





1 was issued by FTV, which listed an address of 215 2<sup>nd</sup> Avenue S., Seattle, WA 98104. The statements each  
2 referenced an eight-digit "Equity Acct. #." Each statement listed an investment value of \$30,000. Each statement  
3 also included the phrase, "Thank You For Your Trust."

4 6. In January 2018, the Washington investor couple received an update letter. The letter discussed  
5 Tilton's contacts with cannabis companies and financiers. The letter stated that Tilton had discovered "over the past  
6 several months" that CBD oil (a non-psychoactive product) might be more lucrative than the THC market: 10 times  
7 or maybe even 100 times larger. The letter also referenced "cofounder John Stroppa." The letter stated that in 2016,  
8 the plan was to buy out Stroppa for \$1 and "future considerations" with a "commitment to fund his breakthrough,  
9 world-changing smart-phone/tablet app." After receiving this letter, and being previously unaware of any  
10 commitment to fund a smart-phone/tablet app, the Washington investor asked Tilton for their money back. On May  
11 8, 2020, the investor was repaid \$25,000 by Tilton.

#### 12 **Other Investors and Another Investment Solicitation by Tilton**

13 7. In May 2018, the Washington investor couple received a May 22, 2018 email from Tilton. The email  
14 stated that "We hit a milestone last week when we reached \$750,000...." Without naming the investors, the email  
15 listed seven investors (Investors A through C and E through H) who contributed a total of \$625,000. The email  
16 referenced a "combined opportunity" of \$40,000,000. The email stated that the next hurdle would be to raise an  
17 additional \$250,000, so that the company could meet its "year-end 2018 goal of \$500,000 in revenues." The email  
18 invited investors to contact Tilton if they wanted to add to their investment or if they knew someone else who might  
19 like to invest. The email also stated that "We have dropped full\_tiltON Ventures as our name, and pending a future  
20 new name for the company, we are currently using "acwg holdings, llc: (access cannabis world group)."

#### 21 **Omissions of Material Facts**

22 8. When offering and selling investments, Tilton and FTV each failed to disclose material information  
23 about the investments. Tilton and FTV failed to disclose specifically how the investor funds would be used. Tilton  
24 and FTV failed to disclose whether there was anyone with any background in the cannabis industry associated with  
25 the investment, including John Stroppa. Tilton and FTV failed to disclose any commitments to buy out Stroppa and

1 to fund Stroppa’s smartphone-tablet app. Tilton and FTV failed to disclose industry-specific risks for marijuana  
2 businesses, including the illegal nature of the business both federally and in some states; the restrictions on banking  
3 for the marijuana industry; and the risks of operating a cash business. Tilton and FTV failed to disclose the operating  
4 history of the persons and the company that was to manage the investment and failed to provide any financial  
5 statements for the company. Tilton failed to disclose any reasonable basis for his second investment “opportunity”  
6 of \$40,000,000 and the projected revenues of \$500,000 for 2018. Tilton failed to disclose that acwg holdings, llc:  
7 (access cannabis world group) was never formed as a limited liability company. Tilton and FTV each failed to  
8 disclose that investors could lose the entire amount of their investment.

9 **Registration Status**

10 9. Respondent FTV is not currently registered to sell its securities in the state of Washington and has not  
11 previously been so registered.

12 10. Respondent Tilton has not been registered to sell securities in the state of Washington since April 21,  
13 2016.

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

15 **CONCLUSIONS OF LAW**

16 1. The offer or sale of the investments described above constitutes the offer and/or sale of a security as  
17 defined in RCW 21.20.005(14) and (17).

18 2. The offer and/or sale of Full\_Tilton Ventures LLC securities is in violation of RCW 21.20.140  
19 because, as set forth in the Findings of Fact, no registration for such an offer and/or sale is on file with the Securities  
20 Administrator, state of Washington.

21 3. Roger Henry Tilton has violated RCW 21.20.040 because, as set forth in the Findings of Fact,  
22 Respondent Tilton offered and sold securities while not being registered as a securities salesperson or broker-dealer in  
23 the state of Washington.

24 4. Roger Henry Tilton and Full\_Tilton Ventures LLC have each violated RCW 21.20.010 because, as  
25 set forth in the Findings of Fact, Respondents each made untrue statements of material fact and/or omitted to state

1 material facts necessary to make the statements made, in light of the circumstances under which they were made, not  
2 misleading.

3 Based upon the foregoing and finding it in the public interest:

4 **CONSENT ORDER**

5 IT IS AGREED AND ORDERED that Respondents Full\_Tilton Venture LLC and Roger Henry  
6 Tilton, their agents and employees each shall cease and desist from violating RCW 21.20.140, the securities  
7 registration section of the Securities Act of Washington.

8 IT IS FURTHER AGREED AND ORDERED that Respondent Roger Henry Tilton, his agents and  
9 employees each shall cease and desist from violating RCW 21.20.040, the securities salesperson and broker-  
10 dealer registration section of the Securities Act of Washington.

11 IT IS FURTHER AGREED AND ORDERED that Respondents Full\_Tilton Ventures, LLC and  
12 Roger Henry Tilton, their agents and employees each shall cease and desist from violating RCW 21.20.010,  
13 the anti-fraud section of the Securities Act of Washington.

14 IT IS FURTHER AGREED AND ORDERED that Respondent Roger Henry Tilton shall be liable for and  
15 shall pay a fine of \$5,000. The fine shall be paid in full within ninety (90) days after the entry of this Consent Order.

16 IT IS FURTHER AGREED that if Respondent Roger Henry Tilton fails to pay the fine when due, the  
17 Securities Division may seek enforcement of the Consent Order pursuant to RCW 21.20.395.

18 IT IS FURTHER AGREED AND ORDERED that Respondent Roger Henry Tilton shall be liable for and  
19 shall pay investigative costs of \$2,500 on or before the entry of this Consent Order.

20 IT IS FURTHER AGREED that the Securities Division has jurisdiction to enter this Consent Order.

21 IT IS FURTHER AGREED that Respondents Full\_Tilton Ventures LLC and Roger Henry Tilton  
22 entered into this Consent Order freely and voluntarily and with a full understanding of its terms and  
23 significance.  
24

1 IT IS FURTHER AGREED that in consideration of the foregoing, Respondents, Full\_Tilton  
2 Ventures LLC and Roger Henry Tilton, each waive their right to a hearing and to judicial review of this  
3 matter pursuant to RCW 21.20.440 and Chapter 34.05 RCW.

4 **WILLFUL VIOLATION OF THIS ORDER IS A CRIMINAL OFFENSE.**

5 Signed this 4th day of June, 2020

6  
7 Signed by:

8 Full\_Tilton Ventures LLC

9  
10 /s/ \_\_\_\_\_  
11 Roger Henry Tilton  
12 Managing Member

13 Signed by:

14  
15 /s/ \_\_\_\_\_  
16 Roger Henry Tilton, Individually

17  
18 SIGNED and ENTERED this 25th day of June, 2020

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23 William M. Beatty  
24 Securities Administrator

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Approved by:



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Suzanne E. Sarason  
Chief of Enforcement

Presented by:



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Janet So  
Financial Legal Examiner

Reviewed by:



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Brian J. Guerard  
Financial Legal Examiner Supervisor