

**OFFICE OF THE MISSISSIPPI SECRETARY OF STATE
CHARITIES DIVISION**

IN THE MATTER OF :)	
)	
)	
Ele Lembra Foundation)	Administrative Proceeding
187 East 670 South)	Number: LC-16-1875
Kamas, Utah 84036)	
)	
)	
<i>Respondent</i>)	

**CEASE AND DESIST ORDER AND
NOTICE OF INTENT TO REVOKE REGISTRATION**

The SECRETARY OF STATE OF MISSISSIPPI, by and through the undersigned designated representative, hereby issues this Cease and Desist Order and Notice of Intent to Revoke Registration against Ele Lembra Foundation (“Ele Lembra”). In support hereof, he states the following:

I. JURISDICTION

The Secretary of State is vested with the regulation of charitable organizations that solicit donations in the State of Mississippi pursuant to Miss. Code Ann. §79-11-501, *et seq.* Ele Lembra is a charitable organization as defined by Miss. Code Ann. §79-11-501(a)(i) (“Act”), to-wit:

(A) Any person determined by the Internal Revenue Service to be a tax exempt organization pursuant to Section 501(c)(3) of the Internal Revenue Code.

Ele Lembra is a charitable organization as defined by the Act, and is subject to the Secretary of State’s regulatory authority. Therefore, the Secretary of State finds that he has jurisdiction over the subject matter and the parties herein.

II. FINDINGS OF FACT

1. On February 3, 2015, the Charities Division of the Secretary of State's Office ("Division") sent Ele Lembra a renewal registration notice informing it of the requirement to submit the annual renewal registration on or before June 3, 2015, its renewal date. The renewal notice was sent to the charity via electronic mail.

2. Failing to submit its renewal registration by June 3, 2015, Ele Lembra's registration expired. As a courtesy thereafter, the Division sent Ele Lembra a "termination letter" on October 29, 2015. The termination letter indicated that Ele Lembra had failed to renew its registration and that a renewal registration was required if Ele Lembra wanted to continue to solicit contributions in Mississippi; otherwise, if Ele Lembra wanted to cease solicitations in Mississippi, a Final Report would be required to terminate the registration. Ele Lembra failed to respond to the termination letter, submit a renewal registration, or file a Final Report. The Division continued to send Ele Lembra termination letters via electronic mail on December 1, 2015 and December 28, 2015, giving it the ample opportunity to comply with state law.

3. Again, Ele Lembra failed to respond to the termination letters so the Division sent Ele Lembra a final expiration letter on January 28, 2016. The expiration letter stated that Ele Lembra had failed to renew its registration or file a Final Report as required, and that solicitations made without a proper registration were in violation of the Act and subject to an administrative penalty up to a maximum of Twenty-five Thousand Dollars (\$25,000.00) per violation.

4. To date, the Division has not received a renewal registration or Final Report from Ele Lembra.

II. APPLICABLE LAW

5. Pursuant to Miss. Code Ann. §79-11-503(1), every charitable organization which solicits or intends to solicit contributions shall be registered with the Secretary of State prior to any solicitation.

6. Miss. Code Ann. §79-11-503(6) further states that in no event shall a registered charitable organization continue to solicit contributions in or from this state after the date such organization should have filed, but failed to file, a renewal and the financial report in accordance with the requirements of §§79-11-501 through 79-11-529.

7. Miss. Code Ann. §79-11-503(8) also states that any registered charitable organization which for any reason opts not to renew its registration must, upon the expiration of its registration, provide to the Secretary of State a final report.

8. Miss. Code Ann. §79-11-509(1)(e) states that the Secretary of State shall deny, suspend, or revoke a registration or exemption if the applicant or registrant has violated or failed to comply with any provisions of the chapter or any rule or order thereunder.

9. Miss. Code Ann. §79-11-509(2) also states that the Secretary of State shall notify the applicant or licensee of his intent to deny, suspend, or revoke a license and shall inform him of his right to request an administrative hearing within thirty (30) days of receipt of the notification.

