

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

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**IN THE MATTER OF: Peter Anthony Mazzara,** )  
**Omni Group Partners, LTD, its partners,** ) **File Number: 1100435**  
members, officers, directors, agents, employees, affiliates, )  
successors, and assigns, and )  
**Alpha Life Holdings, LTD, its partners, members,** )  
officers, directors, agents, employees, affiliates, )  
successors, and assigns. )

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**AMENDED NOTICE OF HEARING**

**TO THE RESPONDENTS:** Peter Anthony Mazzara and  
Omni Group Partners and  
Alpha Life Holdings, LTD  
CRD #4323658  
3086 Renard  
Saint Charles, Illinois 60174

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 2<sup>nd</sup> day of July, 2012 at the hour of 10:00 a.m. or as soon as possible thereafter, before James 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 pursuant to Section 11.E of the Act prohibiting Respondents Peter Anthony Mazzara and Omni Group Partners, LTD and his/its partners, members, officers, directors, agents, employees, affiliates, successors and assigns and Alpha Life Holdings, LTD, and his/its partners, members, officers, directors, agents, employees, affiliates, successors and assigns, 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 the imposition of a monetary fine in the maximum amount pursuant to Section 11.E 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. Peter Anthony Mazzara (CRD #4323658) (Respondent "Mazzara" or collectively with Respondents Omni Group Partners, LTD and Alpha Life

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Holdings, LTD “Respondents”) is a natural person. His last known address is St. Charles, Illinois.

2. Omni Group Partners, LTD (“Respondent Omni” or collectively with Respondent Peter Anthony Mazzara, and Respondent Alpha Life Holdings, LTD “Respondents”) is an Illinois corporation not in good standing. Its last known business address was in St. Charles, Illinois.
3. Alpha Life Holdings, LTD (“Respondent Alpha” or collectively with Respondent Peter Anthony Mazzara, and Respondent Omni Group Partners “Respondents”) is an Illinois corporation not in good standing. Its last known business address was in St. Charles, Illinois.
4. Respondent Mazzara is the Agent, Manager, president, secretary and founder of Respondent Omni Group Partners, LTD at all relevant times herein.
5. Respondent Mazzara is the Agent, Manager, and founder of Respondent Alpha Life Holdings, LTD at all relevant times herein.
6. Respondent Mazzara made misrepresentations to investors and the Secretary of State Business Services that Respondent Omni Group Partners, LTD was an insurance company; Respondent Omni was never registered with the Illinois Department of Insurance.
7. Respondent Mazzara made misrepresentations to investors that he was currently registered with the Illinois Secretary of State Securities Department to offer and sell securities; Respondent Mazzara has not been registered with the Illinois Secretary of State Securities Department since 2004.
8. Respondent Mazzara made misrepresentations to investors that he was currently registered with the Illinois Department of Insurance; however he has not been registered since May 1, 2008.
9. Respondent Mazzara offered and sold stock in Respondent Alpha Life Holdings, LTD; Respondent Alpha Life Holdings, LTD was never registered with the Illinois Secretary of State Securities Department to offer or sell stock to or from the state of Illinois.
10. Respondent Mazzara offered and sold life insurance policies, in the form of life settlements to multiple investors.
11. Respondent Mazzara fractionalized the life insurance policies in the form of life settlements, so that multiple persons owned the same life insurance policy.

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12. Respondent Mazzara offered and sold investors promissory notes.
13. Respondent Mazzara has not responded to investors who have requested payment on their promissory notes.
14. Respondent Mazzara solicited senior citizens to buy a life insurance policy, which he then would purchase this policy from them to sell as a life settlement to multiple investors.
15. Respondent Mazzara materially misrepresented the life settlements sold in that he lied about the age and health of the insured, telling investors that the insurance policy was on a person that was older and in poor health
16. Respondent Mazzara failed to tell investors that the premiums of the life settlements needed to continue to be paid until the death of the policy holder and told investors that there was money he put aside to continue to pay the premiums, however there was very little money set aside to pay the premiums and the investors have been forced to continue to pay the premiums or lose the entire investment.
17. Respondent Mazzara sold stock to investors and failed to disclose to investors that he sold investors shares in the Respondents Omni Group Partners, LTD and Alpha Life Holdings, LTD and that neither company was registered with the Illinois Secretary of State Securities Department to offer and sell shares.
18. Respondent Mazzara materially misrepresented the potential earnings of the life insurance policies; failing to tell investors that the premiums would have to be paid by investors.
19. Respondent Mazzara failed to disclose to investors that he was not licensed as a registered representative by the Illinois Secretary of State Securities Department.
20. Respondent Mazzara failed to disclose to investors that Respondents Omni Group Partners, LTD and Alpha Life Holdings, LTD were not registered to sell securities with the Illinois Secretary of State Securities Department.
21. Respondent Mazzara sold to investors that were not accredited investors, not sophisticated investors and to seniors.
22. Respondent Mazzara used investor money he received for the promissory notes for his own personal use.

