

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BEFORE THE SECRETARY OF THE COMMONWEALTH

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Department of State

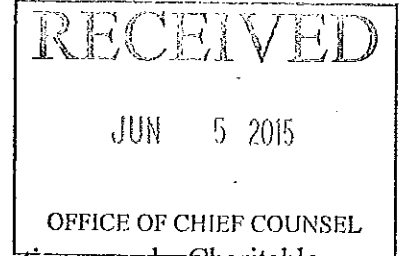
Commonwealth of Pennsylvania,
Bureau of Charitable Organizations

Docket No. 008-98-15

v.

File No. 14-98-12033

CMRK, Inc.,
Respondent



CONSENT AGREEMENT AND ORDER

The Commonwealth of Pennsylvania, Bureau of Corporations and Charitable Organizations ("Bureau"), and CMRK, Inc., ("Respondent") stipulate as follows in settlement of the above-captioned case.

JURISDICTION

1. This matter is before the Secretary of the Commonwealth ("Secretary") pursuant to the Solicitation of Funds for Charitable Purposes Act, Act of December 19, 1990, P.L. 1200, No. 202, *as amended* ("Act"), 10 P.S. §§ 162.1 *et. seq.*
2. At all relevant and material times, Respondent acted as a professional solicitor as defined by the Act.
3. At all relevant and material times, Respondent did not hold a registration to act as a professional solicitor in the Commonwealth of Pennsylvania.
4. Subsequently, Respondent has obtained a registration to act as professional solicitor in the Commonwealth of Pennsylvania, registration number 102176.

STIPULATED FACTS

5. Respondent admits that the following allegations are true:

a. Respondent's last known address on file with the Bureau is 15 Railroad Drive, Northborough, MA 01532.

b. Respondent is a professional solicitor as defined by the Act.

a. On or about December 20, 2013, Respondent was notified by the Bureau that as a professional solicitor it may be required to register pursuant to the Act and that it had thirty (30) days to respond by providing information and documentation to the Bureau so that a final determination regarding registration may be made.

b. A true and correct copy of the December 20, 2013 letter is attached and incorporated as **EXHIBIT A**.

c. Respondent failed to respond to the Bureau's request in the December 20, 2013 letter.

d. As a result, on or about March 3, 2014, the Secretary issued an Order directing Respondent to cease and desist from providing professional services for charitable organizations soliciting charitable contributions in Pennsylvania until such time as Respondent has duly registered with the Bureau and obtains approval for all its contracts with organizations soliciting in Pennsylvania.

e. A true and correct copy of the March 3, 2014 Order is attached and incorporated as **EXHIBIT B**.

f. On or about March 12, 2014, Respondent appealed the March 3, 2014 letter.

g. Subsequently, on or about March 17, 2014, Respondent withdrew its appeal of the March 3, 2014 Order.

h. On or about March 19, 2014, Respondent completed the Registration Statement for Professional Solicitor-Form-BCO-155.

i. In response to question number thirteen (13) on the BCO-155 Form, Respondent stated that it has been acting as a professional solicitor since August 1, 2011 with respect to soliciting contributions from Pennsylvania residents on behalf of a charitable organization.

j. In response to question number ten (10) on the BCO-155 Form, Respondent answered, "No" to the following question, "Are all contracts with charitable organizations on file with, and approved by, the Bureau as required by Section 162.9(f) of the Solicitation of Funds for Charitable Purposes Act."

k. Respondent became registered with the Bureau on April 2, 2014.

l. Respondent operates clothing bins throughout the Commonwealth and acts as a professional solicitor for the charitable organization, Mothers Against Drunk Driving-Pennsylvania State Office (MADD).

m. Respondent has been contracted to act as professional solicitor on behalf of MADD since May 1, 2011.

n. Respondent's contract with MADD to act a professional solicitor was not approved by the Bureau until July 7, 2014.

o. Respondent continued to act as a professional solicitor before its contract to act as such on behalf of MADD was approved, in violation of the March 3, 2014 Cease and Desist Order.

p. On or about July 8, 2014, as a result of registering as a professional solicitor and filing an approved contract with the Bureau, the March 3, 2014 Order was lifted.

q. A true and correct copy of the July 8, 2014 Order Lifting Cease and Desist Order is attached and incorporated as **EXHIBIT C**.

