

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION  
AT RICHMOND, NOVEMBER 16, 2021

CLERK'S OFFICE  
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COMMONWEALTH OF VIRGINIA, *ex rel.*

STATE CORPORATION COMMISSION

v.

CASE NO. SEC-2021-00029

U.S. DATA MINING GROUP, INC.,  
Defendant

SETTLEMENT ORDER

The State Corporation Commission's ("Commission") Division of Securities and Retail Franchising ("Division") conducted an investigation of U.S. Data Mining Group, Inc. ("Defendant") pursuant to § 13.1-518 of the Virginia Securities Act ("Act"), § 13.1-501 *et seq.* of the Code of Virginia ("Code").

Defendant is a Nevada corporation formed on December 4, 2020. Defendant registered as a foreign profit corporation in Florida on February 10, 2021, with a last known address of 1221 Brickell Avenue, Suite 900, Miami, Florida 33131.

On June 14, 2021, the Defendant, by counsel, self-reported five unregistered security sales to Virginia investors ("Virginia Investors"). The sales took place during the time period of December 5, 2020 through March 17, 2021.

Based on the investigation, and the self-reported information provided by the Defendant, the Division alleges that between December 5, 2020 and March 17, 2021, the Defendant violated § 13.1-507 of the Act by offering to sell and by selling unregistered securities to the Virginia Investors.

If the provisions of the Act are violated, the Commission is authorized by § 13.1-519 of the Act to issue temporary or permanent injunctions; by § 13.1-521 (A) of the Act to impose a civil penalty; by § 13.1-521 (C) of the Act to order a defendant to make rescission and restitution; and by § 12.1-15 of the Code to settle matters within its jurisdiction.

The Defendant neither admits nor denies the allegations made herein but admits to the Commission's jurisdiction and authority to enter this Settlement Order ("Order").

As a proposal to settle all matters arising from these allegations, the Defendant has made an offer of settlement to the Commission wherein the Defendant will abide by and comply with the following terms:

- (1) Within thirty (30) days of the entry of this Order, the Defendant will make a written offer of rescission ("Rescission Offer") to the Virginia Investors as follows:
  - a. The Defendant will send the Rescission Offer to each of the five Virginia Investors. The Rescission Offer will include an offer to repay the purchase price for each of the above-referenced unregistered securities sales.
  - b. The Defendant will provide the Division with a copy of the Rescission Offer, for the Division's review and comment, at least ten (10) days prior to sending it to each of the Virginia Investors.
  - c. The Defendant will include a copy of this Order with the Rescission Offer sent to each of the Virginia Investors.
  - d. If a Rescission Offer is accepted by a Virginia Investor, the Defendant will forward payment to the Virginia Investor within fifteen (15) days of receipt of the acceptance.
- (2) Within ninety (90) days from the date of entry of this Order, the Defendant will submit to the Division an affidavit, executed by the Defendant, that contains the date on which each Virginia Investor received the Rescission Offer, each Virginia Investor's response, and, if applicable, the payment amount and the date that payment was sent to each Virginia Investor.

(3) The Defendant will pay to the Treasurer of Virginia, contemporaneously with the entry of this Order, the amount of Five Thousand Dollars (\$5,000) in monetary penalties;

(4) The Defendant will pay to the Treasurer of Virginia, contemporaneously with the entry of this Order, the amount of One Thousand Dollars (\$1,000) to defray the costs of investigation in this matter; and

(5) The Defendant will not violate the Act in the future.

The Division has recommended that the Commission accept the Defendant's offer of settlement.

NOW THE COMMISSION, having considered this matter, is of the opinion that the Defendant's offer should be accepted.

Accordingly, IT IS ORDERED THAT:

(1) The Defendant's offer of settlement is accepted.

(2) The Defendant shall fully comply with the terms of this settlement.

(3) The Commission shall retain jurisdiction in this matter for all purposes, including the institution of a show cause proceeding, or taking such other action it deems appropriate on account of the Defendant's failure to comply with the terms of the settlement.

A COPY hereof shall be sent by the Clerk of the Commission by electronic mail to: Michele Kulerman, Esquire, GreenbergTraurig, LLP, at kulermanm@gtlaw.com, MetLife Building, 200 Park Avenue, New York, New York 10166; and a copy shall be delivered to the Commission's Office of General Counsel and the Division of Securities and Retail Franchising.

## COMMONWEALTH OF VIRGINIA

## STATE CORPORATION COMMISSION

COMMONWEALTH OF VIRGINIA, *ex rel.*

STATE CORPORATION COMMISSION

v.

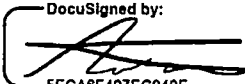
CASE NO. SEC-2021-00029

U.S. DATA MINING GROUP, INC.,  
DefendantADMISSION AND CONSENT

U.S. Data Mining Group, Inc. ("Defendant") admits to the jurisdiction of the State Corporation Commission ("Commission") as to the party and subject matter hereof and, without admitting nor denying the allegations made herein by the Division of Securities and Retail Franchising, hereby consents to the form, substance and entry of the foregoing Settlement Order ("Order").

The Defendant further states that no offer, tender, threat or promise of any kind whatsoever has been made by the Commission or any member, subordinate, employee, agent or representative thereof in consideration of the foregoing Order.

U.S. Data Mining Group, Inc.

Date: October 26, 2021By:   
DocuSigned by:  
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Asher GenootIts: COO, US Data Mining Group, Inc.

Seen and Approved By:

*Michele A. Kulerman*Michele Kulerman, Esquire

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