address is 1717 East 77<sup>th</sup> Street, Unit 3, Chicago, Illinois 60649.

**BACKGROUND FACTS COMMON TO ALL COUNTS**

3. Investor DM is a resident of the State of Illinois.
4. On or about April 9, 2009, Respondent Willis sold a \$10,000 20% Note to Investor DM, with principal and interest due in two years. In exchange, DM gave Respondent Willis \$10,000.00, in cash.
5. On April 9, 2009, Respondent Willis deposited \$9,000.00 into Respondent Willis Transportation’s CitiBusiness Streamlined Checking account at Citibank.
6. On or about May 11, 2009, Respondent Willis sold a \$10,000 20% Note to Investor DM, with principal and interest due in two years. In exchange, DM gave Respondent Willis \$10,000.00, in cash.
7. On May 11, 2009, Respondent Willis deposited \$9,000.00 into Respondent Willis Transportation’s CitiBusiness Streamlined Checking account at Citibank.
8. From around April 2009 through June 2009, Respondent Willis withdrew approximately \$11,919.00 from Respondent Willis Transportation’s bank account.
9. From April 2009 through June 2009, Respondent Willis spent approximately \$2,106.68 from the Respondent Willis Transportation CitiBusiness Streamlined Checking account at Citibank account personal
10. According to Investor, Respondent Willis told her that the investor funds would be used to for expenses related to the ongoing business of Respondent Willis Transportation.
11. To date, despite demands, the Respondents have failed to pay the investors their principal and interest, pursuant to the terms of the Notes.

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12. To date, despite demands, Investors has not received monies back from their investments, pursuant to the terms of the Notes.
13. That the activities set forth in paragraphs above constitute the offer and sale of Notes, and therefore a security, as those terms are defined in Section 2.1, 2.5 and 2.5a of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*

**COUNT I**

**815 ILCS 5/12.A and D violations: Respondent sold  
unregistered securities**

- 1-13. The Illinois Secretary of State re-alleges and incorporates paragraphs 1 through 13 above, as paragraphs 1 through 13 of this Count I.
14. Section 12.A of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, (the "Act") states that it shall be a violation of the provisions of this Act for any person to "offer or sell any security except in accordance with the provisions of this Act."
15. Section 5 of the Act provides, *inter alia*, that all securities except those exempt under Section 3 of the Act or those offered and sold in transactions exempt under Section 4 of the Act shall be registered with the Secretary of State prior to their offer or sale in the State of Illinois.
16. Section 12.D of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, states 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 under the provisions of this Act or any rule or regulation made by the Secretary of State pursuant to this Act or to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 hereof.
17. Respondents failed to file an application for registration of the above-referenced securities with the Secretary of State and 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.
8. By virtue of the foregoing, Respondents violated Sections 12.A and 12.D of the Act.

**COUNT II**

**815 ILCS 5/12.F violation: Respondents engaged  
in practices in connection with the sale of securities  
that worked a fraud or deceit  
on the purchaser thereof**

- 1-13. The Illinois Secretary of State re-alleges and incorporates paragraphs 1 through 13 of Count I, as paragraphs 1 through 13 of this Count II.
14. Section 12.F of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, states that it shall be a violation of the provisions 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.”
15. The facts alleged in paragraphs 1 through 14 above allege facts that show conduct by the Respondents that violate Section 12.F of the Act. In particular: Respondents did not invest Investor’s funds for the benefit of Investor and instead, Respondents converted Investor’s money for Respondents’ own personal use and benefit. In particular, Respondent Willis transferred withdrew approximately \$16,325.83 of investor’s funds for personal and/or related business purposes.

**COUNT III**

**815 ILCS 5/12.G violations: Respondents obtained  
Complainants’ money by making  
untrue statement of material fact  
and omission to state a material fact**

- 1-13. The Illinois Secretary of State re-alleges and incorporates paragraphs 1 through 13 of Count I, as paragraphs 1 through 13 of this Count III.
14. Section 12.G of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, states that it shall be a violation of the provisions 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.”
15. The facts alleged in paragraphs 1 through 14 above allege facts that show conduct by the Respondent Willis that violated Section 12.G of the Act. In particular: Respondent Willis represented that the Complainant’s funds

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would be used for purpose of or related to transportation business. Instead, Respondent Willis converted Complainants' money for Respondent's own personal use and benefit.

**COUNT IV**

**815 ILCS 5/12.1 violation: Respondent employed a scheme to defraud in connection with the sale of securities**

- 1-13. The Illinois Secretary of State re-alleges and incorporates paragraphs 1 through 13 of Count I, as paragraphs 1 through 13 of this Count IV.
14. Section 12.1 of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, states that it shall be a violation of the provisions of the Act for any person to "employ any device, scheme or artifice to defraud in connection with the sale or purchase of any security, directly or indirectly."
15. The facts alleged in paragraphs 1 through 14 above allege facts that show conduct by the Respondents that violate Section 12.1 of the Act. In particular: Respondent Willis represented that the Complainants' funds would be used for purpose of or related to transportation business. Instead, Respondents converted Complainants' money for Respondents' own personal use and benefit.

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 requested 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.

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

Dated: This ~~8th~~ day of March 2012.

9<sup>th</sup>



JESSE WHITE  
Secretary of State  
State of Illinois

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