

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: Roux Holdings, LLC)
and Donald Heidrich)
_____)

File No. 1400187

Consent Order Of Prohibition

TO THE RESPONDENTS: Roux Holdings, LLC
c/o Donald Heidrich
837 Luke Street
Ottawa, Illinois 61350

Donald Heidrich
837 Luke Street
Ottawa, Illinois 61350

WHEREAS, Respondents on the 21st day of November 2016 executed a certain Stipulation to Enter 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 of the Secretary of State, Securities Department, dated October 27, 2016 in this proceeding (the "Notice") and Respondent have consented to the entry of the Consent Order.

WHEREAS, by means of the Stipulation, the Respondents Acknowledge that the following allegations contained in the Notice of Hearing shall be adopted as the Secretary of State's Findings of Fact:

1. That Respondent Donald Heidrich (hereinafter "Heidrich") is an individual whose last known address 837 Luke Street, Ottawa, Illinois 61350.

Consent Order of Prohibition

2

2. That Heidrich was an Illinois resident during all times relevant.
3. That Roux Holdings, LLC (hereinafter "Roux") was an Illinois corporation which was dissolved November 13, 2015. Heidrich was its managing member during all times relevant.
4. That Investor A in June of 2013 invested \$10,000 in a promissory note issued by the Respondents.
5. That Investor B in August of 2013 invested \$50,000 in a promissory note issued by the Respondents.
6. That Respondent failed to disclose to Investor A and Investor B material facts including the 2012 failure of PosTrack Technology Inc., a company of which Heidrich was the CEO. Investors lost over 3 million dollars in that venture. Respondents did not provide the investors a prospectus or a summary only the promissory note.
7. That Investor A was not accredited and the investors were not required to fill out any questionnaires or other applications attesting to whether they were accredited investors.
8. That numerous requests were made of the Respondents by the Investor B for payment pursuant to the terms of the promissory notes but no payment was forthcoming.
9. That the activities described above constitutes the offer and/or sale of a securities and as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act").
10. That Section 5 of the Act provides, inter alia, that all securities except those exempt under Section 3 or those offered or sold in transactions exempt under Section 4 shall be registered either by coordination or by qualification prior to their offer or sale in the State of Illinois.
11. That Respondents failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and that as a result the securities were not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.
12. That Section 12.A of the Act provides, inter alia, that it shall be a violation for any person to offer or sell any security except in accordance with the provisions of the Act.
13. That Section 12.D of the Act provides, inter alia, that it shall be a violation for any person to fail to file with the Secretary of State any

Consent Order of Prohibition

3

application, report or document required to be filed under the provisions of the Act or any rule or regulation made by the Secretary of State pursuant to the Act.

14. That Section 12.G of the Act provides, inter alia, that it is a violation of the Act to obtain money or property through the sale of securities by any omission to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading.

WHEREAS, by means of the Stipulation, the Respondents acknowledge that the following shall be adopted as the Secretary of State's Conclusion of Law:

That by virtue of the foregoing, the Respondents have violated Sections 12.A, 12.D and 12.G of the Act.


WHEREAS, the Respondents acknowledge and agree that they shall be prohibited from offering or selling any securities in the state of Illinois.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceedings.

NOW THEREFORE IT SHALL BE AND IS HEREBY ORDERED:

1. That the Respondents are **prohibited** from offering or selling any securities in the state of Illinois.
2. That the formal hearing in this matter is dismissed without further proceeding.

DATED: This 30th day of November 2016.


JESSE WHITE
Secretary of State
State of Illinois

Attorney for the Secretary of State:
Gregory J. Solberg
Office of the Secretary of State
Illinois Securities Department
69 West Washington Street, Suite 1220
Chicago, Illinois 60602
Telephone: (312) 793-9643