

STATE OF ILLINOIS  
SECRETARY OF STATE  
SECURITIES DEPARTMENT

\_\_\_\_\_) )  
IN THE MATTER OF: S.B. CANTOR & CO , INC ) FILE NO. 0300812  
\_\_\_\_\_) )

ORDER OF CANCELLATION

TO RESPONDENT: S. B. Cantor & Co., Inc.  
(BD #: 1384)  
116 John Street  
Suite 3110  
New York, New York 10038

This matter having come on for consideration before JESSE WHITE, Secretary of State, through his designated representative, the Securities Director, and having been fully advised in the premises by the staff of the Illinois Securities Department, Office of the Secretary of State, (the "Department") herein finds:

1. That S.B Cantor & Co., Inc. (the "Respondent") is now and at all times relevant hereto was registered as a dealer in the State of Illinois pursuant to Section 8 of the Illinois Securities Law [815 ILCS 5/1 et seq.] (the "Act").
2. That the Respondent failed to renew it's Registration as a dealer in the State of Illinois for the year 2004 by December 31, 2003 as required under the provisions of the Act.
3. That on February 19, 2004, The Department sent a letter by means of certified mail, return receipt requested to the Respondent at it's address of record as listed with the Central Registration Depository ("CRD") requesting answers to certain propounded questions On March2, 2004 the Letter was returned by the United States Post Office bearing the following inscription "...Not deliverable as addressed Unable to forward."
4. That a further review of the applicable CRD records reveals:
  - a. as of February, 2004, the Respondent filed to withdraw it's registration with the United States Securities and Exchange Commission;


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- b. as of February 25, 2004, the Respondent's membership in the National Association of Securities Dealers, Inc. was cancelled; and
  - c. the Respondent is not currently registered as a dealer in any state in the United States.
5. That Section 8.E(2) of the Act provides, *inter alia*, that if the Secretary of State finds that any registrant or applicant for registration is no longer in business as a dealer or cannot be located after reasonable search, the Secretary of State may by order cancel the registration or application.
  6. That the Department has determined that the Respondent has ceased to do business as a dealer in the State of Illinois.
  7. That it is in the public interest to enter an order which cancels the dealer registration of the Respondent in the State of Illinois.

NOW THEREFORE IT IS HEREBY ORDERED: That the dealer registration of the Respondent in the State of Illinois is hereby cancelled.

ENTERED: This 8<sup>th</sup> day of March, 2004.

  
JESSIE WHITE  
Secretary of State  
State of Illinois