AGREED VIOLATIONS

6. Respondent admits and agrees that by engaging in the aforementioned activities, Respondent committed the following violations of the Act at:

a. 10 P.S. § 162.15(a)(1), by and through 10 P.S. § 162.9(a), by acting as a professional solicitor since August 1, 2011 in the absence of an approved registration.

b. 10 P.S. § 162.15(a)(1), by and through 10 P.S. § 162.9(e), by failing to file Respondent's contracts with charitable organizations prior to acting as a professional solicitor on behalf of the charitable organization.

c. 10 P.S. § 162.15(a)(1), in that Respondent continued to act as a professional solicitor before its contract to act as such on behalf of MADD was approved, in violation of an Order issued by the Secretary of the Commonwealth.

PROPOSED ORDER

7. The participants, intending to be legally bound, consent to issuance of the following Order in settlement of this matter:

a. Respondent violated the Act at 10 P.S. § 162.15(a)(1), by and through 10 P.S. § 162.9(a), by acting as a professional solicitor since August 1, 2011 in the absence of an approved registration.

b. Respondent violated the Act at 10 P.S. § 162.15(a)(1), by and through 10 P.S. § 162.9(e), by failing to file Respondent's contracts with charitable organizations prior to acting as a professional solicitor on behalf of the charitable organization.

c. Respondent violated the Act at 10 P.S. § 162.15(a)(1), in that Respondent continued to act as a professional solicitor before its contract to act as such on behalf of MADD was approved, in violation of an Order issued by the Secretary of the Commonwealth.

ADMINISTRATIVE FINE

d. An **ADMINISTRATIVE FINE** of seven thousand dollars (\$7,000.00) is levied upon Respondent. Respondent shall tender the full sum of seven thousand dollars (\$7,000.00), with this executed Consent Agreement which shall be paid by **certified check, cashier's check, attorney's check, or U.S. Postal money order made payable to the "Commonwealth of Pennsylvania."**

CASE SETTLED AND DISCONTINUED

8. This case shall be deemed settled and discontinued upon the Secretary issuing an Order adopting this Consent Agreement and the Respondent's successful completion of the requirements of this Order. However, nothing in this Consent Agreement and Order shall preclude the Prosecuting Attorney for the Bureau from filing charges or the Secretary from imposing disciplinary or corrective measures for violations or facts not contained in this Consent Agreement and Order.

ACKNOWLEDGEMENT OF NOTICE AND WAIVER OF HEARING

9. Respondent waives the filing of an Order to Show Cause in this matter. Respondent knowingly and voluntarily waives the right to an administrative hearing in this

matter, and to the following rights related to the hearing: to be represented by counsel at the hearing; to present witnesses and testimony in defense or in mitigation of any sanction that may be imposed for a violation; to cross-examine witnesses and to challenge evidence presented by the Bureau; to present legal arguments by means of a brief; and to take an appeal from any final adverse decision.

AGREEMENT NOT BINDING ON OTHER PARTIES

10. This Consent Agreement is between the Bureau and Respondent only. It does not bind any other administrative or governmental entity of the Commonwealth of Pennsylvania, including any other bureau within the Department of State. Except as otherwise noted, this Agreement is to have no legal effect if (a) the Office of General Counsel expresses an objection to the Agreement's form or legality and/or (b) unless and until the Secretary issues the stipulated Order.

EFFECT OF SECRETARY'S REJECTION

11. Should the Secretary not approve this Consent Agreement, presentation to and consideration of this Consent Agreement and other documents and matters by the Secretary shall not prejudice the Secretary from further participation in the adjudication of this matter. This paragraph is binding on the participants even if the Secretary does not approve this Consent Agreement.

