

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: BALLENTINE INVESTMENTS, INC.,)
ITS OFFICERS, DIRECTORS, EMPLOYEES)
AFFILIATES, SUCCESSORS, AGENTS) No. 1100260
AND ASSIGNS,)
AND WILLIAM ANDREW BALLENTINE)
)

ORDER OF PROHIBITION

TO THE RESPONDENTS: Ballentine Investments, Inc.
William Andrew Ballentine (CRD #1377647)
16009 S. Arbor Dr.
Plainfield, Illinois 60586

WHEREAS, a Temporary Order of Prohibition was issued by the Secretary of State on October 3, 2011, prohibiting Respondents Ballentine Investments, Inc., by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, and William Andrew Ballentine, from offering or selling securities in the State of Illinois until further order of the Secretary of State.

WHEREAS, pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5/1 et seq.] (the "Act"), the failure to request a hearing within thirty days of the entry of the Temporary Order of Prohibition shall constitute a sufficient basis to make the Temporary Order final.

WHEREAS, Respondents Ballentine Investments, Inc., by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, and William Andrew Ballentine, have failed to request a hearing on the matters contained in the said Temporary Order within thirty days of the entry of said Temporary Order and are hereby deemed to have admitted the facts alleged in the said Temporary Order.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Findings of Fact contained in the said Temporary Order as the Secretary of State's final Findings of Fact as follows:

1. That Respondent, Ballentine Investments, Inc. ("Ballentine Investments"), is an Illinois corporation with a last known address of 16009 S. Arbor Dr., Plainfield, Illinois 60586;
2. That at all times relevant, the Respondent William Andrew Ballentine, an Illinois resident, was President of an

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Officer, Director, Agent or Employee of Ballentine Investments;

3. That at all times relevant, the Respondent William Andrew Ballentine was registered as an Illinois registered salesperson through ACAP Financial Inc. ("ACAP"); Respondent's salesperson registration was terminated in Illinois on December 15, 2009;
4. That on or about May 5, 2010, Respondents Ballentine Investments, its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, and William Andrew Ballentine, recommended to DH, an Illinois resident, that DH invest \$50,000 in Rochester National Municipals with Oppenheimer Funds, representing that DH would earn an annual return of 8% from said investment and would receive monthly interest payments;
5. That on or about May 5, 2010, and pursuant to Respondents' instructions and recommendations, DH gave Respondents \$50,000 which Respondents represented Respondents would invest in Rochester National Municipals through Oppenheimer Funds;
6. That on July 31, 2010, pursuant to recommendations by the Respondent, DH gave Respondents an additional \$50,000 which Respondents represented Respondents would invest in Rochester National Municipals through Oppenheimer Funds;
7. That Rochester National Municipals is a mutual fund offered by and/or through Oppenheimer Funds that primarily invests in high yield municipal bonds;
8. That, in fact, Respondents never invested DH's funds in the aforesaid purported Rochester National Municipals through Oppenheimer Funds as represented, that DH has had no account with Oppenheimer since the year 2000 and that Oppenheimer has no record of DH, or the Respondents on behalf of DH, ever purchasing the aforesaid securities;
9. That on or about May, 2011, DH requested that Respondents return the aforesaid investment funds at which time Respondents represented that Respondents would do so, advising that it would take a few days to liquidate said funds;
10. That as of this date, DH has not received the aforesaid funds from Respondents;

