

State of Missouri Office of Secretary of State

Case No. AP-05-34

IN THE MATTER OF:

SUPER WEALTH TEAM
a/k/a SUPERWEALTH
a/k/a SUPERWEALTHTEAM.COM
a/k/a SUPERWEALTHTEAM;

DAVID DAVINCI
a/k/a DAVID MARALDO
a/k/a DAVID MARALADO
a/k/a DAVID MARLOW;

MICHAEL DAVINCI
a/k/a MICHAEL N. MARALDO;

SHANNA DAVINCI
a/k/a SHANNA MARALDO
a/k/a USHANNA F. MARALDO
a/k/a SHANA MARALDO;

DBS, INC.;

DAVID J. FINN,

Respondents.

Serve :

David Davinci
a/k/a David Maralado
a/k/a David Maraldo
a/k/a David Marlow at:
2305 Ashland Street #410
Ashland, Oregon 97520

or

19210 SW Martinazzi Avenue, #401
Tualatin, Oregon 97062.

Michael N. Davinci
a/k/a Michael Maraldo at:
and

Shana Davinci

a/k/a Ushanna F. Maraldo

a/k/a Shanna Maraldo

a/k/a Shana Maraldo at:

1582 W. Lorane Way
Anaheim, California 92802-3930;

19210 SW Martinazzi Avenue, #401
Tualatin, Oregon 97062; and/or

535 Barker Pass Road
Santa Barbara, California 93108;

DBS, Inc. at:

American Management

David Finn

311 W. 3rd St.

Carson City , NV 89703.

David J. Finn at:

7380 S. Eastern Avenue

Suite 124 - 129

Las Vegas, NV 89123 and/or

101 Convention Center Drive
Suite 700
Las Vegas, Nevada 89109

FINAL ORDER TO CEASE AND DESIST

The Commissioner, having reviewed and considered the pleadings and record on file in the above-styled proceeding, including the Petition for Final Order to Cease and Desist and Payment of Civil Penalties and Costs filed on behalf of the Securities Division by Mary S. Hosmer, Assistant Commissioner of Securities, now finds and concludes that the Enforcement Section of the Securities Division has prevailed on the claim in its petition, and further finds and orders as follows:

I. PROCEDURAL BACKGROUND

1. On August 19th, 2005, the Enforcement Section of the Securities Division submitted a Petition for an Order to Cease and Desist that requested an order, a civil penalty and costs of investigation in the above-styled matter.
2. On August 25th, 2005, the Commissioner of Securities issued an Order to Cease and Desist, and an Order to Show Cause why a Civil Penalty and Costs should not be imposed.
3. On September 20th, 2005, the Commissioner of Securities received a request for hearing via facsimile and on September 23, 2005, via U.S. mail from Joseph R. Soraghan, attorney for all Respondents. This matter was set for hearing on December

22nd, 2005.

4. On November 8th, 2005, Respondents M. Davinci, D. Davinci, and Finn requested a continuance of the Pre-hearing conference.
5. On November 8, 2005, the Commissioner of Securities continued the Pre-hearing conference to December 1, 2005.
6. All Respondents failed to appear for the Pre-hearing conference on December 1, 2005.
7. All Respondents failed to appear for the Hearing before the Commissioner of Securities on January 18, 2006.
8. The Enforcement Section of the Securities Division, by and through Mary S. Hosmer, Assistant Commissioner, on January 23, 2006, filed a Petition for Final Order to Cease and Desist and Payment of Civil Penalties and Costs, and in such Petition requested that the Findings of Fact and Conclusion of Law in the August 25, 2005 Cease and Desist Order be made final, and that the Commissioner order a civil penalty in the amount of \$10,000, and impose the costs of the investigation, in the amount of \$3,020, on the Defendants.

