

**STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION**

IN THE MATTER OF:

TERESA MARTA JACKSON)	ADMINISTRATIVE ORDER
GLOBAL WEALTH PARTNERS, INC)	NO. CD-2017-0010
MARTA OIL & GAS CORPORATION)	
LAND & VOLUNTEER OIL & GAS II, LLC)	
NEW WAVE II, LLC)	
)	
<u>RESPONDENTS</u>)	

CEASE AND DESIST ORDER

The Alabama Securities Commission ("Commission"), having authority to administer and provide for the enforcement of all provisions of Title 8, Chapter 6, Code of Alabama 1975, the Alabama Securities Act ("Act"), upon due consideration of the subject matter hereof, and having confirmed information of the offers for sale and/or sale of securities, into, within or from the state of Alabama, has determined as follows:

RESPONDENTS

1. **TERESA MARTA JACKSON ("JACKSON")**, CRD #2145109, during all times relevant to this Order, JACKSON was an officer of the respondent entities with a principal place of business at 112 North Curry Street, Carson City, Nevada 89703.
2. **GLOBAL WEALTH PARTNERS, INC, ("GWPI")**, was formed as a Nevada domestic corporation in May 2010, with a principal business address of 112 North Curry Street, Carson City, Nevada 89703. According to the Nevada Secretary of State's website GWPI's registration expired in May 2014, and the current status is revoked.

3. **MARTA OIL & GAS CORPORATION, INC, ("MO&G")**, was formed as a Nevada domestic corporation in December 2010, with a principal business address located at 112 North Curry Street, Carson City, Nevada 89703. According to the Nevada Secretary of

State's website, **MO&G**'s registration expired in December 2010, and the current status is revoked.

4. **LAND & VOLUNTEER OIL & GAS II, LLC** ("LVO&GII"), was represented in offering materials provided to investors to be an organized Nevada Limited Liability company with a principal business address of 112 North Curry Street, Carson City, Nevada 89703. A review of the Nevada Secretary of State's online database revealed no filing for LVO&GII.

5. **NEW WAVE II, LLC** ("NWII"), was organized as a Nevada Limited Liability company in October 2009 with a principal business address of 112 North Curry Street, Carson City, Nevada 89703. According to the Nevada Secretary of State's website, NWII's registration expired in October 2014, and the current status is revoked.

STATEMENT OF FACTS

6. In January 2012, the Commission received a complaint from an Alabama resident ("Resident") stating that the Resident was contacted telephonically by an individual who identified himself as Malcolm Giles, a representative of Full Spectrum Debt Solutions LLC, concerning an offer to lower credit card interest rates. Malcolm Giles provided **JACKSON**'s name and contact information as a person to discuss reducing the Resident's credit card interest rates. In March 2012, the Resident contacted **JACKSON**, who represented herself as the senior principal of **GWPI**.

7. During telephone and email communications, **JACKSON** made representations that the Resident's brokerage firm, Ameriprise Financial, participated in traditional stock and bond transactions which made the Resident's holdings unstable in the current economy. **JACKSON** told the Resident that a self-directed IRA would allow the Resident a greater variety of security holdings, including oil and gas ventures. **JACKSON** further represented that any oil and gas investment made with **JACKSON** by the investor could be rolled over from a non-producing oil well to a producing oil well and that any invested funds would remain liquid and refundable through a "Repurchase Warranty."

8. Investment documents obtained by the Commission staff revealed that in April 2012, the Resident received offering materials from **JACKSON** which included the subscription agreements and oil well status reports for **LVO&GII**, and **NWII**. The documents corroborated verbal representations made by **JACKSON** that the oil wells were operating and producing.

9. IRA Services Trust Company documents obtained by the Commission revealed that IRA account #7907 was opened in the name of the Resident on April 25, 2012. Additionally, IRA account #7907 received a wire transfer in the amount of \$127,000.00 from the Resident's Ameriprise Brokerage account.

10. Pursuant to **JACKSON**'s instructions, On April 25, 2012, the Resident notified IRA Services Trust Company to disburse funds from IRA account #7907 to purchase membership interests in **LVO&GII** and **NWII**. The Resident purchased a 9% membership interest in the **LVO&GII** for the sum of \$100,000.00 and a 1% membership interest in the **NWII** in the amount of \$26,000.00. On May 11, 2012, IRA Services Trust wire transferred \$100,000.00 to **MO&G** Chase Bank account #6014 and wire transferred \$26,000.00 to **NWII** Chase Bank account #4181.

11. According to the Resident, **JACKSON** verbally represented to the Resident that the \$26,000.00 investment with **NWII** would be used to reduce the debt on three (3) credit cards held by the Resident. Contrary to **JACKSON**'s verbal representations to the Resident, the subscription agreement issued to the Resident by **JACKSON** represented that the \$26,000.00 would be invested in the **NWII** oil well project and not applied to credit card debt.

12. A financial analysis of the **RESPONDENTS**' accounts revealed a June 8, 2012, wire transfer of the Resident's funds in the amount of \$5,200.00 from **MO&G** Chase Bank account #6014 to the Bank of America account #1413 held in the name of Foreclosure Holdings, Inc., with **JACKSON** listed as the sole signatory on both accounts. Those funds were then used for personal means by **JACKSON**.

13. An online search for the physical address of **GWPI**, located at 14 Monarch Bay Plaza, #335, Monarch Beach, California 92629, revealed the address to be a mail drop box located within a United Parcel Service Store (UPS) located at the Monarch Bay Shopping Mall.

