

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: TRAM CORPORATION,)
ITS OFFICERS, DIRECTORS,)
EMPLOYEES, AFFILIATES,) File No. 0201049
AGENTS AND ASSIGNS,)
AND SUSAN LANGE)
)

CONSENT ORDER

TO THE RESPONDENT: Susan Lange
Tram Corporation
C/O Jonathan A. Backman
Attorney at Law
117 North Center Street
Bloomington, Illinois 61701-5001

WHEREAS, Respondents, Tram Corporation and Susan Lange, (the "Respondents") on April 14, 2005, executed a certain Stipulation To Enter Consent Order of Prohibition (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 in this matter and the Respondents have consented to the entry of this Consent Order of Prohibition.

WHEREAS, the Secretary of State, by and through his designated representative, the Securities Director, has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceeding.

WHEREAS, the Respondents have acknowledged, while neither admitting or denying the truth thereof, that the allegations contained in paragraph seven (7) of the Stipulation shall be adopted as the Secretary of State's Findings of Fact as follows:

1. That Respondent, Tram Corporation, was a business entity with a last known address of 904 Eldorado Road, Bloomington, Illinois 61704;
2. That, at all times relevant the Respondent Susan Lange was an Officer, Director, Agent or Employee of Tram Corporation;

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3. That Respondents, Tram Corporation, by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, including Susan Lange, filed a Small Company Offering Registration (hereinafter, "SCOR") which was effective for the time period of May 29, 1998, through May 29, 1999;
4. That Respondents, Tram Corporation, by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, including Susan Lange, failed to renew the aforesaid SCOR when it expired on May 29, 1999;
5. That on or about April 25, 2000, the Respondents, Tram Corporation, by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, including Susan Lange, offered and sold JB 100 shares of stock in Tram Corporation in return for an investment of \$2,500;
6. That on or about September 6, 2000, the Respondents, Tram Corporation, by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, including Susan Lange, offered and sold JB 800 shares of stock in Tram Corporation in return for an investment of \$4,000;
7. That each of the above-referenced shares of stock is a security as that term is defined pursuant to Section 2.1. of the Illinois Securities Law of 1953 [815 ILCS 5/1 et seq.] (the "Act");
8. That Section 5 of the Act provides, inter alia, that all securities except those set forth under Section 2a, or those exempt under Section 3, 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;
9. 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 any securities except in accordance with the provisions of the Act;
10. 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

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file with the Secretary of State any document required to be filed under any provision of the Act;

11. That at all times relevant hereto, the Respondents, Tram Corporation, by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, including Susan Lange, failed to file an application for registration of the above referenced securities with the Secretary of State prior to their offer or sale in the State of Illinois;
12. That by virtue of the foregoing, the Respondents, Tram Corporation, by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, including Susan Lange, have violated Sections 12.A and 12.D of the Act;
13. 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;
14. That Section 11.E(3) of the Act provides, inter alia, that if the Secretary of State shall find that any person is engaging or has engaged in the business of selling or offering for sale securities without prior thereto and at the time thereof having complied with the registration or notice filing requirements of the Act, the Secretary of State may by written order prohibit the person from offering or selling any securities in this State;
15. That Section 11.E(4) of the Act provides, inter alia, that 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;
16. That by virtue of the foregoing, the Respondents, Tram Corporation, by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, including Susan Lange, is subject to a fine of up to \$10,000.00 per violation, an order of public censure, costs of investigation and reasonable expenses, and an order which permanently prohibits the Respondents from offering or selling securities in the State of Illinois.

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WHEREAS, the Respondents have acknowledged that the allegations contained in paragraph eight (8) of the Stipulation shall be adopted as the Secretary of State's Conclusions of Law as follows:

1. That by virtue of the foregoing, the Respondents, Tram Corporation, by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, including Susan Lange, have violated Sections 12.A and 12.D of the Act;
2. That by virtue of the foregoing, the Respondents, Tram Corporation, by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, including Susan Lange, are subject to a fine of \$1,000 and an order which permanently prohibits them from offering or selling securities in the State of Illinois.

NOW THEREFORE IT IS HEREBY ORDERED THAT:

1. The foresaid allegations contained in the Stipulation shall be and are hereby adopted as the Secretary of State's Findings of Fact and Conclusions of Law;
2. The Respondents shall be permanently prohibited from offering and selling securities in the State of Illinois unless said securities are purchased through a properly registered broker/dealer in connection with Respondents' own personal account for Respondents' own personal financial use and Respondents' are not the issuers or brokers of said securities, and;
3. Respondents shall, within 30 days of the entry of the aforesaid Consent Order, pay a fine in the amount of \$1,000 to the Illinois Secretary of State, and that such payment will be made by money order or cashier's check payable to the Illinois Secretary of State.

ENTERED: This 18th day of April, 2005.



JESSE WHITE



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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 [815 ILCS 5] (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.

Attorney for the Secretary of State
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Hearing Officer:
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