II. FINDINGS OF FACT

A. The Respondents

1. SuperWealthTeam.com a/k/a Super Wealth Team a/k/a Super Wealth a/k/a superwealthteam (“SWT”) purported to be an entity that operated an investment program via the Internet.
2. David Davinci a/k/a David Maraldo a/k/a David Maralado a/k/a David Marlow (“David Davinci”) purported to be a co-designer of the SWT program and has a last known postal mail box addresses at 2305 Ashland Street #410, Ashland, Oregon 97520. This address is a UPS Store, formerly a Mail Boxes, Etc. location. Mail from this box is forwarded monthly to a drop box located at 19210 SW Martinazzi Avenue, #401, Tualatin, Oregon 97062.
3. Michael Davinci a/k/a Michael N. Maraldo (“Michael Davinci”) purported to be a co-designer of the SWT program and has last known addresses at 1582 W. Lorane Way, Anaheim, California 92802-3930; 19210 SW Martinazzi Avenue, #401, Tualatin, Oregon 97062 and/or 535 Barker Pass Road, Santa Barbara, California 93108.
4. Shanna Davinci a/k/a Shana Davinci a/k/a Ushanna N. Maraldo a/k/a Shana Maraldo a/k/a Shana N. Maraldo (“Shana Davinci”) purported to work for SWT and has a last known address at 19210 SW Martinazzi Avenue, #401, Tualatin, Oregon 97062.
5. DBS, Inc. (“DBS”) is a Nevada corporation, in good standing, created on May 20, 2003. DBS’ registered agent is: American Management, David Finn, 311 W. 3rd Street, Carson City, Nevada 89703.
6. David J. Finn (“Finn”) purported to be the president and sole director of DBS and has

last known addresses at 7380 S. Eastern Avenue, Suite 124-129, Las Vegas, Nevada 89123; and 101 Convention Center Drive, Suite 700, Las Vegas, Nevada 89109.

7. The term “Respondents” used herein refers to SWT, David Davinci, Michael Davinci, Shana Davinci, DBS and Finn.

B. Other Entities

8. StormPay, Inc. a/k/a StormPay.com (“StormPay”) is an active Tennessee corporation with an address at 1690 Golf Club Lane, Clarksville, Tennessee 37043, incorporated in July of 2003. Its registered agent is John R. McConnell, Jr.

C. The Offering

9. On September 29, 2004, a Missouri resident (MR) was contacted via email by a West Virginia resident and solicited to participate in the SWT program. The email stated that for a minimum investment of \$200, MR could earn from “3, 4, & 5 times your purchase fee back.”
10. Via email dated October 4, 2004, from the West Virginia resident, MR was told, “your personal 2x9 matrix starts with you, the sales volume below you is generated from the duplication of your personal efforts and the duplication of those who may have come [sic] below you ... [and] any spillover from your upline above.” MR was told that MR did not have to solicit or sponsor other participants, but that the more participants directly under MR, the more income MR would receive. Participants were promised that they would start receiving money the next day and every day thereafter.
11. MR subsequently received an email communication dated October 5, 2004, from SWT, which stated in part as follows:

You will have a full 24 hours in which to make your payment. ...

Everyone is linked to their sponsor. As your people activate and pay, they will be placed in the highest spot under you that is available at the time they make their purchase. ...

You need to have either \$199 in your Intgold account or \$215 in your Stormpay account so that you can activate immediately. ...

You will need to have BOTH an Intgold account and a Stormpay account to receive your commission payments. You will be able to add the other account, through your members area when we open the back office after the payment process is complete. Having both accounts is only for commission payouts, not for payments to the company. ...

Very important to start at the \$199 Super Elite level if at all possible [sic]. This will place you in the highest possible spot in all 3 matrices. Waiting to upgrade to that level will allow thousands of people to jump in front of you and will definitely cost you lost income. ...

Live information Call Schedule: Sunday through Friday 5:30 pm PST
6:30 pm MST 7:30 pm CST 8:30 pm EST 212-990-8000 PIN 8855#.

12. MR participated in the conference call described above. According to MR, there was no introduction of the individual providing the information on that call. The connection was poor and it was difficult for MR to make any sense out of the call or to ask questions.
13. From October 4, 2004 through October 6, 2004, as instructed by SWT, MR made three deposits via credit card and E-Check Funds totaling \$2,700 into DBS' StormPay account. From October 6, 2004, through October 8, 2004, the money was transferred by DBS and/or Finn from the Stormpay account to superwealthteam.com.

D. Respondent's Activity to Lull Investor

14. On October 7, 2004, MR received an email from "SWT Updates" advising, in part, as follows:

We are pleased to say that the vast majority of payments have gone through correctly to our system.

