

STATE OF ILLINOIS  
SECRETARY OF STATE  
SECURITIES DEPARTMENT

---

IN THE MATTER OF: CHEMPORT, LLC, ITS OFFICERS, )  
DIRECTORS, EMPLOYEES, AFFILIATES, ) File No. 0400745  
SUCCESSORS, AGENTS AND ASSIGNS, )  
)  
)  
)

---

ORDER OF PROHIBITION

TO THE RESPONDENT: Chemport, LLC  
C/O Ted Guebert  
5163 Percy Road  
Percy, Illinois 62272

WHEREAS, the record of the above-captioned matter 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 Facts and Conclusions of Law and Recommendation of the Hearing officer, John K. Ellis, in the above-captioned matter have been read and examined; and

WHEREAS, the proposed Findings of Fact are correct and are adopted by the Secretary of State as follows:

1. Chemport, LLC is a limited liability company formed under the laws of Missouri with a last known business address of 55 Westport Plaza, Suite 575, St. Louis, MO 63146;
2. Chemport, LLC was purportedly in the business of manufacturing and distributing motor fuel additives;
3. On or about May 15, 2002, Chemport, LLC offered and sold 1667 units of membership in Chemport LLC to RK an Illinois resident for \$15 per unit;

Order of Prohibition

-2-

4. On or about February 5, 2004, RK received from Chemport, LLC 15,000 units in membership in the LLC for his two investment payments of \$100,000 each, paid on January 31, 2003 and February 5, 2004;
5. On February 5, 2004, RK received a promissory note from Chemport, LLC in the amount of \$175,000 with an 8% interest rate and due in 2 years;
6. On or about February 5, 2004, RT, an Illinois resident received, in return for RT's investment of \$50,000 to Chemport, LLC, a promissory note from Chemport, LLC in the amount of \$50,000 with an interest rate of 8% and due in two years;
7. On or about February 17, 2004 Chemport, LLC offered and sold to MR, an Illinois resident, 1334 units in membership in Chemport, LLC for an investment of \$20,000 by MR;
8. On or about May 1, 2003, Chemport, LLC offered and sold to PT, an Illinois resident, 1000 units in membership in Chemport, LLC for an investment of \$20,000 by PT;
9. On or about February 23, 2004, Chemport, LLC offered and sold to PT 500 units in membership in Chemport, LLC for an investment of \$15,000 by PT;
10. On or about February 5, 2004, RS, an Illinois resident, received, in return for RS's investment of \$50,000 to Chemport, LLC, a promissory note from Chemport, LCC in the amount of \$50,000 with an interest rate of 8% and due in two years;
11. The Units in membership in a limited liability company and promissory notes issued or issuable by Chemport, LLC were not registered by Chemport, LLC with the Illinois Secretary of State prior to their offer and sale in Illinois;
12. The units of membership in Chemport, LLC and promissory notes offered and sold by Chemport, LLC are securities as that term is defined under Section 2.1 of the Act;
13. That Section 5 of the Act provides, inter alia, that all securities except those set forth under Section 2.A of the Act, or those exempt under Section 3 of the Act or those offered and sold in transactions exempt under

Order of Prohibition

-3-

Section 4 of the Act shall be registered with the Secretary of State prior to their offer or sale in the State of Illinois;

14. That Section 12.A of the Act provides, inter alia, that it shall be a violation of the Act for any person to offer or sell securities except in accordance with the provisions of the Act;
15. That Section 12.D of the Act provides, inter alia, that it shall be a violation of the Act for any person to fail to file with the Secretary of State any document or application required to be filed under the provision of the Act or to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 of the Act;
16. That by virtue of the foregoing, Chemport, LLC, its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns have violated Sections 12.A and 12.D of the Act;
17. That Section 11.E(2) of the Act provides, inter alia, that if the Secretary of State shall find that any person has violated subsection D of Section 12 of the Act, the Secretary of State may by written order prohibit the person from offering or selling any securities in this State;
18. That Section 11.E(4) of the Act provides, inter alia, that if the Secretary of State, after finding that any provision of the Act has been violated, may impose a fine as provided by rule, regulation or order not to exceed \$10,000.00 for each violation of the Act; and
19. The entry of a Final Order of Prohibition is proper in this case, given the conduct of the Respondent as described in Secretary of State Exhibits 1-12

WHEREAS, the proposed Conclusions of Law are correct and are adopted by the Secretary of State as follows:

1. The actions, representations, and/or omissions of the Respondent made in connection with the offer or sale of unregistered securities to Illinois purchasers are a violation of 815 ILCS 5/12.A. The Respondent's actions, statements, representations, and/or omissions made in connection with a failure to file required

Order of Prohibition

-4-

documents with the Secretary of State are a violation of 815 ILCS 5/12.D;

2. That by virtue of the foregoing the Respondent is subject to an Order of Permanent Prohibition in the State of Illinois, a public censure and a fine of up to \$10,000 per violation and or granting such other relief as may be authorized under the Act; and
3. Because of the Findings of this Order, the pleading, the exhibits admitted as Secretary of State exhibits 1 through 12 and the sworn testimony presented, the entry of a written Order of Prohibition pursuant to Section 11.E(2) of the Act, which permanently prohibits the offer or sale of securities by the Respondents in the State of Illinois is proper in this matter.

WHEREAS, the proposed Recommendation of the Hearing Officer is adopted by the Secretary of State.

NOW THEREFORE IT IS HEREBY ORDERED: That pursuant to the foregoing Findings of Fact, Conclusions of Law, and the Recommendation of the Hearing Officer:

The Respondent and its affiliates, successors and assigns are permanently prohibited from offering or selling securities in the State of Illinois.

ENTERED: This 20th day of December, 2005



JESSE WHITE  
Secretary of State  
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 12.D of the Illinois Securities Law of 1953, as amended, 815 ILCS 5/1 et seq. (the "Act"). Any person or entity who fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of this Order, shall be guilty of a Class 4 felony.

Order of Prohibition

-5-

This is a final order subject to administrative review pursuant to the Administrative Review Law, 735 ILCS 5/3-101 et seq. and the Rules and Regulations of the Act (14 Ill. Admin. Code, Ch. I, 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.

Attorney for the Secretary of State:

David Finnigan

Illinois Securities Department

520 South Second Street

Springfield, Illinois 62701

Telephone: (217) 785-4947