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**STATE OF WASHINGTON
DEPARTMENT OF FINANCIAL INSTITUTIONS
SECURITIES DIVISION**

IN THE MATTER OF DETERMINING) Order No.: S-14-1599-15-SC01
Whether there has been a violation of the)
Business Opportunity Fraud Act of) STATEMENT OF CHARGES AND NOTICE OF
Washington by:) INTENT TO ENTER ORDER TO CEASE AND DESIST
)
ADV Solutions, d/b/a PrimeCash.net,)
)
Respondent.)
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THE STATE OF WASHINGTON TO: ADV Solutions, d/b/a PrimeCash.net

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STATEMENT OF CHARGES

Please take notice that the Securities Administrator for the State of Washington has reason to believe that the Respondent ADV Solutions, d/b/a PrimeCash.net has violated the Business Opportunity Fraud Act of Washington and that the violations justify the entry of an order of the Securities Administrator under RCW 19.110.150 against the Respondent to cease and desist from such violations. The Securities Administrator finds as follows:

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TENTATIVE FINDINGS OF FACT

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Respondent

1. ADV Solutions d/b/a PrimeCash.net is a business entity with a business address of 3651 Lindell Rd., Suite #D752, in Las Vegas, Nevada. ADV Solutions also uses a business address of 8565 S. Eastern Ave. #150, in Las Vegas, Nevada. The website for PrimeCash.net indicates that the company is an Arizona “limited liability corporation,” but the Securities Division is unable to verify this information with the Arizona Corporation Commission.

Nature of the Offering

2. PrimeCash.net has “affiliate programs” for sale that enable the purchaser to start a business and earn money from home. PrimeCash.net offers a program for affiliates to use websites to generate new customers for PrimeCash.net, with affiliates receiving income for every new customer generated from the affiliate’s website. PrimeCash.net also offers a program for affiliates to generate income from an online shopping mall, with affiliates receiving a percentage of every dollar spent in their online shopping mall. In addition, PrimeCash.net also offers services to assist affiliates with their new business.

3. PrimeCash.net maintains a website that is accessible to the general public at <http://www.primecash.net>. The website does not include specific details about the affiliate program, but invites members of the public to call a toll-free number or to submit an online form to request further information. The PrimeCash.net website also includes links to two other affiliated websites that are associated with PrimeCash.net: PremierShoppers.net and PrimeMerchant.net. The PremierShoppers.net website (<http://99-shop.premiershoppers.net>) offers online shopping that links to Amazon.com. The PrimeMerchant.net website (<http://99-merch.primemerchant.net>) offers services to make running a business easier, including credit card processing and cash advances.

4. Between approximately August and September 2014, Primecash.net sold an affiliate program to an 89-year old Washington resident who lives alone, and suffered a stroke approximately one and a half years earlier. After the Washington resident sent in a response to a sweepstakes solicitation, he began receiving numerous solicitations daily via telephone and mail for various products and services, including from PrimeCash.net.

5. The Washington resident received advertising materials regarding the affiliate program associated with the PrimeCash.net website. The materials explained that an email or phone call generated from the affiliate’s website is forwarded to PrimeCash.net’s top sales associates. As part of the program, an

1 affiliate can receive up to \$150 for every new customer generated from the affiliate's program.
2 PrimeCash.net represents that it provides affiliates with advertising coaches.

3 6. The Washington resident also received advertising materials regarding the "online shopping
4 mall" program associated with the PremierShoppers.net website. The materials state the following: "YOU
5 RECEIVE UP TO 22% OF EVERY DOLLAR SPENT IN YOUR ONLINE SHOPPING MALL!"
6 According to the materials, purchasers do not have to create their own products or services, devise websites,
7 stock inventory, sell products or services, or have contact with customers.

8 7. The Washington resident received a letter dated August 20, 2014 from PrimeCash.net, which
9 congratulated him on the purchase of his new program. The letter stated that there was a 100% money back
10 guarantee: "We guarantee you'll make a minimum of 100% of the cost of your websites back within 12
11 months from the day you're set-up in this program by following our simple advertising model." The letter
12 explained that the advertising model consisted of doing at least two of the following tasks: work directly
13 with an advertising coach on a monthly basis, place 12 newspaper advertisements over a one year period,
14 and/or participate in PrimeCash.net's customized direct mailer program.

