

1 **STATE OF WASHINGTON**  
2 **DEPARTMENT OF FINANCIAL INSTITUTIONS**  
3 **SECURITIES DIVISION**

4 IN THE MATTER OF DETERMINING  
5 Whether there has been a violation of the  
6 Washington Business Opportunity Fraud Act  
7 by:

8 Certiplex Corporation d/b/a Candy that Cares;  
9 Varton Wayne Berian,  
10 Respondents

Order No.: S-19-2663-19-SC01

11 STATEMENT OF CHARGES AND  
12 NOTICE OF INTENT TO  
13 ENTER ORDER TO CEASE AND DESIST

14 THE STATE OF WASHINGTON TO:

15 Certiplex Corporation d/b/a Candy that Cares;  
16 Varton Wayne Berian

17 **STATEMENT OF CHARGES**

18 Please take notice that the Securities Administrator of the State of Washington has reason to believe  
19 that Certiplex Corporation d/b/a Candy That Cares and Varton Wayne Berian (collectively, "Respondents"),  
20 have each violated the Business Opportunity Fraud Act and that their violations justify the entry of an order  
21 under RCW 19.110.150 against the Respondents to cease and desist from such violations. The Securities  
22 Administrator finds as follows:

23 **TENTATIVE FINDINGS OF FACT**

Respondents

1. Certiplex Corporation d/b/a Candy That Cares ("Candy That Cares") is a Montana for-profit  
corporation formed on August 7, 2018 with its principal place of business in Oceanside, California. Candy  
That Cares is in the business of selling vending displays and vending display locations.

2. Varton Wayne Berian ("Berian") resides in Encinitas, California. Berian is the director and  
incorporator of Candy That Cares.

1 Offering

2 3. Between February 2018 and April 2019, Candy That Cares and Berian posted approximately  
3 45 advertisements in the Seattle-Tacoma Craigslist regional posting area to solicit the purchase of candy  
4 vending displays and routes. Generally, Respondents announced the availability of new routes in these  
5 advertisements, and represented that even a purchaser of a part-time route would derive an easy and consistent  
6 cash flow from the route. Respondents packaged the purchase of vending displays and routes together in the  
7 advertisement, and failed to differentiate the number of vending displays needed for a part-time or full-time  
8 route.

9 4. Candy That Cares and Berian represented that purchasers would have to make no sales to place  
10 the vending displays they purchased, and vending display locations were included. Respondents also offered  
11 training and support to purchasers. Respondents stated the sale price for 20 vending displays and locations  
12 was \$568.00.

13 5. Candy That Cares and Berian generally represented in the advertisements that purchasers  
14 would earn between \$3,000.00 and \$6,000.00 a month if a purchaser serviced the candy vending routes full  
15 time. Respondents represented that a purchaser with a part-time route could expect to earn between \$500.00  
16 and \$3,000.00. Respondents failed to provide a basis for their projected earnings. Respondents represented  
17 that their vending displays were “excellent money makers” because of the impulse buy opportunity it  
18 presented to candy-oriented consumers.

19 6. In a number of advertisements, Candy That Cares and Berian included images of the vending  
20 displays. These images showed paper or acrylic vending displays branded with images such as a pink ribbon,  
21 a statement that a portion of the proceeds would go to charity, or the contact information of a charity for lost  
22 children. Some of these advertisements also included an image of revenue from a display being dumped into  
23 a larger tub of money.

1           7. Candy That Cares and Berian directed prospective purchasers to copy and paste a link to  
2 receive “special pricing.” The links differed between posts, and included URLs such as  
3 [www.VendQuality.com](http://www.VendQuality.com), [www.VendN.com](http://www.VendN.com), and [www.CandyBoxVending.com](http://www.CandyBoxVending.com). These URLs all redirected to  
4 [www.candythatcares.org](http://www.candythatcares.org).

5           8. Candy That Cares and Berian sell three vending programs: the “Deluxe Vending Program”,  
6 the “Pink Ribbon Program,” and the “Acrylic Vending Program” on their website. Each program is branded  
7 differently or constructed of different materials. Candy That Cares charges \$568.00 for 20 of the Deluxe  
8 Vending or Pink Ribbon Program displays, but provide the option to purchase more than 20. Candy That  
9 Cares charges more for the Acrylic Vending Program: 20 cost \$1486.00, and purchasers could buy up to  
10 100 at the price of \$6380.00. For all three programs, Respondents estimate on their website that purchasers  
11 can earn between \$400.00 to more than \$1,000.00 per month if they work part time, and “\$2,000 to \$6,000+  
12 per month or more” if full time. Respondents failed to provide a basis for their projected earnings.