However, in some cases the payment verification signal that is sent FROM the payment processor TO us has not been received. ... we have not yet received the payment signals from Stormpay. ...

We are aware of all Stormpay issues and the situation is under control!

15. On October 8, 2004, MR received an email from SWT Updates advising, in part, as follows:

We are inches away from our first of many commission pay runs.

We want to pay you ASAP! We are working around the clock to do so and to continue to pay you again each day on the new sales in your matrices. ...

SWT went on to discuss purported problems it was having with StormPay.

16. On October 9, 2004, MR received another email from SWT Updates advising, in part, as follows:

We are ready for our first of many commission runs – But we still have nearly three percent of our members who have not confirmed their product purchase. We are talking about members who have actually paid, but cannot seem to match their StormPay transaction number(s) to their username(s).

Although threepcent [sic] doesn't seem like a lot of people, consider this – we now have well over 8,000 paid members, so that three percent equals around 300 members.

17. If SWT did, in fact, have 8,000 members, it took in over \$1.5 million.

18. On October 11, 2004, MR received an email from SWT Updates advising, in part, as follows:

Over One Million Dollars paid out on SWT's first commission run, setting a New Industry Record! ...

Our first payout is taking place at the writing of this message. SuperWealthTeam will pay daily each Monday through Friday evening on the "new" sales volume that comes into your matrices. As new sales volume comes into your matrices, Tuesday you will be paid on those sales Tuesday evening. ...

Our Company wide, Community matrix is built down 11 levels and more than half way through the 12th level, for all 3 Phases 2, 4, 8, 16, 32, 64, 128, 256, 512, 1024, 2048, 4096. Each member falls within this Company filled matrix. The view in your members' area starts with you. ... some legs in personal matrices have spiked down to 20 levels deep way to go builders!

... Many new members are lined up to come in, when the Join page opens early Tuesday ...

19. On October 13, 2004, MR received an email from SWT Updates advising, in part, as follows:

We have "Launched" ... new members can sign up ... and be placed immediately into our dual matrices.

Every moment since we opened at exactly 5:30 AM PST this morning, new members have been flooding into SWT!

Get Paid in 24 hours. SWT pays daily on the new sales volume in your business.

Imagine if all of our members simply enrolled just one new member this week, another \$1,000,000 plus commissions would be paid out this week.

20. MR never received the payments promised and subsequently complained to StormPay about the program, stating, "superwealthteam is using stormpay and intgold to commit fraud. This must be stopped. I need a refund. Can you help us?"

21. On October 14, 2004, StormPay forwarded the complaint to the "Super Wealth Team Sales Department." SWT immediately sent the following email to MR:

It has come to our attention that you are requesting a refund from Super Wealth Team. Please provide the reason for your request by email and avoid libelous remarks. SWT has paid well over a million in commissions to its members and will not tolerate defamation.

This email was allegedly from an individual in SWT Administration.

22. On October 17, 2004, MR responded to SWT's request, stating:

Looks like your program is not going to work [sic]. I was hoping that this was a program that was going to be here along [sic] time. I spent a lot of money expecting to make a very large amount of money. but [sic] as of now have been very disappointed. I cannot promote a program or company that hurts people.... Something must happen tomorrow! a [sic] quick response would be appreciated. another [sic] thing is I have never been paid an thing [sic] in my storm pay acc. there [sic] must be something wrong.

23. On November 24, 2004, StormPay replied to MR's complaint stating, in part, as follows:

StormPay is the payment processor who works very much like a checking account at your local bank. We do not have details about any purchases you made.... Please contact the vendor directly for support concerning their product or service.

E. Investigation

24. On August 2, 2005, an agent of Stormpay, Inc. advised an investigator with this Division that Stormpay was not involved in disbursements. All money that went into that account was disbursed by Finn/DBS.
25. During its investigation, the Division found that the Stormpay "vendor" which set up the account receiving MR's funds was DBS, Inc., 101 Convention Center Drive, Suite 700, Las Vegas, Nevada 89109, telephone number: 702-939-5569, c/o David J. Finn.
26. During the Division's investigation, one of several Internet websites touting this offering, was located at www.bradynet.com, and states in part, as follows:

SUPER WEALTH TEAM – STILL TIME FOR EXCELLENT POSITIONING!! ...

