

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

IN THE MATTER OF: HAROLDC C. EBERLING Jr. )  
\_\_\_\_\_) )  
\_\_\_\_\_)

FILE NO. 0700511

**NOTICE OF HEARING**

TO THE RESPONDENT: Harold C. Eberling Jr.  
(CRD#: 2501651)  
10427 S. 84TH Avenue  
Palos Hills, Illinois 60465

C/o Hinsdale Associates, Inc.  
15 Spinningwheel Road Suite 226  
Hinsdale, Illinois 60521

You are hereby notified that pursuant to Section 11F 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 1st day of April, 2009 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 which would prohibit Harold C. Eberling Jr. (the "Respondent") from acting as an investment adviser representative 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 the Respondent is a natural person and resides in the State of Illinois.
2. That on or around July 29, 2005 the Respondent was hired by Hinsdale Associates, Inc. (Hinsdale), an Illinois based and situated Federal Covered Investment Adviser.

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3. That part of the Respondent's responsibilities was to solicit residents of the State of Illinois for referral to Hinsdale, to purchase its investment advisory services.
4. That the Respondent solicited and referred to Hinsdale for the sale of investment advisory services eight (8) residents of the State of Illinois in 2005, fourteen (14) residents of the State of Illinois in 2006 and twenty-seven (27) residents of the State of Illinois in 2008.
5. That Section 8.A of the Act provides, in pertinent part, except as otherwise provided, every investment adviser representative shall be registered as such with the Secretary of State.
6. That Section 2.12b(5) of the Act defines as an investment adviser representative as anyone who solicits, refers, offers, or negotiates for the sale of, or sells, investment advisory services. Section 2.12 further provides that With respect to a federal covered investment adviser, "investment adviser representative" means any person who is an investment adviser representative with a place of business in this State as such terms are defined by the Securities and Exchange Commission under Section 203A of the Federal 1940 Investment Advisers Act.
7. That the activity described in paragraph two (2) above constitutes the activity of an investment adviser representative as defined in Section 2.12b(5) of the Act.
8. That during all times relevant, the Respondent was not registered with the Secretary of State as an investment adviser representative pursuant to Section 8 of the Act.
9. That Section 12.C of the Act provides, inter alia, that it is a violation of the provisions of the Act for any person to act as an investment adviser representative, unless registered as such where such registration is required under the provisions of the Act.
10. That by virtue of the foregoing, the Respondent has committed a violation of Section 12.C 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 the prescribed time shall be construed as an admission of the allegations contained in the 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

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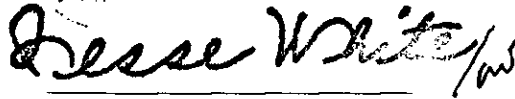
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constitute default, unless any Respondent has upon due notice moved for and obtained a continuance.

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 13<sup>th</sup> day of February 2009.

A handwritten signature in black ink that reads "Jesse White" with a stylized flourish at the end.

JESSE WHITE  
Secretary of State  
State of Illinois

Attorney for the Secretary of State:  
Daniel A. Tunick  
Office of the Secretary of State  
Illinois Securities Department  
69 West Washington Street, Suite 1220  
Chicago, Illinois 60602  
312 793 3384

Hearing Officer:  
James L. Kopecky  
190 N. LaSalle  
Chicago, Illinois 60603