14. In addition to the Respondent entities, the Nevada Secretary of State online database revealed **JACKSON** held the following positions with each of the listed business entities:

BUSINESS ENTITY	POSITION
AER Energy Resources, Inc.	Interim Chief Executive Officer
AER Petroleum, Inc.	Secretary / Treasurer / Director
Global Partners, Inc.	President
Land & Volunteer Oil &Gas, 1, LLC	President
Land & Volunteer Oil &Gas III, LLC	President
Marta Oil & Gas, Corporation	President
Sovereign Oil, Inc.	President

15. On September 28, 2015, a review of the Commission's registration files disclosed no record of registration for the **RESPONDENTS** as a broker dealer in the state of Alabama, nor have the **RESPONDENTS** perfected an exemption from registration to issue, offer, or sell any security in the State of Alabama.

16. **JACKSON**, CRD# 32625, is not currently, nor was she at the time of the transactions mentioned herein, registered as a broker dealer, broker dealer agent, or investment advisor in the state of Alabama.

CONCLUSIONS OF LAW

17. Pursuant to Code of Alabama 1975, Section 8-6-2(10), the definition of a security includes any "certificate of interest or participation in an oil, gas, or mining title or lease or in payments out of production under such title or lease." Membership interests in **LVO&GII** and **NWII**, solicited and sold by **RESPONDENTS**, is an interest or participation in an oil, gas, or

mining title or lease or in payments out of production under such a title or lease, and is a security under the Act.

18. Pursuant to Code of Alabama 1975, Section 8-6-2(3), the definition of a dealer includes, “any person engaged in the business of effecting transactions in securities for the account of others or for his own account.” **GWPI** is in the business of offering and selling securities, to wit: membership interests in **LVO&GII** and **NWII**, and is a dealer under the Act.

19. Pursuant to Section 8-6-4, Code of Alabama 1975, it is unlawful for any person to offer or sell any security in this state unless the security: (1) is registered under the Act; (2) the security is exempt from registration under Section 8-6-10; or (3) the transaction is exempt under Section 8-6-11. The security offered by **RESPONDENTS**; to wit: membership interests in **LVO&GII** and **NWII**, were neither registered nor subject to a perfected exemption from registration in Alabama and were offered and sold in violation of the Act.

20. Pursuant to Code of Alabama 1975, Section 8-6-2(5) an issuer is any person who proposes to issue, has issued, or shall issue any security. **LVO&GII** is an issuer under the Act.

21. Pursuant to Code of Alabama 1975, Section 8-6-2(5) an issuer is any person who proposes to issue, has issued, or shall issue any security. **NWII** is an issuer under the Act.

22. Pursuant to Code of Alabama 1975, Section 8-6-2(2), an agent is any individual who represents an issuer or dealer in effecting transactions in securities. **JACKSON** effected the offer and sale of a security, to wit: membership interests in **LVO&GII** and **NWII**, on behalf of **GWPI**, and is an agent of **GWPI** as defined by the Act.

23. Pursuant to Code of Alabama 1975, Section 8-6-2(2), an agent is any individual who represents an issuer or dealer in effecting transactions in securities. **JACKSON** effected the offer and sale of a security, to wit: membership interests in **LVO&GII**, and is an agent of **LVO&GII** as defined by the Act.

24. Pursuant to Code of Alabama 1975, Section 8-6-2(2), an agent is any individual who represents an issuer or dealer in effecting transactions in securities. **JACKSON** effected the offer and sale of a security, to wit: membership interests in **NWII**, and is an agent of **NWII**

as defined by the Act.

25. Pursuant to Code of Alabama 1975, Section 8-6-3(a) it is unlawful for any person to transact business in this state as a dealer or agent unless such person is registered under the Act. **JACKSON** acted as an agent in the solicitation and sale of securities, while not registered as an agent with the Commission in violation of the Act.

26. Pursuant to Code of Alabama 1975, Section 8-6-3(a) it is unlawful for any person to transact business in this state as a dealer or agent unless such person is registered under the Act. **GWPI** acted as a dealer in the solicitation and sale of securities, while not registered as a dealer with the Commission in violation of the Act.

27. Pursuant to Section 8-6-3(a), Code of Alabama 1975, it is unlawful for any dealer or issuer to employ an agent to transact business in securities in Alabama unless the agent is registered with the Commission. **RESPONDENTS GWPI, LVO&GII, AND NWII** employed **JACKSON** as an unregistered agent to solicit the sale of a security, to wit: membership interests in **LVO&GII** and **NWII**, in violation of the Act.

This Order does not prevent the Commission from seeking such other civil or criminal remedies that are available to it under the Act.

This Order is appropriate in the public interest for the protection of investors and is consistent with the purposes of the Act.

Additionally, if the allegations set forth herein are found to be true, through either administrative adjudication, failure of the **RESPONDENTS** to make a timely request for hearing, or default of the **RESPONDENTS**, it is the intention of the Commission to impose sanctions upon the **RESPONDENTS**. Such sanctions may include, *inter alia*, an administrative assessment imposed on **RESPONDENTS**, an additional administrative assessment for investigative cost arising from the investigation of the violation(s) described herein against **RESPONDENTS**, and a permanent order to bar **RESPONDENTS** from participation in any securities related industry in the state of Alabama.

ACCORDINGLY, IT IS HEREBY ORDERED that RESPONDENTS immediately CEASE AND DESIST from further offers or sales of any security into, within or from the state of Alabama.

Entered at Montgomery, Alabama, this 28th day of November, 2017.



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BY: 

JOSEPH P. BORG
Director