

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

IN THE MATTER OF: DAVID GREEN; AND)
OAKDALE CONSTRUCTION AND MGMT, INC.)
_____)

File No. C1200143

NOTICE OF HEARING

TO THE RESPONDENTS: OAKDALE CONSTRUCTION AND MGMT, INC.
c/o David Green
25652 Kensington Lane
Monee, Illinois 60449

OAKDALE CONSTRUCTION AND MGMT, INC.
c/o David Green
2548 W. 71st Street
Chicago, Illinois 60629-2092

DAVID GREEN
25652 Kensington Lane
Monee, Illinois 60449

DAVID GREEN
2548 W. 71st Street
Chicago, Illinois 60629-2092

You are hereby notified that pursuant to Section 11.F 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 May 27, 2014, at the hour of 10:00 a.m. or as soon as possible thereafter, before Canella (Connie) Henrichs 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 prohibiting Oakdale Construction and Mgmt, Inc. and David Green, from offering, advising the sale of, and selling securities in the State of Illinois, and/or granting such other relief as may be authorized under the Act including but not limited to the

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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:

BACKGROUND FACTS

1. Oakdale Construction and Mgmt, Inc. ("Respondent Oakdale" or collectively with Respondent David Green, "Respondents") is an Illinois corporation. Its last known address is 25652 Kensington Lane, Monee, Illinois 60449.
2. David Green ("Respondent Green" or collectively with Respondent Oakdale, "Respondent") is the President of Respondent Oakdale at all relevant times herein. His last known address is 25652 Kensington Lane, Monee, Illinois 60449.

BACKGROUND FACTS COMMON TO ALL COUNTS

3. Investor LG is a resident of the State of Illinois.
4. In or around August 2009, Respondent Green approached Investor LG regarding investing with Respondent Oakdale. Complainant is related to Respondent Green.
5. On or about September 1, 2009, on behalf of Respondent Oakdale, Respondent Green offered and sold to Investor LG, a \$5,000.00 7% promissory note, with principal and interest due. In exchange, on or about September 16, 2009, LG gave to Respondent Green a check in the amount of \$5,000.00, made payable to Respondent Oakdale, which was deposited into Respondent
6. According to Investor LG, Respondents told them that the investor funds would "sit in a real estate investment fund."
7. Between September 18, 2009 and September 21, 2009, immediately after depositing Investor LG's funds, Respondent Green withdrew approximately \$4,118.99 from Respondent Oakdale's bank account.
8. To date, despite demands, the Respondents have failed to pay the investor her principal and interest, pursuant to the terms of the Note.

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9. To date, despite demands, Investor has only received \$1050.00 of her money back from her investment.
10. That the activities set forth in paragraphs above constitute the offer and sale of Notes, and therefore a security, as those terms are defined in Section 2.1, 2.5 and 2.5a of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*

COUNT I

**815 ILCS 5/12.A and D violations: Respondents are
unregistered securities**

- 1-10. The Illinois Secretary of State re-alleges and incorporates paragraphs 1 through 10 above, as paragraphs 1 through 10 of this Count I.
11. Section 12.A of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, (the "Act") states that it shall be a violation of the provisions of this Act for any person to "offer or sell any security except in accordance with the provisions of this Act."
12. 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.
13. Section 12.D of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, states that it shall be a violation of the provisions of the Act for any person to "fail to file with the Secretary of State any application, report or document under the provisions of this Act or any rule or regulation made by the Secretary of State pursuant to this Act or to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 hereof.
14. Respondents failed to file an application for registration of the above-referenced securities with the Secretary of State and as a result, the securities were not registered pursuant to Section 5 of the Act prior to their offer and sale in the State of Illinois.
15. By virtue of the foregoing, Respondents violated Sections 12.A and 12.D of the Act.

COUNT II

**815 ILCS 5/12.F violation: Respondents engaged
in practices in connection with the sale of securities
that worked a fraud or deceit
on the purchaser thereof**

- 1-10. The Illinois Secretary of State re-alleges and incorporates paragraphs 1 through 10 of Count I, as paragraphs 1 through 10 of this Count II.
11. Section 12.F of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, states that it shall be a violation of the provisions of the 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.”
12. The facts alleged in paragraphs 1 through 11 above allege facts that show conduct by the Respondents that violate Section 12.F of the Act. In particular: Respondents did not invest investor’s funds for the benefit of Investor LG. Instead, Respondent Green converted Investor LG’s money for his own personal use and benefit. In particular, Respondent Green withdrew \$4118.99 of investor’s funds immediately after depositing them into the Oakdale account.

COUNT III

**815 ILCS 5/12.G violations: Respondents obtained
Complainants’ money by making
untrue statement of material fact
and omission to state a material fact**

- 1-10. The Illinois Secretary of State re-alleges and incorporates paragraphs 1 through 10 of Count I, as paragraphs 1 through 10 of this Count III.
11. Section 12.G of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, states that it shall be a violation of the provisions of the 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.”
12. The facts alleged in paragraphs 1 through 31 above allege facts that show conduct by the Respondents that violate Section 12.G of the Act. In particular: Respondents represented that Investor LG’s funds would “sit in a real estate investment fund” for the benefit of Investor LG. Instead,

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Respondent Green withdrew \$4118.99 of Investor LG's funds immediately after depositing it into Respondent Oakdale's account.

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 thirty (30) days of the receipt of this Notice. A failure to file an answer within the prescribed time shall be construed as an admission of the allegations contained in the Notice of Hearing.

Furthermore, you may be requested by legal counsel; may present evidence; may cross-examine witnesses and otherwise participate. A failure to so appear shall 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 8th day of April 2014.



JESSE WHITE
Secretary of State
State of Illinois

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