STATE OF NEBRASKA Department of Banking & Finance

FINDINGS OF FACT
CONCLUSIONS OF LAW
AND
ORDER TO CEASE AND DESIST

THIS MATTER comes before the Nebraska Department of Banking and Finance ("Department"), by and through its Director, pursuant to its authority under the Securities Act of Nebraska, Neb. Rev. Stat. §§ 8-1101 to 8-1123 (Reissue 2012; Cum. Supp. 2016) ("Act"). Pursuant to Neb. Rev. Stat. § 8-1115 (Reissue 2012), the Department has investigated the acts of A Voice 4 U, LLC, 1305 Kables Mill Drive, Bellbrook, Ohio; Katrina S. Farmer, its President and CEO; and their affiliates, control persons, officers, directors, agents, and employees. As a result of such investigation, the Department hereby finds as follows:

FINDINGS OF FACT

1. A Voice 4 U, LLC ("Voice") is an Ohio limited liability company, located at 1305 Kables Mill Drive, Bellbrook, Ohio. Katrina S. Farmer ("Farmer") is the President and CEO of Voice.

- 2. Voice, through Farmer offered and sold profit-sharing agreements from 2012 through 2014 to Nebraska residents ("PSA").
- 3. The material that Voice provided to potential investors described Voice as a medical start-up company. The business of Voice was described as an independent patient advocate that assists patients with their movement through the health care system.
- 4. At all times relevant, the Voice PSA were not registered for sale in Nebraska under the Act. None of the Respondents have filed a claim of exemption for the PSA with the Department.
- 5. At all times relevant to this Order, none of the Respondents were not registered as broker-dealers or agents of a broker-dealer under the Act.

CONCLUSIONS OF LAW

- 1. The Voice PSA constitute securities, as defined by Neb. Rev. Stat. § 8-1101(15) (Cum. Supp. 2016) and are required to be registered or exempt from registration by Neb. Rev. Stat. § 8-1104 (Cum. Supp. 2016).
- 2. Neb. Rev. Stat. § 8-1108.01 (Cum. Supp. 2016) provides that whenever it appears to the Director that the sale of any security is subject to registration under the Act and is being offered or has been offered for sale without such registration, the Director may order the issuer or offeror of such security to cease and desist from the further offer or sale of such security unless and until it has been registered under the Act.
- 3. By offering the PSA, Voice, Farmer and their affiliates, control persons, officers, directors, agents, and employees engaged in the business of effecting transactions in securities.

Such activity constitutes acting as a broker-dealer, as defined in Neb. Rev. Stat. § 8-1101(2) (Cum. Supp. 2016), or as an agent as defined in Neb. Rev. Stat. § 8-1101(1) (Cum. Supp. 2016).

- 4. Neb. Rev. Stat. § 8-1108.01(2) (Cum. Supp. 2016) provides that whenever it appears to the Director that any persons are acting as broker-dealers or agents without registration as such, the Director may order such persons to cease and desist from such activity unless and until they have been registered as such under the Act.
- 5. The issuance of an Order to Cease and Desist is necessary in this matter and appropriate in the public interest and for the protection of investors, and is consistent with the purposes fairly intended by the policy and provisions of the Act.

ORDER

IT IS THEREFORE ORDERED that A Voice 4 U, LLC; Katrina S. Farmer, its President and CEO; and their affiliates, control persons, officers, directors, agents, employees, and successors; and any person or entity directly or indirectly controlled or organized by or on their behalf, are ordered to immediately cease and desist from the further offer or sale of securities until the securities have been registered with the Department, or unless an exemption from registration under existing law can be shown by proof satisfactory to the Department.

IT IS FURTHER ORDERED that A Voice 4 U, LLC; Katrina S. Farmer, its President and CEO; and their affiliates, control persons, officers, directors, agents, employees, and successors; and any person or entity directly or indirectly controlled or organized by or on their behalf, are ordered to immediately cease and desist from the further offer or sale of securities until they have been registered as broker-dealers or agents with the Department, or unless an exemption from registration under existing law can be shown by proof satisfactory to the Department.

RESPONDENTS may file a written request for a hearing with the Department at any time prior to 5:00 p.m. CDT on June 8, 2017. If such a request is received, a hearing shall be held within thirty business days after receipt, unless the parties agree to a later date or a hearing officer sets a later date for good cause shown. The party or parties requesting the hearing shall bear the cost of such hearing. If no hearing is requested and none is ordered by the Director, this Order shall become a final order on June 9, 2017, and shall remain in effect until modified or vacated by the Director.

DATED this 17 day of May, 2017.



STATE OF NEBRASKA
DEPARTMENT OF BANKING AND FINANCE

Y: White Q

Mark Quandahl, Director

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