ENTIRE AGREEMENT

12. This Agreement contains the whole agreement between the parties; provided, however, that the captions printed in the various provisions of this agreement are for ease of reading only and are not to be interpreted as forming any part of this agreement. There are no

other terms, obligations, covenants, representations, statements or conditions, or otherwise, of any kind whatsoever, concerning this Agreement.

AGREEMENT DOES NOT PREVENT REFERRAL TO OTHER AGENCIES

13. The parties acknowledge that other federal, state, and/or local agencies may have jurisdiction over the activities of, or representations made by, Respondent and its officers, directors, agents, employees or independent contractors. Nothing in this Consent Agreement or the Order based upon this Consent Agreement shall preclude representatives of the Bureau from referring any information or data produced as a result of this matter to any federal, state, or local agency or governmental unit having jurisdiction over the activities of Respondent or any officer, director, agent, employee or independent contractor of the Respondent.

VERIFICATION OF FACTS AND STATEMENTS

14. Respondent verifies that the facts and statements set forth in this Agreement are true and correct to the best of Respondent's knowledge, information and belief. Respondent understands that statements in this Agreement are made subject to the criminal penalties of 18 Pa.C.S. § 4904 relating to unsworn falsification to authorities.

Therese M. Evancho
Therese M. Evancho
Prosecuting Attorney
Department of State
DATED: 4/14/2015

Fawuzel Khoury
CMRK, Inc.
By: Fawuzel Khoury
Title: President
Respondent
DATED: 4/2/15

Counsel for Respondent
DATED:



COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

OFFICE OF THE
SECRETARY OF THE COMMONWEALTH

December 20, 2013

BUREAU OF CHARITABLE ORGANIZATIONS
SPECIAL INVESTIGATIONS UNIT
212 NORTH OFFICE BUILDING
HARRISBURG, PA 17120
717-787-0700
1-800-732-0999

CERTIFIED MAIL #9171 9690 0935 0023 9141 69

Fawaz El Khoury
CMRK, Inc.
15 Railroad Drive
Northborough, MA 01532

9171 9690 0935 0023 9141 69

RE: 2013-98-00199

Dear Sir or Madam:

The Pennsylvania Bureau of Charitable Organizations (Bureau) has received evidence that your company has provided or currently is providing fund raising services to charitable organizations. Please be advised your activities may require registration as a professional solicitor or professional fundraising counsel under the Pennsylvania's Solicitation of Funds for Charitable Purposes Act (Act), 10 P. S. § 162.1 *et seq.* You can obtain further information and a registration packet by visiting the Bureau's website at <http://www.dos.state.pa.us/char>. If you do not have access to the Internet, you may request a registration packet by calling (717) 787-0700.

However, the Bureau needs the following information concerning the operations of your organization before a final determination regarding registration can be made:

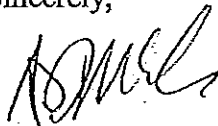
1. A copy of the form application and form agreement;
2. A list of Pennsylvania-based charities, or charities that are soliciting in Pennsylvania, for which your organization has an agreement/contract or provides services to without an agreement, including the name, address and telephone number;
3. Copies of any literature supplied to prospective charities
4. An explanation of the services provided by your organization and sample of these services.
5. All current and expired contracts your company has with respect to solicitations sent into Pennsylvania;

Please supply the requested information within thirty (30) days of the date of this letter. If you fail to respond by **January 20, 2014**, a CEASE AND DESIST ORDER may be issued.



Please contact me directly at (717) 705-0108 if you have any questions regarding this matter. I look forward to your prompt cooperation and thank you in advance for your time and attention to this important matter.

Sincerely,

A handwritten signature in black ink, appearing to read 'ADM', with a stylized flourish extending from the end.

Andrew D. McCole
Special Investigator



COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
HARRISBURG, PENNSYLVANIA
17120

SECRETARY OF THE COMMONWEALTH
**CERTIFIED MAIL:
FIRST CLASS MAIL**

9171 9690 0935 0023 9147 87

IN THE MATTER OF: CMRK, INC.