10. Miss. Code Ann. §79-11-509(4) provides that whenever it appears to the Secretary of State that any person has engaged in or is about to engage in any act or practice constituting a violation of any provision of this chapter or any rule or order hereunder, he may, in his discretion, seek one or more of the following remedies in addition to other remedies authorized by law:

(a) Issue a cease and desist order, with or without a prior hearing against the person or persons engaged in the prohibited activities, directing them to cease and desist from further illegal activity;

(b) Administratively dissolve the charitable organization; or

(c) Issue an order imposing an administrative penalty up to a maximum of Twenty-Five Thousand Dollars (\$25,000.00) for each offense, each violation to be considered as a separate offense in a single proceeding or a series of related proceedings;

IV. CONCLUSIONS OF LAW

11. According to Miss. Code Ann. §79-11-503(1) and (6), every charitable organization which solicits or intends to solicit contributions shall file with the Secretary of State a registration statement and pay a filing fee of Fifty Dollars (\$50.00). In no event shall a registered charitable organization continue to solicit contributions in or from this state after the date such organization should have filed, but failed to file, a renewal and the financial report in accordance with the requirements of §§79-11-501 through 79-11-529. Ele Lembra has failed to file a renewal registration and financial report with the Division after its registration expired, and is therefore in violation of these provisions.

12. Ele Lembra does not have the option of not renewing its registration in Mississippi. Pursuant to Miss. Code Ann. §79-11-503(8), if a registered charitable organization for any reason opts not to renew its registration, it must upon the expiration of its registration, provide to the Secretary of State a final report. Ele Lembra has failed to file a final report with the Division after its registration expired, and is therefore, in violation of this provision.

V. CEASE AND DESIST

As provided in Miss. Code Ann. §79-11-509(4), the Secretary of State hereby orders Ele Lembra to immediately **CEASE AND DESIST** soliciting charitable contributions in and from the State of Mississippi as defined by Miss. Code Ann. §79-11-501. This order shall remain in effect until further order of the Secretary of State.

VI. NOTICE OF INTENT TO REVOKE REGISTRATION

Pursuant to Miss. Code Ann. §79-11-509(1)(e), the Secretary of State shall deny, suspend, or revoke a registration of a registrant that has violated or failed to comply with any provision of the chapter or rule thereunder. The Secretary of State hereby revokes the registration of Ele Lembra.

VII. RIGHT TO ADMINISTRATIVE HEARING

An administrative hearing may be requested in this matter. Any such request shall be made, in writing, to Tanya G. Webber, Assistant Secretary of State, Charities Division, Post Office Box 136, Jackson, MS 39205, within thirty (30) days from the date of receipt of this Order. If an administrative hearing is requested, written notice of the date, time, and place, will be given to all parties by certified mail, return receipt requested. Said notice will also designate a Hearing Officer. In the event such written notice is not received within the thirty (30) day period of time, the registration revocation and dissolution shall become effective.

VIII. PUBLIC INTEREST

The actions taken and proposed to be taken herein by the Secretary of State are in the public interest and are consistent with the purposes set out in Miss. Code. Ann. §79-11-501, *et seq.*

IX. RIGHT TO AMEND

The Secretary of State hereby reserves the right to amend this Cease and Desist Order and Notice of Intent to Revoke Registration.

SO ISSUED, this the 18th day of May, 2016.

C. DELBERT HOSEMANN, Jr.
Secretary of State
State of Mississippi

BY:



TANYA G. WEBBER
Assistant Secretary of State
Charities Division

CERTIFICATE OF SERVICE

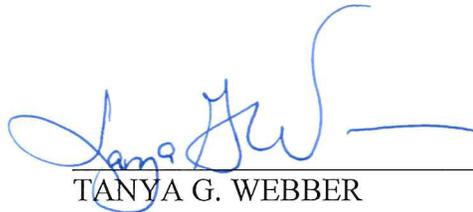
I, Tanya G. Webber, do here by certify, that I have this day, mailed a true and correct copy, via certified mail, return receipt requested, of the Cease and Desist Order and Notice of Intent to Revoke Registration to the following:

Ele Lembra Foundation
187 East 670 South
Kamas, Utah 84036

Steven Smith
Post Office Box 570
Oakley, Utah 84055

John Simmons
2010 North State Road 32
Kamas, Utah 84036

This the 18th day of May, 2016.



TANYA G. WEBBER
Assistant Secretary of State
Charities Division
Mississippi Secretary of State's Office

Tanya G. Webber, MSB# 99405
Mississippi Secretary of State's Office
Post Office Box 136
Jackson, Mississippi 39205
(601) 359-1599