

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

\_\_\_\_\_  
IN THE MATTER OF: Jonathan Matthew Gellis )  
\_\_\_\_\_)

FILE NO. 1200286

**CORRECTED NOTICE OF HEARING**

TO THE RESPONDENT:

Jonathan Matthew Gellis  
624 New Bridge RD  
Teaneck, NJ 07666

J.H Darbie & Co. Inc.  
99 Wall St. 6<sup>th</sup> fl.  
New York, NY 10005

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 7<sup>th</sup> day of November, 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 Jonathan Matthew Gellis (the "Respondent") registration as a salesperson 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 a salesperson in the State of Illinois pursuant to Section 8 of the Act.

Corrected Notice of Hearing

2

2. That on May 21, 2012 FINRA entered LETTER OF ACCEPTANCE, WAIVER AND CONSENT (“AWC” or “Order”) submitted by the Respondent regarding Disciplinary Proceeding No. 2008016061802 which sanctioned the Respondent as follows:
  - a) suspended from association with any FINRA member in any capacity for twenty (20) business days; and
  - b) fined \$25,000.
3. That the Order found: Section 5 of the Securities Act of 1933, NASD rule 2110. Jonathan Gellis, using the instrumentalities of interstate commerce, caused to be executed, orders in the accounts of customers, and facilitated the distribution of, approximately 1.6 billion shares of securities that were not properly registered, and failed to establish that these securities that were not properly registered, and failed to establish that conduct adequate due diligence into the circumstances surrounding the companies’ acquisition and sale of stock, notwithstanding significant red flags indicating the necessity of such inquiry.
4. That Section 8.E(1)(j) of the Act provides, inter alia, that the registration of a salesperson may be revoked if the Secretary of State finds that such Salesperson has been suspended by any self-regulatory organization Registered under the Federal 1934 Act or the Federal 1974 Act arising from any fraudulent or deceptive act or a practice in violation of any rule, regulation or standard duly promulgated by the self-regulatory Organization.
5. That FINRA is a self-regulatory organization as specified in Section 8.E(1)(j) of the Act.
6. That by virtue of the foregoing, the Respondent's registration as a Salesperson in the State of Illinois is subject to revocation pursuant to Section 8.E(1)(j) of the Act.

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.

Corrected Notice of Hearing

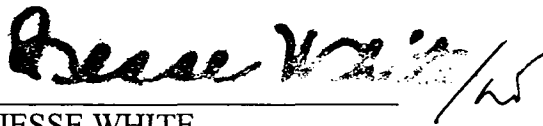
3

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 5<sup>th</sup> day of September 2012.

A handwritten signature in black ink, appearing to read "Jesse White", with a horizontal line underneath and a small mark to the right.

JESSE WHITE  
Secretary of State  
State of Illinois

Attorney for the Secretary of State:  
Cheryl Goss Weiss  
Office of the Secretary of State  
Illinois Securities Department  
69 West Washington Street, Suite 1220  
Chicago, Illinois 60602  
Telephone: (312) 793-3384

Hearing Officer:  
James L. Kopecky:  
203 N. LaSalle  
Chicago, Illinois 60601