13           9. Candy That Cares and Berian explain on their website that, after purchasers purchase the  
14 vending displays, their telemarketers would call businesses in the area to solicit placement of the  
15 purchaser’s vending displays. Respondents represent that purchasers should expect to wait between one and  
16 three weeks after they purchase their vending displays to receive their locations. If, after accepting a  
17 vending display, a location then rejected the placement, Respondents represent that they will find a new  
18 location for the purchaser.

19           10. Candy That Cares and Berian state on their website that purchasers are required to donate a  
20 portion of their revenue to charity. Respondents do not have a formal relationship with any charity, but state  
21 they provide forms for five charities that have vending programs to which purchasers can register.  
22 Purchasers can also select their own charity. Respondents use this charity registration to help sell the candy  
23

1 vending routes to purchasers by emphasizing the ease at which it means locations can be secured, stating  
2 that “[m]ost locations will allow placement because they are willing to support a charitable cause.”

3 Attempts to Contact Respondents

4 11. On April 14, 2019, the Division emailed a letter to Candy That Cares and Berian using the  
5 email address listed on the Candy That Cares website, and sent the same letter through certified mail.  
6 Among other requests, the Division asked for information about Respondents’ promotional and sales  
7 activity within the state, and a description of fees charged to candy vending route purchasers. The letter also  
8 asked Respondents to describe its location provision services, and describe what actions Respondents would  
9 take if a purchaser purchased more vending displays than Respondents’ telemarketers are able to find  
10 locations. No response has been forthcoming.

11 **Registration Status**

12 12. Candy That Cares is not currently registered to sell business opportunities in the State of  
13 Washington and has not previously been so registered.

14 13. Berian is not currently registered to sell business opportunities in the State of Washington  
15 and has not previously been so registered.

16 Based upon the above Tentative Findings of Fact, the following Conclusions of Law are made:  
17

18 **CONCLUSIONS OF LAW**

19 1. The offer of candy vending routes, as described above, constitutes the offer of a business  
20 opportunity as defined in RCW 19.110.020 and RCW 19.110.030.

21 2. Candy That Cares and Berian have each violated RCW 19.110.050 by offering business  
22 opportunities without being registered with the Securities Administrator to do so.  
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1 3. Candy That Cares and Berian have each violated RCW 19.110.120 by misrepresenting or  
2 omitting material facts in connection with the offer of a business opportunity in the State of Washington.

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

4 Based upon the above Tentative Findings of Fact and Conclusions of Law, the Securities  
5 Administrator intends to order, pursuant to RCW 19.110.150, that Candy That Cares and Berian, their agents  
6 and employees each shall cease and desist from violations of RCW 19.110.050 and RCW 19.110.120.


7 **AUTHORITY AND PROCEDURE**

8 This Statement of Charges is entered pursuant to RCW 19.110.150 and is subject to the provisions of  
9 Chapter 34.05 RCW. Candy That Cares and Berian may each make a written request for a hearing as set forth  
10 in the NOTICE OF OPPORTUNITY TO DEFEND AND OPPORTUNITY FOR HEARING accompanying  
11 this Order. If a Respondent does not make a hearing request in the time allowed, the Securities Administrator  
12 intends to adopt the above Tentative Findings of Fact and Conclusions of Law as final and to enter a permanent  
13 order to cease and desist as to that Respondent.

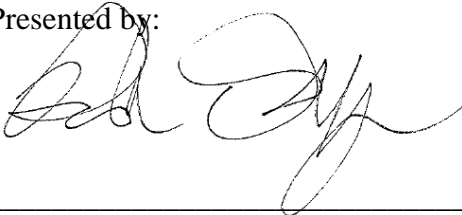
14 Signed and Entered this 3rd day of June, 2019.

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William M. Beatty  
Securities Administrator

19 Approved by:  
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22 \_\_\_\_\_  
Suzanne Sarason  
Chief of Enforcement

23 Presented by:  


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Patrick Stickney  
Financial Legal Examiner

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Reviewed by:



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Jack McClellan  
Financial Legal Examiner Supervisor