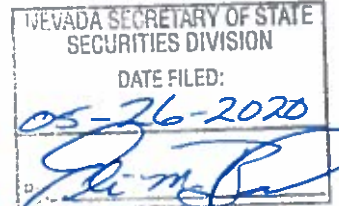


STATE OF NEVADA
OFFICE OF THE SECRETARY OF STATE
SECURITIES DIVISION

2250 LAS VEGAS BOULEVARD NORTH, SUITE 400
NORTH LAS VEGAS, NEVADA 89030



In the Matter of:)
)
TMTE, Inc., a/k/a Metals.com, a/k/a Chase)
Metals, Inc., a/k/a Chase Metals, LLC; and)
Athena Hunter, an individual.)
)
Respondents.)
)

**COMPLAINT FOR SUMMARY ORDER
AND FINAL ORDER TO CEASE AND
DESIST AND OTHER APPROPRIATE
RELIEF**

File No. INV19-084

TO: TMTE, Inc., a/k/a Metals.com/Chase Metals, Inc.
c/o Corporate Agents, LLC, its Registered Agent
1712 Pioneer Avenue, Suite 100
Cheyenne, WY 82001

Athena Hunter
433 N. Camden Drive, Suite 970
Beverly Hills, CA 90210

COMES NOW, the Securities Division of the Office of the Secretary of State, State of Nevada (“Division”), sets forth the following allegations of fact, conclusions of law, notice of agency action, temporary order to cease and desist, and notice of right to a hearing for violations of the Nevada Uniform Securities Act, as codified in Chapter 90 of the Nevada Revised Statutes. The Administrator has authority to take such action pursuant to NRS 90.800.

ALLEGATIONS OF FACT

1. Respondent TMTE, Inc. (TMTE) transacts business as Metals.com, Chase Metals, Inc., and Chase Metals, LLC;
2. TMTE is a Wyoming corporation that was originally formed under the name Access Unlimited on April 30, 2008, with a principal address of 433 N. Camden Drive, Suite 970, Beverly Hills, California 90210;

1 3. TMTE is not registered as a broker-dealer or investment advisor firm with the Nevada
2 Securities Division. (Division);

3 4. For service of process purposes, the registered agent for Metals.com is Corporate
4 Agents, domiciled at 1712 Pioneer Avenue, Suite 100, Cheyenne, Wyoming 82001;

5 5. Metals.com is an online website that affords investors the opportunity to purchase
6 precious metals at market price;

7 6. Metals.com has admitted that at least one of its salespersons provided investment
8 advice to its customers;

9 7. UI-1, a Nevada resident, complained to the Division that he had invested \$58,000.00
10 with metals.com in September 2019. Metals.com sales representative Athena Hunter cold called UI-
11 1 and convinced him to liquidate his IRA to make the purchase;

12 8. After liquidating his IRA and transferring the money to metals.com, UI-1 discovered
13 Metals.com had purchased over 2225 Canadian polar bear silver coins. UI-1 never agreed to this
14 purchase. Pursuant to Metals.com statements, the coins are housed with Directive RIA.

15 9. When UI-1 attempted to liquidate these coins, Metals.com told him it would only buy
16 back 500 coins because the market was not ideal for purchasing assets. When UI-1 ultimately
17 received his statement, Metals.com had only bought back 100 of the coins, leaving him holding 1155
18 coins and no way to sell them. Metals.com has since stopped communicating with him.

19 10. The Division has procured documentation that Metals.com has at least 11 other
20 Nevada investors. The Division has communicated with two of those investors;

21 a. UI-2 learned of Metals.com through a radio advertisement and made an initial
22 investment of \$68,000.00.

23 b. UI-3 learned of Metals.com through a website advertising banner and subsequently
24 made an initial investment totaling \$483,000.00. After one year, his investment was
25 valued at \$233,000.00. Metals.com salespersons failed to disclosed storage fees
26 and commissions, which had reduced the value of his metals purchases to
27 significantly less than his original investment.
28

1 11. Following interviews with investors, the Division learned the following:

- 2 a. Athena Hunter served as the primary salesperson for Metals.com in Nevada;
- 3 b. Metals.com ostensibly purchased large quantities of minted coins, typically in
- 4 silver. It then claimed the metals were held away from the firm.
- 5 c. Metals.com salespersons, including Athena Hunter, encouraged investors to
- 6 liquidate securities portfolios, including IRAs, to purchase specially minted coins;

7 12. Athena Hunter is neither a registered investment advisor nor a broker-dealer

8 representative in the state of Nevada;

9 **CONCLUSIONS OF LAW**

10 13. The Nevada Uniform Securities Act ("Act"), as codified in Chapter 90 of the Nevada

11 Revised Statutes ("NRS") and regulates the offer, sale, and purchase of securities in or from the State

12 of Nevada.

13 14. Pursuant to NRS 90.220, a broker-dealer is any person who engages in the business of

14 effecting transaction securities for the account of others.

