

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: CORNEAL SCIENCE CORPORATION,)
ITS OFFICERS, DIRECTORS,) File No. 0800210
EMPLOYEES, AFFILIATES, SUCCESSORS,)
AGENTS AND ASSIGNS AND DR ALLAN)
TOUCH)

AMENDED NOTICE OF HEARING

TO THE RESPONDENTS: Corneal Science Corporation
Dr. Allan Touch
C/o Bernard G. Segatto, III
Attorney at Law
Barber, Segatto, Hoffeee, Wilke
& Cate
P.O. Box 79
Springfield, IL 62705-0079

You are hereby notified that pursuant to Section 11.F of the Illinois Securities Law of 1953, [815 ILCS 5/1 et seq.] (the "Act") and 14 Ill. Adm. Code 130, Subpart K, a public hearing will be held at 300 W. Jefferson St., Suite 300A, Springfield, Illinois 62702, on the 21st day of October, 2009 at the hour of 10:00 a.m., or as soon thereafter as counsel may be heard, before Jon K. Ellis, or such other duly designated Hearing Officer of the Secretary of State. A copy of the Rules under the Act pertaining to contested cases is attached to this Notice.

Said hearing will be held to determine whether an Order of Prohibition should be entered against Corneal Science Corporation, its officers, directors, employees, agents, affiliates, successors and assigns and Dr. Allan Touch (the "Respondents") in the State of Illinois and granting such other relief as may be authorized under the Act including but not limited to imposition of a monetary fine in the maximum amount pursuant to Section 11 of the Act, payable within ten (10) days of the entry of the Order.

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The grounds for such proposed action are as follows:

Count I

1. Corneal Science Corporation is a defunct Delaware corporation.
2. Dr. Allan J. Touch is the President of Corneal Science Corporation.
3. That Corneal Science Corporation and Dr. Touch offered and sold to PD, an Illinois resident, 1 convertible Promissory Note (the "Note") issued by Corneal Science Corporation on or about April 4, 2001 in the amount of \$30,000. PD made an additional payment of \$20,000 on or about June 25, 2001 pursuant to the terms of this Note.
4. The Note paid interest of 12% per annum, however no interest has been paid to PD as required pursuant to the Note
5. Additionally, PD made 3 short term loans to Corneal Science Corporation from December 1, 2001 through February 2002 totaling \$50,000.
6. As of the date of this Notice, no principal or interest has been paid on these short term loans.
7. FC, an Illinois resident, on June 20, 2003 invested \$5,000 in a Convertible Promissory Note issued or issuable by Corneal Science Corporation with a maturity date of July 15, 2003.
8. As of this date, FC has not received any repayment on his note, despite repeated demands for payment.
9. RP, an Illinois resident invested \$22,500 in Corneal Science Corporation on or about August 8, 2002 and received 3,000 shares of stock in Corneal Science Corporation.
10. On or about February 6, 2008, RP, through his attorney, requested to review the books and records of Corneal Science Corporation pursuant to his rights under Delaware law as a corporate shareholder.

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11. As of the date of this Notice, RP has not been allowed by Corneal Science Corporation to review its books and records nor has he been provided any financial reports or other business information of Corneal Science Corporation.
12. On or about March 5, 2008, RP through his attorney made a request of the Board of Corneal Science Corporation to re-purchase his stock in Corneal Science Corporation. Dr Touch agreed with RP's lawyer to recommend to the board of Corneal Science Corporation to re-purchase the stock of RP.
13. As of the date of this Notice Corneal Science Corporation has not re-purchased the stock of RP nor has the board informed him of its decision regarding his re-purchase request.
14. The above-referenced Notes and stock 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").
15. 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 any security except in accordance with the provisions of the Act.
16. Section 12.F of the Act provide, inter alia, that it shall be a violation 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.
17. That by virtue of the foregoing, Corneal Science Corporation, its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns and Dr. Touch have violated Sections 12.A and 12.F of the Act.
18. Section 11.F.(2) of the Act provides, inter alia, that the Secretary of State may temporarily suspend or prohibit the offer or sale of securities by any person if the Secretary of State in his or her opinion, based upon credible evidence, deems it necessary to prevent an imminent violation of the Act or to prevent losses to investors which the Secretary of State reasonably believes will occur as a result of a prior violation of the Act.

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19. That Section 11.E(2) of the Act provides, inter alia, that if the Secretary of State shall find that any person has violated subsection F of Section 12 of the Act, the Secretary of State may by written order prohibit the person from offering or selling any securities in this State.
20. That Section 11.E(4) of the Act provides, inter alia, that if the Secretary of State, after finding that any provision of the Act has been violated, may impose a fine as provided by rule, regulation or order not to exceed \$10,000.00 for each violation of the Act.
21. That by virtue of the foregoing, the Respondents, Corneal Science Corporation and its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns and Dr. Allan Touch, are subject to a fine of up to \$10,000.00 per violation, an order of censure and an order which permanently prohibits the Respondents from offering or selling securities in the State of Illinois.