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11. That DH has received no further monthly interest payments since April, 2011;
12. That DH was 68 years old at the time of the aforesaid investments;
13. That the aforesaid purported investments are securities as that term is defined pursuant to Section 2.1. of the Illinois Securities Law of 1953 [815 ILCS 5/1 et seq.] (the "Act");
14. That 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;
15. That Section 12.A of the Act provides, inter alia, that it shall be a violation of the Act for any person to offer or sell securities except in accordance with the provisions of the Act;
16. That Section 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 and/or investment adviser representative unless registered as such, where such registration is required;
17. That Section 12.D of the Act provides, inter alia, that it shall be a violation of the Act for any person to fail to file with the Secretary of State any document or application required to be filed under the provision of the Act;
18. That Section 12.G of the Act provides, inter alia, that it shall be a violation 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 the light of the circumstances under which they were made, not misleading;
19. That Section 8.E.1(b) of the Act states, inter alia, that subject to the provisions of subsection F of Section 11 of the Act, the registration of a salesperson or investment adviser representative may be suspended or revoked if the Secretary of State finds that the salesperson or investor adviser representative has engaged in any unethical practice in the offer or sale of securities;

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20. That Section 8.E.1(g) of the Act states, inter alia, that subject to the provisions of subsection F of Section 11 of the Act, the registration of a salesperson or investment adviser representative may be suspended or revoked if the Secretary of State finds that the salesperson or investor adviser representative has violated any of the provisions of this Act;
21. That at all times relevant hereto, Respondents Ballentine Investments, its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, and William Andrew Ballentine, engaged in an unethical practice in the offer or sale of securities in that the Respondents represented to DH that DH's funds would be invested in Rochester National Municipals through Oppenheimer where in fact Respondents never purchased the aforesaid securities with DH's funds as represented; Furthermore, Respondents represented to DH that DH would receive the return of her principal, yet as of this date DH has not received any such return nor has she received any monthly interest payment since April, 2011;
22. That at all times relevant hereto, Respondents Ballentine Investments, its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, and William Andrew Ballentine, failed to file an application for registration of the above-referenced securities with the Secretary of State prior to their offer or sale in the State of Illinois;
23. That at all times relevant hereto, Respondents Ballentine Investments, its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, and William Andrew Ballentine, failed to file an application for registration as a dealer or salesperson for the sales of securities in the State of Illinois;
24. That at all times relevant hereto, Respondents Ballentine Investments, its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, and William Andrew Ballentine, acted as a dealer and/or salesperson of securities while not being registered as such;
25. That at all times relevant hereto, Respondents Ballentine Investments, its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, and William Andrew Ballentine, obtained money or property through the offer or sale of securities by means of any untrue statement of a material fact or any omission to state a material fact in that Respondents represented to DH that he would invest DH's funds in the aforesaid purported securities, where in fact

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no such investment was ever made by Respondents as represented;


26. That Section 11.F(2) of the Act provides, inter alia, that the Respondent's failure to request a hearing within 30 days after the date of the entry of the Temporary Order shall constitute an admission of any facts alleged therein and shall constitute sufficient basis to make the Temporary Order final;

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Conclusions of Law contained in the said Temporary Order as the Secretary of State's final Conclusions of Law as follows:

1. That by virtue of the foregoing, Respondents Ballentine Investments, its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, and William Andrew Ballentine, have violated Sections 12.A, 12.C, 12.D, and 12.G, of the Act;
2. That by virtue of the foregoing, Respondents Ballentine Investments, its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, and William Andrew Ballentine, are subject to an Order which permanently prohibits Respondent from offering or selling securities in the State of Illinois.

NOW THEREFORE, IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondents Ballentine Investments, its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, and William Andrew Ballentine, are hereby permanently prohibited from offering or selling securities in the State of Illinois.

ENTERED: This 4th day of November, 2011



Jesse White
Secretary of State
State of Illinois



NOTICE: Failure to comply with the terms of this Order shall be a violation of the Section 12.D of the Act. Any person or entity

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who fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of the Order, shall be guilty of a Class 4 felony.

This is a final order subject to administrative review pursuant to the Administrative Review Law, [735 ILCS 5/3-101 et seq.] and the Rules and Regulations of the Illinois Securities Act, [14 Ill. Admin. Code Ch. I, Section 130.1123]. Any action for Judicial Review must be commenced within thirty-five (35) days from the date a copy of this Order is served upon the party seeking review.

Attorney for the Secretary of State:
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