No SPONSORING required – BUT – will be REWARDED!! NOT "just another program" Designed by David and Michael DaVinci – That says it ALL!==(Empasis in original)

27. Another participant in the Super Wealth program provided a copy of an email purportedly received from a SWT Master Distributor, which states in part:

The whole process worked flawlessly with the brilliantly mastermind [sic] security queue process payment system developed by David DaVinci.

28. This Division's investigation revealed that the Website for Superwealthteam.com was registered through an anonymous server located in "Saint Vincent and the Grenadines."
29. This Division's investigation revealed the following concerning the Davincis:
- a. All three of the Davincis have avoided using a physical residential address,

establishing, instead, a series of mail box drops in Oregon and California;

- b. Michael Davinci and Shana Davinci completed the applications for the drop box accounts and gave other drop box addresses (or, in one case , a fictitious address) as home addresses;
 - c. In 1999, Michael Maraldo, Ushanna Maraldo and David Maralado [sic] applied to the Clackamas County, Oregon Circuit Court to have their names legally changed from Maraldo/Maralado to Davinci;
 - d. None of the individuals provided proper home addresses to the court, again using only mailbox drop addresses. Despite the court's request, proper addresses were never provided, so the decrees were never issued;
 - e. Shanna Maraldo and Michael Maraldo have Oregon Driver's Licenses, both showing mailbox drop addresses as their home addresses;
 - f. According to an investigator with the U.S. Postal Inspector's Office:
 - i. Mail is forwarded monthly from a drop box in Ashland, Oregon, to a drop box in Tualatin, Oregon.; and
 - ii. Shanna always pays the drop box fee with a postal money order. She has never used a check or credit card.
30. By letter dated July 8, 2005, this Division sent an inquiry to David Davinci at 19210 SW Martinazzi Avenue, #401, Tualatin, Oregon 97062, requesting information about the program and a claim of exemption from registration or exception from definition upon which he relied in offering and/or selling unregistered securities or any claim that the securities were federal covered. David Davinci's response was due on July 29, 2005. On August 1, 2005 this inquiry was returned marked "Return to Sender – Not Deliverable as Addressed."
31. By letter dated July 8, 2005, this Division sent an inquiry to Michael Davinci at 19210 SW Martinazzi Avenue, #401, Tualatin, Oregon 97062, requesting information about the program and a claim of exemption from registration or exception from definition upon which he relied in offering and/or selling unregistered securities or any claim that the securities were federal covered. Michael Davinci's response was due on July 29, 2005. This letter was received by "Amanda L. Grogan" on July 13, 2005, but subsequently returned to this office marked "not deliverable as addressed, unable to forward."
32. The inquiry described above to Michael Davinci was also mailed via Certified Mail to two other addresses:
- a. 1582 W. Lorane Way, Anaheim, California 92802-3930; and
 - b. 535 Barker Pass Road, Santa Barbara, California 93108.

No receipt or returned mail has been received for either of these addresses.

33. By letter dated July 11, 2005, this Division sent an inquiry to Shana Davinci at 19210 SW Martinazzi Avenue, #401, Tualatin, Oregon 97062, requesting information about

