

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: ROTH FINANCIAL GROUP, INC.,)
ITS OFFICERS, DIRECTORS,)
EMPLOYEES, AFFILIATES, SUCCESSORS,) File No. 0700203
AGENTS AND ASSIGNS,)
AND ANTHONY GERARD ROTH)
)

NOTICE OF HEARING

TO THE RESPONDENTS: Roth Financial Group, Inc.
Anthony Gerard Roth (CRD # 1819985)
35 Toulon
Laguna Niguel, CA 92677

Roth Financial Group, Inc.
Anthony Gerard Roth (CRD # 1819985)
C/O David B. Helfrey, Esq.
Suite 1500
120 S. Central Ave.
St. Louis, MO 63105

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 West Jefferson Street, Suite 300A, Springfield, Illinois 62702, on the 21st day of January, 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.

Said hearing will be held to determine whether an Order of Prohibition should be entered against Roth Financial Group, Inc., its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, and Anthony Gerard Roth (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.

The grounds for such proposed action are as follows:

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1. That Respondent, Roth Financial Group, Inc., is a purported business entity, with a last known address of 35 Toulon, Laguna Niguel, CA 92677;
2. That at all times relevant, the Respondent, Anthony Gerard Roth, was President and/or an Officer, Director, Agent or Employee of Roth Financial Group, Inc.;
3. That on or about April 3, 2007, Roth Financial Group, Inc., its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, including Anthony Gerard Roth, offered and sold to FM and MG, Roth Financial Group Directed Investment Funds in return for an investment amount of \$50,000;
4. That each of the aforementioned Directed Investment Funds 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");
5. 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;
6. 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;
7. 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;
8. That at all times relevant hereto, Respondents Roth Financial Group, Inc., its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, and Anthony Gerard Roth, 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;
9. That by virtue of the foregoing, Respondents Roth Financial Group, Inc., its Officers, Directors, Employees, Agents,

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Affiliates, Successors and Assigns, and Anthony Gerard Roth, have violated Sections 12.A and 12.D of the Act;

10. That Section 11.E.(3) of the Act provides, inter alia, that if the Secretary of State shall find that any person is engaging or has engaged in the business of selling or offering for sale securities as a dealer or salesperson without prior thereto and at the time thereof having complied with the registration or notice filing requirements of this Act, the Secretary of State may by written order prohibit the person from offering or selling any securities in this State;
11. 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, as well as the costs of investigation and reasonable expenses;
12. That by virtue of the foregoing, Respondents Roth Financial Group, Inc., its Officers, Directors, Employees, Agents, Affiliates, Successors and Assigns, and Anthony Gerard Roth, are subject to a fine of up to \$ 10,000.00 per violation, costs of investigation, reasonable expenses, an order of censure, and an order which permanently prohibits the Respondent 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.

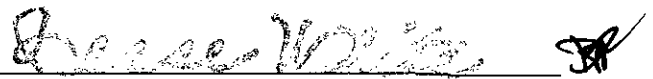
Furthermore, you may be represented by legal counsel; may present evidence; may cross-examine witnesses and otherwise participate. A failure to so appear shall constitute default.

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

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Dated this 1st day of December, 2008.



Jesse White
Secretary of State
State of Illinois

Attorney for the Secretary of State:
Johan Schripsema
Illinois Securities Department
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Harrisburg, Illinois 62946

Hearing Officer:
Jon K. Ellis
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