



**COUNT I.**  
**FRAUD IN THE SALE OF SECURITIES**

1. Respondent Jason R. Hyatt (“Hyatt”) is a natural person with the last known address in Oswego, Illinois.
2. Respondent Hyatt Johnson Capital, LLC (“Hyatt Johnson”) is a privately-held Illinois company with its principal place of business in 525 Buckingham Place, Downers Grove, Illinois 60516; the managing members are Jason R. Hyatt and Jay Johnson.
3. Respondents directly sold and offered to investor’s membership shares in at least ten (10) Limited Liability Corporations (LLCs). The LLCs were controlled and managed by Hyatt Johnson Capital, LLC.
4. Respondents represented to Investors that the proceeds of the LLCs investment were to be used to purchase securities managed by BCI Aircraft Leasing, Inc.
5. Contrary to the representation the Respondents made to Investors, Respondents misappropriated several million dollars of the Illinois Investor’s money and dissipated the money for their personal use.
6. The activities described above constitute the offer and sale of a security and therefore a security as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5/1 *et. seq.*] (the "Act").
7. Section 12.F of The Act states that it shall be a violation of the provisions of this 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.” 815 ILCS 5/12.F.
8. Section 12.G of the Act states that it shall be a violation of the provisions of this 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.” 815 ILCS 5/12.G.
9. Section 12.I of the Act states that it shall be a violation of the provisions of this 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. 815 ILCS 5/12.I.
10. Respondents refused or omitted, to inform Investors that respondent was not registered with the Secretary of State. By virtue of this conduct, Respondents violated Sections 12.F, 12.G, and 12.I of the Act.

**COUNT II.**

**FAILURE TO REGISTER SECURITIES**

- 1-6. That paragraphs one (1) through six (6) of Count I are re-alleged and incorporated herein as paragraphs one (1) through nine (9) of this Count II.
7. The activities described above constitute the offer and sale of a note and therefore a security as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5/1 *et. seq.*] (the "Act").
8. Section 5 of the Act provides, *inter alia*, that all securities except those exempt under Section 3 or those offered or sold in transactions exempt under Section 4 "shall be registered either by coordination or by qualification prior . . . to their offer or sale" in the State of Illinois.
9. Respondent failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and, as a result, the security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.
10. Section 12.A of the Act provides, *inter alia*, that it shall be a violation for any person "to offer or sell any security except in accordance with the provisions of the Act."
11. Section 12.D of the Act provides, *inter alia*, that it shall be a violation 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."
12. By virtue of the foregoing, Respondent violated Sections 12.A and 12.D of the Act.

**COUNT III**

**Unregistered Dealer/Salesperson/  
Investment Advisor/ Investment Advisor Representative**

- 1-6. That paragraphs one (1) through six (6) of Count I are re-alleged and incorporated herein as paragraphs one (1) through nine (9) of this Count II.
7. Through the conduct described in paragraphs 3-7, the respondent acted as a dealer and/or salesperson and/or investment advisor and/or investment advisor representative.
8. That at all relevant times, the respondent was not registered as a dealer and/or salesperson under the Act.
9. That at all relevant times, the respondent was not registered as an investment advisor and/ or investment advisor representative under the Act.

Order of Prohibition

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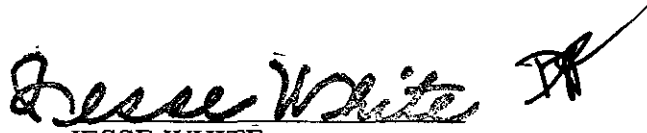
10. That by acting as a salesperson and/or dealer in the State of Illinois, without being registered as such, respondent violated section 12.C of the Act.
11. That by acting as an investment advisor and/or investment advisor representative in the State of Illinois, without being registered as such, respondent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

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 Conclusions of Law as follows:

Respondents violated Sections 12.A, 12.D, 12.F, 12.G, 12.I and 12.C of the Act.

NOW THEREFORE IT IS HEREBY ORDERED: That pursuant to Section 11.F of the Act, the Respondents, Jason Hyatt and Hyatt Johnson Captial, LLC **shall be and are hereby permanently PROHIBITED** from offering or selling any securities in or from the State of Illinois.

Dated: This 21<sup>st</sup> day of September 2009.

  
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 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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