- the program and a claim of exemption from registration or exception from definition upon which she relied in offering and/or selling or materially aiding in the offer and/or sell of unregistered securities or any claim that the securities were federal covered. Shana Davinci's response was due on July 29, 2005. This letter was received by Amanda L. Grogan on July 13, 2005, but subsequently returned to this office marked "not deliverable as addressed, unable to forward."
34. During its investigation, the Securities Division, by letter dated June 6, 2005, sent an inquiry to DBS and Finn at 101 Convention Center Drive, Suite 700, Las Vegas, Nevada 89109, requesting information about the program and a claim of exemption from registration or exception from definition upon which DBS relied in offering unregistered securities or any claim that the securities were federal covered securities. This inquiry was received and signed for by "Tonianne" (last name illegible) on June 9, 2005. DBS' response was due by June 20, 2005.
 35. None of the Respondents have responded to the Division's inquiries.
 36. The offering described above constitutes an investment contract.
 37. A check of the records maintained by the Missouri Commissioner of Securities confirmed no registration or granted exemption for the securities offered by Respondents.
 38. A check of the records maintained by the Commissioner confirmed that none of the Respondents were registered to offer or sell securities in the State of Missouri.
 39. In connection with the offer, sale or purchase of a security in or from the state of Missouri, Respondents told MR that MR's personal 2x9 matrix would generate income from participants below MR on the matrix and "spillover" from the "upline", but omitted to provide MR with the following material information:
 - a. The names, addresses and histories of the individuals who organized the program;
 - b. How long the program had been in existence;
 - c. How MR's money would be used;
 - d. That Respondents were not registered to offer or sell securities in Missouri; and
 - e. The security was not registered or exempt from registration in Missouri.
 40. In connection with the offer, sale or purchase of a security to Missouri residents, Respondents made the following untrue statements of material fact:
 - a. That MR would start receiving money the next day and every day thereafter; and
 - b. That MR would earn 3, 4, or 5 times the amount invested.
 41. This Order is in the public interest.

III. STATUTORY PROVISIONS

1. §409.6-601(a), RSMo Supp. 2004, reads in part as follows: “This act shall be administered by the commissioner of securities who shall be appointed by and under the direction of the secretary of state”
2. §409.1-102(26), RSMo Supp. 2004, defines “offer to sell” as “every attempt or offer to dispose of, or solicitation of an offer to purchase, a security or interest in a security for value.”
3. §409.1-102(28), RSMo Supp. 2004, defines a “security” to include an investment contract.
4. §409.1-102(28),(A) RSMo Supp. 2004, includes as an investment contract an investment in a common enterprise with the expectation of profits to be derived primarily from the efforts of a person other than the investor and a common enterprise means an enterprise in which the fortunes of the investor are interwoven with those of either the person offering the investment, a third party, or other investors.
5. §409.3-301, RSMo Supp. 2004, provides that it is unlawful for any person to offer or sell any security in this state unless (1) the security is a federal covered security; (2) the security, transaction, or offer is exempted from registration under sections 409.2-201 to 409.2-203; or (3) the security is registered under this act.
6. §409.4-402, RSMo Supp. 2004, provides, in part, that:

It is unlawful for an individual to transact business in this state as an agent unless the individual is registered under this act as an agent or is exempt from registration as an agent under subsection (b).

7. §409.5-501, RSMo Supp. 2004, provides that it is unlawful for a person, in connection with the offer, sale or purchase of any security, directly or indirectly (1) to employ a device, scheme, or artifice to defraud; (2) to make any untrue statement of a material fact or to omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading; or (3) to engage in an act, practice or course of business that operates or would operate as a fraud or deceit upon another person.
8. §409.5-503, RSMo Supp. 2004, provides that the person claiming an exemption, exception, preemption or exclusion has the burden of proving its applicability.
9. §409.6-604(a), RSMo Supp. 2004, provides:

If the commissioner determines that a person has engaged, is engaging, or is about to engage in an act, practice, or course of business constituting a violation of this act or a rule adopted or order issued under this act or that a person has materially aided, is materially aiding, or is about to materially aid an act, practice, or course of business constituting a violation of this act or a rule adopted or order issued under this act, the commissioner may:

1. Issue an order directing the person to cease and desist from engaging in the act, practice, or course of business or to take other action necessary or appropriate to comply with this act;

2. Issue an order denying, suspending, revoking, or conditioning the exemptions for a broker-dealer under section 409.4-401(b)(1)(D) or (F) or an investment advisor under section 409.4-403(b)(1)(C); or
 3. Issue an order under section 409.2-204.
10. §409.6-604(d), RSMo Supp. 2004, provides:

In a final order ... the commissioner may impose a civil penalty up to one thousand dollars for a single violation or up to ten thousand dollars for more than one violation.

11. §409.6-604(e), RSMo Supp. 2004, provides:

In a final order, the commissioner may charge the actual cost of an investigation or proceeding for a violation of this act or a rule adopted or order issued under this act. These funds may be paid into the investor education and protection fund.