ORDER

AND NOW, THIS 3RD DAY OF MARCH 2014, THE SECRETARY OF THE COMMONWEALTH, HAVING FOUND THAT CMRK, INC., 15 RAILROAD DRIVE, NORTHBOROUGH, MA 01532, IS NOT CURRENTLY REGISTERED AS A PROFESSIONAL SOLICITOR OR A PROFESSIONAL FUNDRAISING COUNSEL AND HAS FAILED TO PROVIDE PROOF TO THE BUREAU REGARDING THE PROFESSIONAL SERVICES IT PROVIDES FOR CHARITABLE ORGANIZATIONS SOLICITING CONTRIBUTIONS IN PENNSYLVANIA; IN ACCORDANCE WITH THE PENNSYLVANIA SOLICITATION OF FUNDS FOR CHARITABLE PURPOSES ACT, 10 P.S. § 162.1 *ET SEQ.*, HEREBY ORDERS CMRK, INC. TO CEASE AND DESIST FROM PROVIDING PROFESSIONAL SERVICES FOR CHARITABLE ORGANIZATIONS SOLICITING CONTRIBUTIONS IN PENNSYLVANIA UNTIL SUCH TIME AS CMRK, INC. HAS DULY REGISTERED WITH THE BUREAU AND OBTAINS APPROVAL FOR ALL IT'S CONTRACTS WITH ORGANIZATIONS SOLICITING IN PENNSYLVANIA OR PROVIDED INFORMATION THAT IT IS EXCLUDED OR EXEMPT FROM REGISTRATION. ADDITIONALLY, CMRK, INC, MAY BE SUBJECT TO ADMINISTRATIVE FINES OF UP TO \$1,000 PER VIOLATION AND \$100 FOR EACH DAY THE VIOLATION CONTINUES. THIS ORDER SHALL TAKE EFFECT IMMEDIATELY

BY ORDER:
DEPARTMENT OF STATE

Carol Aichele

SECRETARY OF THE COMMONWEALTH

THIS ORDER MAY BE APPEALED BY REQUESTING A HEARING, IN WRITING, WITHIN TEN DAYS OF THE DATE OF THIS ORDER IN ACCORDANCE WITH 2 PA. C. S. § 501 *ET SEQ.* THE REQUEST MUST BE SENT TO: THE BUREAU OF CHARITABLE ORGANIZATIONS, 212 NORTH OFFICE BUILDING, HARRISBURG, PA 17120-0103.

**EXHIBIT
B**



COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

IN THE MATTER OF: CMRK, INC.

ORDER LIFTING CEASE AND DESIST ORDER

THE CEASE AND DESIST ORDERS ISSUED BY THE SECRETARY OF THE COMMONWEALTH AGAINST CMRK, INC ON MARCH 3, 2014 IS HEREBY LIFTED. THIS ORDER IS EFFECTIVE AS OF JULY 8, 2014.

BY ORDER:
DEPARTMENT OF STATE
BUREAU OF CHARITABLE ORGANIZATIONS

Carol Aichele
SECRETARY OF THE COMMONWEALTH





IN THE MATTER OF
CMRK, INC.
File No. 14-98-12033

ORDER

AND NOW, this 27th day of May, 2015, the foregoing Consent Agreement is hereby approved and the terms set forth in paragraph 7 are hereby adopted and incorporated herein as the Order of the Secretary of the Commonwealth, now issued in resolution of this matter.

THIS ORDER shall take effect immediately.

BY ORDER:

A handwritten signature in cursive script that reads "Pedro A. Cortés".

Pedro A. Cortés
Acting Secretary of the Commonwealth

For the Commonwealth:

T'rese M. Evancho, Esquire
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P. O. Box 69521
Harrisburg, PA 17106-9521

For Respondent:

Andrea Mobilia, Esq.
Attorney at Law
22 Eddington Street
Middleton, MA 01949

CMRK, Inc.
15 Railroad Drive
Northborough, MA 01532