

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

**IN THE MATTER OF: CARL WEST AND
MIDWEST GAP ENTERPRISES**

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FILE NO. 0500688

ORDER OF PROHIBITION

TO RESPONDENTS: Carl West
6339 S. Kimbark
Apt. #3W
Chicago, Illinois 60637

Midwest Gap
6339 S. Kimbark
Apt. #3W
Chicago, Illinois 60637

WHEREAS, a Temporary Order of Prohibition was issued by the Secretary of State on April 30, 2007 temporarily prohibiting Respondent from offering or selling securities in the State of Illinois until further order of the Secretary of State.

WHEREAS, pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act"), the failure to request a hearing within thirty (30) calendar days of the entry of a Temporary Order shall constitute an admission of any facts alleged therein and constitute a sufficient basis to make the Temporary Order final.

WHEREAS, Respondent has failed to request a hearing on the matters contained in the Temporary Order within thirty (30) calendar days of the entry of said Temporary Order and Respondent is hereby deemed to have admitted the facts alleged in the said Temporary Order.

WHEREAS, the Secretary of State, by and through his duty authorized representatives, has adopted the Findings of Fact contained in the said Temporary Order as the Secretary of State's Final Findings of Fact as follows:

1. Carl West, (hereinafter "Respondent #1") has a last known address of 6339 S. Kimbark, Apt. #3W, Chicago, Illinois 60637.

2. MidWest Gap Enterprises (hereinafter "Respondent #2" and collectively with Respondent #1 "Respondents") has a last known address of 6339 S. Kimbark, Apt. #3W, Chicago, Illinois 60637.
3. At all times relevant to this Temporary Order of Prohibition, Respondent#1 was Chief Executive Officer of MidWest Gap Enterprises.
4. Investor, (hereinafter "Investor") at all relevant times was an Illinois resident.

Count I: Failure to Disclose Material Facts

5. On June 25, 2004 Respondents sold to Investor a promissory note in the amount of \$2,000.
6. Respondents represented to Investor that the funds received by Respondent would be used by Respondents to arrange and promote a concert on July 31st, 2004 at Majestic Star Festival Park and promised to pay Investor \$6,000 no more than 5 days after the date of the concert.
7. Respondents failed to disclose to Investor any risks involved in the purchase of the promissory note that could prevent payment of the \$6,000.
8. In fact, the concert scheduled for July 31st, 2004 at Majestic Star Festival Park never took place.
9. To date, Investor has not received any payment from Respondents that is owed to her as a result of the transaction she entered into with Respondents on June 25, 2004.
10. That Respondent's activities described above involve the sale of a Note and, therefore, a security as those terms are defined in Sections 2.1 and 2.5 of the Act.
11. Section 12.G of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, ("the Act") provides, *inter alia*, that it shall be a violation of the 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 the light of the circumstances under which they were made, not misleading.
12. By virtue of the foregoing, Respondents violated 12.G of the Act.

Count II: Failure to Respond to Department's Subpoena Duces Tecum

13. On March 29, 2007, Respondent #1 was served with a Subpoena Duces Tecum issued by the Secretary of State, Illinois Securities Department (hereinafter the "Department").


14. That the Subpoena Duces Tecum served on Respondent #1 required him to produce to the Department documents and papers, which the Department deemed relevant and material to its investigation on or before March 29, 2007.
15. To date, Respondent #1 has not provided any response to the Department's Subpoena Duces Tecum.
16. Section 12.D of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, ("the Act") provides, *inter alia*, that it shall be a violation of the Act to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of this Act or any rule or regulation made by the Secretary of State pursuant to the Act or to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 hereof.
17. By virtue of the foregoing, Respondents violated 12.D of the Act.
18. Section 11.F(2) of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.*, ("the Act") provides, *inter alia*, that the Secretary of State may temporarily prohibit or suspend for a maximum period of 90 days, by an order effective immediately, the offer or sale of securities by any person, if the Secretary of State shall in his or her opinion, based on credible evidence, deem it necessary to prevent an imminent violation of this Act or to prevent losses to investors which the Secretary of State reasonably believes will occur as a result of a prior violation of this Act.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Conclusions of Law contained in the said Temporary Order as the Secretary of State's Conclusion of Law as follows:

19. By virtue of the foregoing, Respondents violated 12.D of the Act.
20. By virtue of the foregoing, Respondents violated 12.G of the Act.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondent **Carl West** and Respondent **Midwest Gap**, its board members, agents, affiliates, successors and employees, are permanently **PROHIBITED** from offering or selling securities in the State of Illinois.

Dated: This 25th day of August 2007.



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 Act. Any person or entity who fails to comply with the terms of this Order shall be a violation of Section 12.d of 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 Class 4 felony.

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 Illinois Securities 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:
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