

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

IN THE MATTER OF:

**Global Green USA
520 Broadway, Suite 200
Santa Monica, California 90404**

**Administrative Proceeding
Number: LC-21-4481**

Respondent

**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 Global Green USA. 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.* Global Green USA 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.

Global Green USA 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. Global Green USA registered with the Mississippi Secretary of State's Charities

Division (“Division”) in April 2009.

2. Global Green USA continue to file charity renewal registrations and extension requests until May 7, 2019, giving it a renewal date of November 15, 2019.

3. Failing to submit a renewal registration by November 15, 2019, Global Green USA’s registration expired. As a courtesy thereafter, the Division sent Global Green USA electronic mail on January 29, 2021 indicating that it had failed to file a renew registration or Final Report as required by law.

4. Global Green USA was given an opportunity to file the renewal registration or Final Report.

5. To date, the Division has not received a renewal registration or Final Report from Global Green USA.

II. APPLICABLE LAW

6. 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.

7. 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.

8. 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.

9. 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.

10. 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.

11. 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

12. 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. Global Green USA 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.

13. Global Green USA 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. Global Green USA 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 Global Green USA 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 Global Green USA.

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 11th day of June, 2021.

MICHAEL WATSON
Secretary of State
State of Mississippi

BY:


TANYA G. WEBBER
Assistant Secretary of State
Charities Division

CERTIFICATE OF SERVICE

I, Tanya G. Webber, do hereby 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:

Global Green USA
520 Broadway, Suite 200
Santa Monica, CA 90404

Krystle Davis
Labyrinth, Inc.
1808 Aston Avenue, Suite 230
Carlsbad, CA 92008

This the 11th day of June, 2021.



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

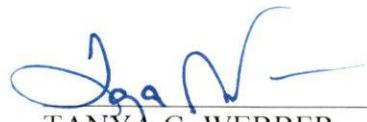
Tanya G. Webber, MSB# 99405
Mississippi Secretary of State's Office
Post Office Box 136
Jackson, Mississippi 39205
(601) 359-1599

CERTIFICATE OF SERVICE

I, Tanya G. Webber, do hereby 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, along with the Notice of Service of Process to the following:

Brandi Mitchell
Mississippi Secretary of State
125 S. Congress Street
Jackson, MS 39201

This the 14th day of July, 2021.



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

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Mississippi Secretary of State's Office
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