

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

PROTHONOTARY  
2010 APR 21 PM 3:47  
Department of State

Commonwealth of Pennsylvania,  
Bureau of Charitable Organizations

Docket No. 0016 -98-10

vs.

File No. 10-98-02367

Cell Phones for Soldiers, Inc.,  
Respondent

CONSENT AGREEMENT AND ORDER

The Commonwealth of Pennsylvania, Bureau of Charitable Organizations ("Bureau"), and Cell Phones for Soldiers, 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. §§ 162.1-162.24.

2. Respondent solicited charitable contributions from Pennsylvania residents.

3. At all relevant and material times, Respondent was not registered to solicit charitable contributions within the Commonwealth of Pennsylvania

STIPULATED FACTS

4. The Respondent admits to the following facts:

a. Respondent's last known mailing address, as on file with the Pennsylvania Department of State, is 243 Winter Street, Norwell, MA 02061.

- b. Respondent is a 501(c)(3) organization that aids in the provision of telephones and other types of communication to United States military personnel.
- c. Respondent began to solicit contributions from Pennsylvania residents on June 25, 2008.
- d. The Secretary of the Commonwealth entered a Cease and Desist Order on August 12, 2008, prohibiting Respondent from soliciting in Pennsylvania until such time that Respondent becomes duly registered.
- e. Said Cease and Desist Order was lifted effective February 24, 2009, as the organization had registered with the Bureau as a charitable organization for its fiscal year end December 31, 2007.
- f. Respondent admits to soliciting contributions from Pennsylvania residents from June 25, 2008 through the present.
- g. From August 12, 2008 through February 24, 2009, Respondent solicited in violation of the Cease and Desist Order.
- h. From June 25, 2008 through February 24, 2009, Respondent solicited in Pennsylvania without being properly registered to do so.
- i. Respondent admits to receiving contributions from Pennsylvania residents without keeping accurate fiscal records of said contributions.

**AGREED VIOLATIONS**

- 5. Respondent agrees that by engaging in the aforementioned activities it committed multiple violations of the Act by:
  - a. Soliciting charitable contributions in Pennsylvania without being registered with the Bureau in violation of 10 P.S. §162.15(a)(1) by and through

§162.5(a);

b. Soliciting charitable contributions while under a Cease and Desist Order in violation of 10 P.S. §162.15(a)(1) by and through §162.17(a)(1)

c. Failing to keep true and accurate records in violation of 10 P.S. §162.15(a)(1) by and through §162.12.

### **PROPOSED ORDER**

6. The parties, 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 §162.5(a);

b. Respondent violated the Act at 10 P.S. §162.15(a)(1), by and through §162.17(a)(1);

c. Respondent violated the Act at 10 P.S. §162.15(a)(1) by and through §162.12.

### **ADMINISTRATIVE FINE**

d. An **ADMINISTRATIVE FINE OF THREE THOUSAND DOLLARS** (\$3,000.00) is levied upon Respondent. Respondent shall tender the full sum of three thousand dollars (\$3,000.00) with this executed Consent Agreement. Payment shall be made by **certified check, cashiers check, attorney's check or U.S. Postal money order made payable to the "Commonwealth of Pennsylvania."**

### **COMPLIANCE WITH LAW**

e. Respondent shall cease all solicitation in Pennsylvania and not commence solicitation unless and until it has an approved registration statement on file with the

Bureau and agrees to keep true and accurate records of solicitation activities within the Commonwealth.

**ACTIONS ON OTHER VIOLATIONS NOT PRECLUDED**

f. 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.

**CASE SETTLED AND DISCONTINUED**

7. 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 any ordered discipline.

**ACKNOWLEDGEMENT OF NOTICE AND WAIVER OF HEARING**

8. 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 that 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 orally or through submission of a brief, and to take appeal from any final adverse decision.

**AGREEMENT NOT BINDING ON OTHER PARTIES**

9. This Consent Agreement is between the Bureau and Respondent only. It does not bind any other administrative entity of the Commonwealth of Pennsylvania, including any other bureau within the Department of State. Except as otherwise noted, this Consent Agreement is to

have no legal effect if the Office of General Counsel objects to the Consent Agreement's form or legality unless and until the Secretary issues the stipulated Order.

#### **EFFECT OF SECRETARY'S REJECTION**

10. Should the Secretary decide not to 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**

11. This Consent Agreement contains the entire agreement between the parties. The paragraph headings are for identification purposes 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 of any kind whatsoever concerning this Agreement.

#### **AGREEMENT DOES NOT PREVENT REFERRAL TO OTHER AGENCIES**

12. The parties acknowledge that other federal, state and/or local agencies or governmental units 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 and Order shall preclude representatives of the Bureau from referring any information or data produced as a result of this matter to any federal, state, and/or local agency or governmental unit having jurisdiction over the activities of Respondent or any officers, directors, agents, employees, or independent contractor of the Respondent.

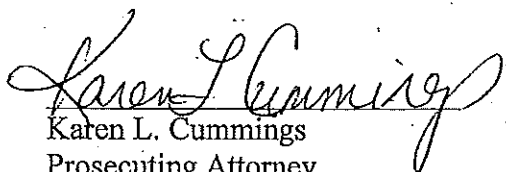
#### **VERIFICATION OF FACTS AND STATEMENTS**

13. Respondent verifies that the facts and statements set forth in this Consent

Agreement are true and correct to the best of Respondent's knowledge, information, and belief.

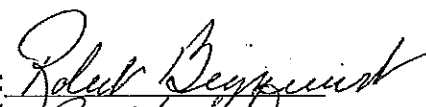
Respondent understands that statements in this Consent Agreement are made subject to the criminal penalties of 18 Pa.C.S.A. § 4904 relating to unsworn falsification to authorities.

CELL PHONES FOR SOLDIERS, INC.



Karen L. Cummings  
Prosecuting Attorney  
Department of State

Date: 4/19/10

By:   
Title: President  
Respondent

Date: 4/5/10



**IN THE MATTER OF**  
**Cell Phones for Soldiers, Inc.**  
**FILE NO: 2010-98-02367**

**ORDER**

AND NOW, this 21st day of April, 2010, the terms of paragraph 6 of the foregoing Consent Agreement are hereby adopted and incorporated as the Order of the Secretary of the Commonwealth in resolution of this matter. The Order shall take effect immediately.

By:

*Pedro A. Cortés*

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Pedro A. Cortés  
Secretary of the Commonwealth