IV. CONCLUSIONS OF LAW

Count I: Offering and Selling Unregistered, Nonexempt Securities

1. Respondents violated § 409.3-301, RSMo Supp. 2004, when they offered a security as described in the above facts to a Missouri resident without the security being: (1) a federal covered security; (2) exempt from registration under §§ 409.2-201 or 409.2-202; or (3) registered under the Missouri Securities Act.

Count II: Making an Untrue Statement of Material Fact in Connection with the Offer or Sale of a Security

2. Respondents violated § 409.5-501(2), RSMo Supp. 2004, when, in connection with the offer and or sale of a security Respondents made untrue statements of material fact when they stated to MR:
 - a. That MR would start receiving money the next day and every day thereafter; and
 - b. That MR would earn 3, 4, or 5 times the amount invested.

Count III: Omitting to State Material Facts in Connection with the Offer or Sale of a Security

3. Respondents violated § 409.5-501(2), RSMo Supp. 2004, when, in connection with the offer and or sale of a security, Respondents told MR that MR's personal 2x9 matrix would generate income from participants below MR on the matrix and "spillover" from the "upline," but omitted to provide MR with the following material information:
 - a. The names, addresses and histories of the individuals who organized the program;

- b. How long the program had been in existence;
- c. How MR's money would be used;
- d. That Respondents were not registered to offer or sell securities in Missouri; and
- e. The security was not registered or exempt from registration in Missouri.

Count IV: Engaging in an Act, Practice or Course of Business That Operates or Would Operate as a Fraud or Deceit Upon Another Person

4. Respondents violated § 409.5-501(3), RSMo Supp. 2004, when, in connection with the offer and or sale of a security, Respondents established alias identities, set up a series of mail drop box addresses, established a website through an anonymous internet service provider and used the services of DBS and Finn to establish an account with Stormpay for the purpose of receiving money from investors and disbursing those funds using only email addresses all designed to avoid detection of investors and regulators as described in the above facts.

ORDER

NOW, THEREFORE, IT IS HEREBY ORDERED that the Respondents and their agents, employees and servants with knowledge of this order are immediately prohibited from:

- A. Violating or materially aiding in the violation of §409.3-301, RSMo Supp. 2004, by offering or selling any security that is not registered, unless the security is a federal covered security or has an effective exemption from registration.
- B. Violating or materially aiding in the violation of §409.4-402(a), RSMo Supp. 2004, by transacting business as an agent without an effective registration;
- C. Violating or materially aiding in the violation of §409.5-501(2), RSMo Supp. 2004, making any of the untrue statements of material fact in connection with the offer and sale of this security as described above;
- D. Violating or materially aiding in the violation of §409.5-501(2), RSMo Supp. 2004, by omitting to state a material fact in connection with the offer and sale of this security as described above; and
- E. Violating or materially aiding in the violation of §409.5-501(3), RSMo Supp. 2004, by engaging in an act, practice or course of business that operates or would operate as a fraud or deceit upon another person as described above.

IT IS FURTHER ORDERED that the Enforcement Section has petitioned for civil penalties, and specifically, the award of \$10,000, jointly and severally, against the Respondents in this proceeding. The commissioner will issue a final order awarding this penalty, unless the Respondents request a hearing and show cause why the penalty should not be imposed.

IT IS FURTHER ORDERED that the Enforcement Section has petitioned for an award for costs of the investigation, jointly and severally, against the Repondents in this

proceeding. The commissioner will issue a final order awarding an amount to be determined after review of evidence submitted by the Enforcement Section, unless the Respondents request a hearing and show cause why an award should not be made to the Enforcement Section.

IT IS FURTHER ORDERED that, pursuant to §409.6-608(a), this matter shall be referred to the United States Attorney and the Attorney Generals Office.

SO ORDERED:

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY,
MISSOURI THIS 26TH DAY OF JANUARY, 2006.

ROBIN CARNAHAN
SECRETARY OF STATE

(Signed/Sealed)
MATTHEW D. KITZI
COMMISSIONER OF SECURITIES

CERTIFICATE OF SERVICE

I hereby certify that on this 26th day of January, 2006, a copy of the foregoing notice, order and petition was mailed by certified U.S. Mail, postage prepaid, to the Respondents in this matter.

Beth Perkins
Administrative Aide