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23. Respondent Mazzara solicited investors, stating that he would invest their money in fractionalized interest/shares of real estate property.
24. Respondent Mazzara received money from at least two Illinois investors for his real estate scheme from their self directed IRA accounts.
25. Respondent Mazzara took the investors money and failed to invest it in real estate, instead he used it for his own purposes.
26. Respondent Mazzara refused to return any of the money for the real estate scheme and failed to inform investors that he used the money for his own personal use.
27. Respondents Mazzara, Omni and Alpha were sent an 11.C inquiry by the Illinois Secretary of State Securities Department, which demanded an answer by December 16, 2011; Respondents did not respond to the Departments 11.C inquiry.
28. Respondent Mazzara was subpoenaed by the Department for a deposition; per the Respondent requested the deposition was rescheduled several times and finally set for May 9, 2012; he was reminded by email and phone.
29. Respondent Mazzara failed to show up for his scheduled deposition with the Department.
30. Respondent Mazzara failed to tender the subpoenaed documents.
31. That the activities set forth in paragraphs above constitute the offer and sale of stock, investment contract and promissory note 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.F violation: Respondents engaged  
in practices in connection with the sale of securities  
that worked a fraud or deceit on the purchaser thereof**

- 1-31. Paragraphs 1-31 of the "Background Facts" are re-alleged and incorporated by reference.
32. Respondent Mazzara made multiple fraudulent, misleading and material misstatements to investors to that tended to work a fraud or deceit on the investor.

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33. 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.”
34. By virtue of the foregoing, Respondents violated Sections 12.F of the Act.

**COUNT II**

**815 ILCS 5/12.I violation: Respondent employed a scheme to defraud in connection with the sale of securities**

- 1-31. Paragraphs 1-31 of the “Background Facts” are re-alleged and incorporated by reference.
32. Respondent made multiple fraudulent, misleading and material misstatements to investors in a scheme to defraud the investors.
33. Section 12.I 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.”
34. By virtue of the foregoing, Respondents violated Sections 12.I of the Act.

**COUNT III**

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

- 1-31. Paragraphs 1-31 of the “Background Facts” are re-alleged and incorporated by reference.
32. Respondent made multiple fraudulent, misleading, untrue statements, omissions and material misstatements to investors to induce investors to purchase the stock, investment contracts, life settlements and promissory notes.
33. 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.”

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34. By virtue of the foregoing, Respondents violated Sections 12.G of the Act.

**COUNT IV**

**815 ILCS 5/12.A and D violations: Respondents are  
Unregistered Securities.**

- 1-31. Paragraphs 1-27 of the “Background Facts” are re-alleged and incorporated by reference.
32. Respondents Omni and Alpha are unregistered securities.
33. Respondent Mazzara’s fractionalized interest in real estate scheme was not a registered security,
34. 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.”
35. 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.
36. 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.
37. 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.

**COUNT V**

**815 ILCS 5/12.D Violation, Failure to Respond**

- 1-31. Paragraphs 1-24 the “Background Facts” are re-alleged and incorporated by reference.
32. That the Office of the Secretary of State, Illinois Securities Department (“Department”) commenced an investigation into the Respondent’s activities pursuant to Section 8 of the Act.

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33. That in connection with its investigation the Department sent a letter pursuant to Section 11.C of the Act ("11.C letter") to the Respondent at his home by means of hand delivery. The Respondent pursuant to the terms of the 11.C letter was required to respond in writing by December 16, 2011.
34. That the Respondent did not respond to the December 26, 2011 11.C letter as required.
35. Respondent Mazzara failed to show up for his scheduled deposition.
36. Respondent Mazzara failed to tender the subpoenaed documents to the Department.
37. 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.
38. That by virtue of the foregoing, the Respondent has committed a violation of Section 12.D of the Act.

**COUNT VI**

**815 ILCS 5/12.C violation:**

**UNREGISTERED DEALER/SALESPERSON**

- 1-31. Paragraphs 1-24 of the "Background Facts" are re-alleged and incorporated by reference.
32. Respondent Mazzara offered and sold stock in the Respondents Omni Group Partners, LTD and Alpha Life Holdings, LTD.
33. Respondent Mazzara offered and sold promissory notes to investors and fractionalized interest in real estate.
34. Respondent Mazzara has never been registered with the Illinois Secretary of State Securities Department to offer or sell securities in the State of Illinois.
35. That 12.C of the Act provides, *inter alia*, that it shall be a violation of the Act for any person to act as a dealer, salesperson unless registered such, where such registration is required under this Act.
36. That at all relevant times, the respondent was not registered as a dealer and/or salesperson under the Act.

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37. That by acting as a salesperson and/or dealer in the State of Illinois, without being registered as such, respondent violated section 12.C of the Act.
30. The aforementioned findings are based upon credible evidence.

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 ten (10) 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 Amended 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.

A link 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. <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 9<sup>th</sup> day of May 2012.

JA<sup>m</sup>



JESSE WHITE  
Secretary of State  
State of Illinois

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