

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

IN THE MATTER OF: KEITH J. ANDREWS

FILE NO. 0300942

ORDER OF REVOCATION

TO THE RESPONDENT: Keith J. Andrews
(CRD #: 2089621)
1861 Lake Shore Drive
Romeoville, Illinois 60446

WHEREAS, the above-captioned matter came on to be heard on April 14, 2004, pursuant to the Notice of Hearing dated February 24, 2004 FILED BY Petitioner Secretary of State, and the record of the matter under the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act") has been reviewed by the Secretary of State or his duly authorized representative.

WHEREAS, the rulings of the Hearing Officer on the admission of evidence and all motions are deemed to be proper and are hereby concurred with by the Secretary of State.

WHEREAS, the proposed Findings of Fact, Conclusions of Law and Recommendations of the Hearing Officer, Soula J. Spyropoulos, Esq. in the above-captioned matter have been read and examined.

WHEREAS, the proposed Findings of Fact of the Hearing Officer are correct and are hereby adopted as the Findings of Fact of the Secretary of State:

1. Section 130.1102 of Subpart K of the Rules and Regulations of the Illinois Securities Law of 1953 [the "Rules and Regulations"] states that each respondent shall be given a Notice of Hearing at least 45 days before the first date set for any hearing under the Act. Proper notice is given by depositing a Notice of Hearing with the United States Postal Service [the "U.S.P.S."], either by certified or registered mail, return receipt requested,

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or by the personal service of the Notice of Hearing to the last known address of the respondent.

The evidence as per Department Exhibit 1 shows that the Department deposited the Notice with the U.S.P.S. by certified mail, return receipt requested, to Respondent's last known address on February 24, 2004. Thus, the Department gave Respondent the Notice on February 24, 2004. The Notice marks as the first date set for hearing the date of April 14, 2004, a date over forty-five (45) days after Respondent was first given the Notice on February 24, 2004. Further, Respondent personally executed the return receipt of the certified mailing of the Notice on February 25, 2004, (again) a date over forty-five (45) days before the first date set for hearing. Therefore, the service of the Notice of first date set for hearing on the File upon Respondent by the Department was proper.

2. Section 11.F(1) of the Act provides that the Secretary of State shall not undertake any action or impose a fine against a registered salesperson of securities within the State of Illinois for a violation of the Act without first providing the salesperson an opportunity for hearing upon not less than 10 days' notice given by personal service or registered mail or certified mail, return receipt requested, to the person concerned.

Per Exhibit 1, Respondent was properly notified of his opportunity to be heard on the File via the Department's timely provision thereto of the Notice. As discussed in Paragraph 1 hereinabove, the Department served the Notice upon Respondent on February 24, 2004, a date well over 10 days before the Respondent's first scheduled opportunity to be heard on April 14, 2004.

Therefore, because the Department gave proper notice of the scheduled hearing date to Respondent, the Department has personal jurisdiction over Respondent.

3. Respondent did not appear at the hearing.
4. The Department offered exhibits, each of which was received and admitted into evidence, a proper record of all proceedings having been made and preserved as required. To prove the authenticity of the documentation as per Department Exhibit 2 Michael Fox offered his sworn testimony, which testimony was also received and admitted into evidence.
5. No outstanding petitions, motions, or objections exist as to this proceeding.

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6. At all material and relevant times Respondent was registered with the Secretary of State as a salesperson pursuant to Section 8 of the Act until October 18, 2002.
7. On October 8, 2003, NASD entered the Order, which Order, submitted by Respondent, sanctions Respondent by barring him from association with any NASD member firm in any capacity.

The Complaint alleges and the Order finds that, on or about October 12, 2001, Respondent endorsed a check in the amount of \$10,000.00 (TEN THOUSAND 00/100 DOLLARS), which check was made payable to Customer M.M., and deposited same into an account that Respondent controlled, all without Customer M.M.'s authorization, knowledge, or consent, Respondent's actions constituting violations of NASD Conduct Rules 2110 and 2330.

WHEREAS, the proposed Conclusions of Law made by the Hearing Officer are correct and are hereby adopted as the Conclusions of Law of the Secretary of State:

1. The Secretary of State has jurisdiction over the subject matter hereof pursuant to the Act.
2. Section 8.E(1)(j) of the Act provides, *inter alia*, that the registration of salespeople registered within the State of Illinois may be revoked if the Secretary of State finds that such have been suspended by any self-regulatory organization registered under the Federal 1934 Act or the Federal 1974 Act arising from any fraudulent or deceptive act or a practice in violation of any rule, regulation, or standard duly promulgated by the self-regulatory organization.

Section 8.E(3) of the Act provides, *inter alia*, that withdrawal of an application for registration or withdrawal from registration as a salesperson becomes effective thirty (30) days after receipt of an application to withdraw or within such shorter period of time as the Secretary of State may determine. If no proceeding is pending or instituted and withdrawal automatically becomes effective, the Secretary of State may nevertheless institute a revocation or suspension proceeding within two (2) years after withdrawal became effective and enter a revocation or a suspension order as of the last date on which registration was effective.

3. Until October 18, 2002, Respondent had been a registered salesperson of securities in the State of Illinois. Respondent has since had entered

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against him the Order that, because of Respondent's having endorsed a customer's check and deposited same into an account that Respondent controlled without the customer's authorization, bars him from associating with any NASD member firm in any capacity. Respondent's actions were, thus, in contravention of, or violate, Conduct Rules 2110 and 2330(a) of NASD, a self-regulatory organization registered under Federal 1934 Act.

Therefore, the sanction against Respondent per the Order clearly arose from fraudulent or deceptive acts or practices in violation of rules, regulations, or standards duly promulgated by a self-regulatory organization, the NASD, registered under the Federal 1934 Act.

Further, because Respondent withdrew his registration, or his application for registration, as a salesperson of securities in the State of Illinois on October 18, 2002, a date less than two (2) years before the date on which the Department instituted revocation proceedings and delivered the Notice as against Respondent, which date is February 24, 2004, the Secretary of State may enter a revocation or suspension order as of the last date on which Respondent's registration was effective: October 18, 2002.

4. Under and by virtue of the foregoing, Respondent's registration as a salesperson of securities in the State of Illinois is subject to revocation pursuant to Sections 8.E(1)(j) and 8.E(3) of the Act.

WHEREAS, the Hearing Officer recommended that the Secretary of State should revoke the Respondent's registration as a salesperson in the State of Illinois, and the Secretary of State adopts in its entirety the Recommendation made by the Hearing Officer.

NOW THEREFORE, IT SHALL BE AND IS HEREBY ORDERED:

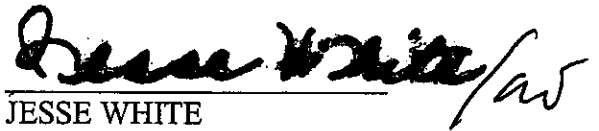
1. That Keith J. Andrews' registration as a salesperson in the State of Illinois is revoked as of October 18, 2002 pursuant to the authority provided under Sections 8.E(1)(j) and 8.E(3) of the Act.

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2. That this matter is concluded without further proceedings.

DATED: This 29th day of April 2004.

A handwritten signature in black ink, appearing to read "Jesse White" followed by a stylized flourish or initials.

JESSE WHITE
Secretary of State
State of Illinois

This is a final order to administrative review pursuant to the Administrative Review Act [735 ILCS 5/3-101 et seq.] and the Rules and Regulations of the Act (14 Ill. Admin. Code, Ch. 1 Sec. 130.1123). Any action for judicial review must be commenced within thirty-five (35) days from the date a copy of this Order is served upon the party seeking review.