

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: CURTIS AVIATION SERVICES, INC.,)
INC., ITS OFFICERS, DIRECTORS,) File No. 0300884
EMPLOYEES, AGENTS, AFFILIATES,)
SUCCESSORS AND ASSIGNS AND)
MICHAEL H. CURTIS)

CONSENT ORDER

TO THE RESPONDENTS: Curtis Aviation Services, Inc.
C/O registered agent:
Mr. Anthony B. Cameron
529 Hampshire St., Suite 511
Quincy, Illinois 62301

Michael H. Curtis
218 S. 18th St.
Quincy, Illinois 62301

WHEREAS, Curtis Aviation Services, Inc. and Michael H. Curtis on July 26, 2006 executed a certain Stipulation To Entry Of Consent Order (the "Stipulation"), which hereby is incorporated by reference herein.

WHEREAS, by means of the Stipulation, the Respondents have admitted to the jurisdiction of the Secretary of State and service of the Notice of Hearing in this matter and the Respondent has consented to the entry of this Consent Order.

WHEREAS, the Secretary of State, by and through his designated representative, the Securities Director, has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceeding.

WHEREAS, the Respondents have acknowledged, without admitting or denying same, that the allegations contained in paragraph seven (7) of the Stipulation shall be adopted as the Secretary of State's Findings of Fact as follows:

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1. That Curtis Aviation Services, Inc. is a dissolved Illinois corporation, which maintained a last known business address of 1647 Highway 104, Quincy, Illinois 62731.
2. That Michael H. Curtis was the purported President and CEO of Curtis Aviation Services, Inc.
3. In October 2002, Curtis Aviations Services, Inc. by and through its officers, directors, employees, agents, affiliates, successors and assigns and Michael H. Curtis, offered and received consideration for at least two Illinois residents Promissory Notes issued by Curtis Aviation Services, Inc. and Michael H. Curtis with varying maturity periods and offering interest rates of 20% per annum or the highest interest rate allowable under applicable law.
4. That the above-referenced Promissory Notes are securities as that term is defined pursuant to Section 2.1 of the Illinois Securities Law [815 ILCS 5/1 et seq.] (the "Act").
5. That Section 5 of the Act provides, inter alia, that all securities except those set forth under Section 2a, or those exempt under Section 3, 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 at all times relevant hereto, the above-referenced Promissory Notes to Illinois residents were not registered with the Secretary of State pursuant to Section 5 of the Act prior to their offer or sale in the State of Illinois.
7. 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 any securities except in accordance with the provisions of the Act.
8. 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 required to be filed under any provision of the Act.

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9. That at all times relevant hereto, Curtis Aviation Services, Inc., by and through its officers, directors, employees, agents, affiliates, successors and assigns, and Michael H. Curtis 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.
10. That by virtue of the foregoing, Curtis Aviation Services, Inc., by and through its officers, directors, employees, agents, affiliates, successors and assigns, and Michael H. Curtis have violated Sections 12.A and 12.D of the Act.
11. 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.
12. 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.
13. That by virtue of the foregoing, Curtis Aviation Services, Inc. and Michael H. Curtis are subject to a fine of up to \$ 10,000.00 per violation and an order which permanently prohibits the Respondents from offering or selling securities in the State of Illinois.

WHEREAS, the Respondents have acknowledged, without admitting or denying, that the allegations contained in paragraph eight (8) of the Stipulation shall be adopted as the Secretary of State's Conclusion of Law as follows:

1. That by virtue of the foregoing, Curtis Aviation Services, Inc. and Michael H. Curtis have violated Sections 12.A and D of the Act; and
2. That by virtue of the foregoing, Curtis Aviation Services, Inc. and Michael H. Curtis are subject to a fine of up to \$10,000 per violation and an Order of Prohibition.

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NOW THEREFORE IT IS HEREBY ORDERED THAT:

1. The allegations contained in paragraphs seven (7) and eight (8) of the Stipulation shall be and are hereby adopted as the Secretary of State's Findings of Fact and Conclusion of Law;
2. The Respondents shall pay a Fine of \$1,000 to the Securities Audit and Enforcement Fund by check made payable to the Secretary of State within thirty (30) days from the entry of the Consent Order;
3. Curtis Aviation Services, Inc. and Michael H. Curtis are hereby PROHIBITED from offering and/or selling securities in the State of Illinois; and
4. The formal hearing scheduled on this matter is hereby dismissed without further proceeding.

ENTERED: This 2nd day of August, 2006.



JESSE WHITE
Secretary of State
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 12.D of the Illinois Securities Law of 1953 [815 ILCS 5] (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 this Order, shall be guilty of a Class 4 felony.

Attorney for the Secretary of State:
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