15 8. The Washington resident received a second letter dated August 20, 2014, which stated that he
16 purchased three websites (www.2533-site.primecash.net, www.2533-site.primemerchant.net, and
17 www.2533-site.premiershoppers.net). These websites purchased by the Washington resident merely route
18 the user to the main PrimeCash.net, PrimeMerchant.net and PremierShoppers.net websites. The letter also
19 provided the Washington resident with a user name and password to access his "back office." The letter
20 stated that PrimeCash.net is "committed to helping you with your new business" and that advertising is the
21 key to the success of the program. The letter advised the Washington resident to call the advertising
22 coaches right away.
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1 9. The Washington resident received two invoices from ADV Solutions. An invoice dated
2 August 19, 2014 referenced the three websites purchased by the Washington resident and indicated that each
3 website cost \$500. The invoice included \$15 for “shipping and handling,” for a total of \$1,515. A second
4 invoice from ADV Solutions, dated August 26, 2014, represented that the Washington resident purchased a
5 “VIP Advertising Campaign” for \$5,000. On September 9, 2014, ADV Solutions charged \$5,000 on the
6 Washington resident’s credit card.

7 10. The Respondent failed to provide material information regarding the business opportunity,
8 including but not limited to business opportunity disclosure documents and the information required therein,
9 namely identification of officers and related companies, identification of other persons responsible for
10 Respondent’s business opportunity activities, litigation and bankruptcy history of the officers and
11 companies, the total number of business opportunities sold, the number of failures of business opportunities
12 sold, and financial statements.

13 **Registration Status**

14 11. Respondent ADV Solutions d/b/a PrimeCash.net is not currently registered to sell business
15 opportunities in the State of Washington and has not previously been so registered.

16 Based upon the above Tentative Findings of Fact, the following Conclusions of Law are made:

17 **CONCLUSIONS OF LAW**

18 1. The offer or sale of the program described above constitutes the offer and/or sale of a
19 business opportunity as defined in RCW 19.110.020.

20 2. The offer or sale of said business opportunity is in violation of RCW 19.110.050 because no
21 registration for such offer and/or sale by Respondent ADV Solutions d/b/a PrimeCash.net is on file with the
22 Securities Administrator.
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1 3. The offer and/or sale of said business opportunity was in violation of RCW 19.110.070
2 because Respondent ADV Solutions d/b/a PrimeCash.net failed to provide prospective purchasers with a
3 disclosure document.

4 **NOTICE OF INTENT TO ORDER THE RESPONDENT TO CEASE AND DESIST**

5 Based upon the above Tentative Findings of Fact and Conclusions of Law, the Securities
6 Administrator intends to order that the Respondent ADV Solutions d/b/a PrimeCash.net, and their agents
7 and employees, shall cease and desist from violations of RCW 19.110.050 and RCW 19.110.070.

8 **AUTHORITY AND PROCEDURE**

9 This Order is entered pursuant to the provisions of RCW 19.110.150 and is subject to the provisions
10 of Chapter 34.05 RCW. Respondent ADV Solutions d/b/a PrimeCash.net may make a written request for a
11 hearing as set forth in the NOTICE OF OPPORTUNITY TO DEFEND AND OPPORTUNITY FOR
12 HEARING accompanying this order. If the Respondent does not request a hearing within the allowed time,
13 the Securities Administrator intends to adopt the above Tentative Findings of Fact and Conclusions of Law
14 as final and enter an order to cease and desist permanent as to the Respondent.
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17 Signed and Entered this 30th day of July, 2015.
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22 William M. Beatty
23 Securities Administrator
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1 Approved by:

Suzanne Sarason

Presented by:

Bridgett Fisher

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4 _____
Suzanne Sarason
Chief of Enforcement

5 _____
Bridgett Fisher
Financial Legal Examiner

6 Reviewed by:

7 *Robert Kondrat*

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9 _____
Robert Kondrat
Financial Legal Examiner Supervisor