



**COUNT I.**  
**FRAUD IN THE SALE OF SECURITIES**

1. Respondent Jason R. Hyatt (“Hyatt”) is a natural person with the last known address in Oswego, Illinois.
2. Respondent Jay Johnson (“Johnson”) is a natural person with the last known address in Downers Grove, Illinois.
3. Respondent Hyatt Johnson Capital, LLC (“Hyatt Johnson”) is a privately-held Illinois company with its principal place of business in 525 Buckingham Place, Downers Grove, Illinois 60516; the managing members are Jason R. Hyatt and Jay Johnson.
4. Respondents directly sold and offered to investor’s membership shares in at least ten (10) Limited Liability Corporations (LLCs). The LLCs were controlled and managed by Hyatt Johnson Capital, LLC.
5. Respondents represented to Investors that the proceeds of the LLCs investment were to be used to purchase securities managed by BCI Aircraft Leasing, Inc.
6. Contrary to the representation the Respondents made to Investors, Respondents misappropriated several million dollars of the Illinois Investor’s money and dissipated the money for their personal use.
7. The activities described above constitute the offer and sale of a security and therefore a security as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5/1 *et. seq.*] (the “Act”).
8. Section 12.F of The Act states that it shall be a violation of the provisions of this 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.” 815 ILCS 5/12.F.
9. Section 12.G of the Act states that it shall be a violation of the provisions of this 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.” 815 ILCS 5/12.G.
10. Section 12.I of the Act states that it shall be a violation of the provisions of this Act for any person to, “employ any device, scheme, or artifice to defraud in connection with the sale or purchase of any security, directly or indirectly. 815 ILCS 5/12.I.

11. Respondents refused or omitted, to inform Investors that respondent was not registered with the Secretary of State. By virtue of this conduct, Respondents violated Sections 12.F, 12.G, and 12.I of the Act.

## **COUNT II.**

### **FAILURE TO REGISTER SECURITIES**

- 1-8. That paragraphs one (1) through eight (8) of Count I are re-alleged and incorporated herein as paragraphs one (1) through nine (9) of this Count II.
9. The activities described above constitute the offer and sale of a note and therefore a security as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5/1 *et. seq.*] (the "Act").
10. 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. Respondent failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and, as a result, the security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.
12. 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. 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 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. By virtue of the foregoing, Respondent violated Sections 12.A and 12.D of the Act.

## **COUNT III**

### **Unregistered Dealer/Salesperson/ Investment Advisor/ Investment Advisor Representative**

- 1-8. That paragraphs one (1) through eight (8) of Count I are re-alleged and incorporated herein as paragraphs one (1) through nine (9) of this Count III.
9. Through the conduct described in paragraphs 3-7, the respondent acted as a dealer and/or salesperson and/or investment advisor and/or investment advisor representative.

Temporary Order of Prohibition

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10. That at all relevant times, the respondent was not registered as a dealer and/or salesperson under the Act.
11. That at all relevant times, the respondent was not registered as an investment advisor and/ or investment advisor representative under the Act.
12. That by acting as a salesperson and/or dealer in the State of Illinois, without being registered as such, respondent violated section 12.C of the Act.
13. That by acting as an investment advisor and/or investment advisor representative in the State of Illinois, without being registered as such, respondent violated section 12.C of the Act.
14. The aforementioned findings are based upon credible evidence.
15. Section 11.F(2) of the Act provides, *inter alia*, that the Secretary of State may temporarily prohibit the offer or sale of securities by any person, without notice and prior hearing, if the Secretary of State shall deem it necessary to prevent an imminent violation of the Act or to prevent losses to investors that will occur as a result of prior violations of the Act.
16. The entry of this **Temporary Order of Prohibition** prohibiting Respondent, or their agents, affiliates, successors and employees, from offering or selling securities in the State of Illinois is in the public interest and for the protection of the investing public and is consistent with the purposes intended by the provisions of the Act.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondents Jason R. Hyatt, Jay Johnson, and Hyatt Johnson Capital LLC and his/its partners, members, officers, directors, agents, employees, affiliates, successors and assigns, are **Temporarily Prohibited** from offering or selling securities in or from this State until the further Order of the Secretary of State.

NOTICE is hereby given that Respondent may request a hearing on this matter by transmitting such request in writing to the Director, Illinois Securities Department, 69 West Washington Street, Suite 1220, Chicago, Illinois 60602. Such request must be made within thirty (30) calendar days of the date of entry of the **Temporary Order of Prohibition**. Upon receipt of a request for hearing, a hearing will be scheduled as soon as reasonably practicable. A request for hearing will not stop the effectiveness of this Temporary Order of Prohibition and will extend the effectiveness of this Temporary Order of Prohibition for ninety (90) days from the date the hearing request is received by the Department.

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FAILURE BY ANY RESPONDENT TO REQUEST A HEARING WITHIN THIRTY (30) CALENDAR DAYS AFTER ENTRY OF THIS TEMPORARY ORDER OF PROHIBITION SHALL CONSTITUTE AN ADMISSION OF ANY FACTS ALLEGED HEREIN AND SHALL CONSTITUTE SUFFICIENT BASIS TO MAKE THIS TEMPORARY ORDER OF PROHIBITION FINAL.

Dated: This ~~21<sup>st</sup>~~ day of August 2009.

20<sup>th</sup>



JESSE WHITE  
Secretary of State  
State of Illinois

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