Count II

- 1-9. Paragraphs 1-9 of Count I are re-alleged and incorporated as Paragraphs 1-9 of this Count II.
10. On or about March 2, 2001, a Consent Judgment in Case No. 99 CVD 01617 District Court of North Carolina, Wake County was entered against Dr. Allan J Touch and others in the amount of \$272,0289.98.
11. That the above Consent Judgment was not disclosed to investors PD, RP or FC prior to their investments with Dr. Touch and Corneal Science Corporation.
12. On or about July 3, 2002, a default judgment was entered against Corneal Science Corporation in Case NO. 02 CVS 4971 Superior Court of North Carolina, Wake County. The Default Judgment was for \$79,879.17. Additionally the Default Judgment provided that all of Corneal Science Corporation's accounts, documents, equipment, fixtures, general intangibles, instruments, inventory, money, deposit accounts, securities, patents

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and all products and proceeds of any of the foregoing were to be sold in satisfaction of the judgment.

13. That the above default judgment was not disclosed to investors RP or FC prior to their investments with Dr. Touch and Corneal Science Corporation.
14. That on October 24 2002, the Department issued a Temporary Order of Prohibition against Dr. Allan J Touch and Touch Scientific and on May 9, 2003, the Department issued Final Orders of Prohibition against Dr. Touch and Touch Scientific.
15. The above Orders of the Department were not disclosed to investor FC prior to his investment with Dr. Touch and Corneal Science Corporation.
16. 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 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.
17. That by virtue of the foregoing, Corneal Science Corporation, its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns and Dr. Touch have violated Section 12.G of the Act.
18. That Section 11.E(2) of the Act provides, inter alia, that if the Secretary of State shall find that any person has violated subsection G of Section 12 of the Act, the Secretary of State may by written order prohibit the person from offering or selling any securities in this State.
19. That Section 11.E(4) of the Act provides, inter alia, that if the Secretary of State, after finding that any provision of the Act has been violated, may impose a fine as provided by rule, regulation or order not to exceed \$10,000.00 for each violation of the Act.
20. That by virtue of the foregoing, the Respondents, Corneal Science Corporation and its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns and Dr. Allan Touch, are subject to a fine of up to \$10,000.00 per violation, an order of censure

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and an order which permanently prohibits the Respondents from offering or selling securities in the State of Illinois.

Count III

1. FC, an Illinois resident, on June 20, 2003 invested \$5,000 in a Convertible Promissory Note issued or issuable by Corneal Science Corporation with a maturity date of July 15, 2003.
2. The above-referenced Note is a security 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").
3. That on October 24 2002, the Department issued a Temporary Order of Prohibition against Dr. Allan J Touch and Touch Scientific and on May 9, 2003, the Department issued a Final Order of Prohibition against Dr. Touch and Touch Scientific
4. Section 12.D of the Act provide, inter alia, that it shall be a violation of the Act for any person to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 hereof.
5. That by virtue of the foregoing, Corneal Science Corporation, its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns and Dr. Touch have violated Section 12.D of the Act.
6. That Section 11.E(2) of the Act provides, inter alia, that if the Secretary of State shall find that any person has violated subsection D of Section 12 of the Act, the Secretary of State may by written order prohibit the person from offering or selling any securities in this State.
7. That Section 11.E(4) of the Act provides, inter alia, that if the Secretary of State, after finding that any provision of the Act has been violated, may impose a fine as provided by rule, regulation or order not to exceed \$10,000.00 for each violation of the Act.
8. That by virtue of the foregoing, the Respondents, Corneal Science Corporation and its Officers, Directors, Employees, Affiliates, Successors, Agents

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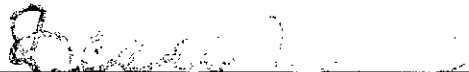
and Assigns and Dr. Allan Touch, are subject to a fine of up to \$10,000.00 per violation, an order of censure and an order which permanently prohibits the Respondents from offering or selling securities in the State of Illinois.

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 or a Special Appearance pursuant to Section 130.1107 of the Rules, or other responsive pleading within thirty days of the receipt of this notice. Your failure to do so within the prescribed time shall be deemed an admission of the allegations contained in the Notice of Hearing and waives your right to a 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.

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

Dated this 21st day of September, 2009.



Jesse White
Secretary of State
State of Illinois

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