15 15. Pursuant to NRS 90.310(1), it is unlawful for a person to transact business in Nevada

16 as a broker-dealer unless the person is registered with the Division or is exempt from registration.

17 16. Respondent TMTE violated NRS 90.310(1) by acting as an unregistered broker-dealer

18 as a result of never being licensed with the Division as a sales representative of a broker-dealer or

19 issuer.

20 17. Pursuant to NRS 90.310(1), it is unlawful for a person to transact business in Nevada

21 as broker dealer sales representative unless that person is registered with the Division or is exempt

22 from registration.

23 18. Pursuant to NRS 90.285, a sales representative is a person authorized to act and active

24 for a broker-dealer or issuer effecting or attempting to effect purchases or sales of securities.

25 19. Respondent Hunter violated NRS 90.330(1) when she encouraged persons to liquidate

26 securities, on behalf of TMTE, without being registered.

1 20. Pursuant to NRS 90.250, an “investment adviser” is “any person who, for
2 compensation, engages in the business of advising others as to the value of securities or as to the
3 advisability of investing in, purchasing or selling securities, or who, for compensation and as a part
4 of a regular business, issues or promulgates analyses or reports concerning securities.”

5 21. Pursuant to NRS 90.330(1), “it is unlawful for any person to transact business as an
6 investment adviser or as a representative of an investment adviser unless licensed or exempt from
7 licensing under this chapter.”

8 22. Respondent TMTE and Respondent Hunter violated NRS 90.330(1) by acting as
9 investment advisors without being properly registered by the Division.

10 23. Pursuant to NRS 90.570, a person shall not, directly or indirectly and in connection
11 with the offer to sell, sale, offer to purchase or purchase of a security, employ any device, scheme or
12 artifice to defraud; make an untrue statement of a material fact or omit to state a material fact
13 necessary in order to make the statements made not misleading in the light of the circumstances
14 under which they are made; or engage in an act, practice or course of business which operates or
15 would operate as a fraud or deceit upon a person.

16 24. Respondents TMTE and Hunter violated NRS 90.570 by omitting to state to investors
17 the material fact that they were not and never had been licensed with the Division as a sales
18 representative of a broker-dealer or issuer.

19 25. Pursuant to NRS 90.630(1), if the Administrator of the Division reasonably believes
20 that a security is being offered or has been offered or sold in violation of the Act, or that a person is
21 acting in violation of the Act, the Administrator may issue, without a prior hearing, a Summary Order
22 against the person engaged in the prohibited activities, directing such person to desist and refrain
23 from further activity until the security is registered or such person is licensed under the Act.

24 26. Pursuant to NRS 90.630(2), the Administrator of the Division, after giving notice by
25 registered certified mail and conducting a hearing in an administrative proceeding, unless the right
26 to notice and hearing is waived by the person against whom the sanction is imposed, may: (a) issue
27 an order against the person to cease and desist; (b) censure the person if he or she is a licensed broker-
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1 dealer, sales representative, investment adviser or representative of an investment adviser; (c) bar or
2 suspend the person from association with a licensed broker-dealer or investment adviser in this State;
3 (d) issue an order against an applicant, licensed person or other person who willfully violates this
4 chapter, imposing a civil penalty of not more than \$25,000 for each violation, or if the violation was
5 committed against an older person or vulnerable person, a civil penalty equal to twice the amount of
6 the civil penalty that would otherwise have been imposed pursuant to this paragraph, not to exceed
7 \$50,000 for each violation; or (e) initiate one or more of the actions specified in NRS 90.640.

8 **REQUEST FOR RELIEF**

9 Based upon the foregoing, the Division respectfully requests the following:

- 10 1. That a Summary Order be entered requiring that all Respondents immediately Cease
11 and Desist from violating the Act;
 - 12 2. That a Final Order be entered requiring that Respondents immediately Cease and
13 Desist from violating the Act;
 - 14 3. That a Civil Penalty not to exceed \$25,000.00 be imposed against Respondents for
15 each violation of the Act, including but not limited to:
 - 16 a. Acting as an unregistered investment advisor;
 - 17 b. Acting as an unregistered salesperson each time products were recommended to
18 clients;
 - 19 c. Committing securities fraud when they failed to disclose to investors that they were
20 not licensed to sell or advise people to sell securities products in Nevada;
 - 21 4. That a civil penalty not to exceed \$25,000.00 be imposed against Respondents for
22 failing to register as a broker-dealer in Nevada;
 - 23 5. Reasonable attorney's fees and costs of investigation; and
 - 24 6. For such other and further relief as the Hearing Officer deems just and proper.
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1 **STATEMENT OF RIGHTS**

2 Respondents have a right to request a hearing on the matters set forth herein. Should you
3 request a hearing, the Administrator shall set the matter for hearing at her earliest convenience but
4 not less than 15 days or more than 60 days after she receives written notice of that request for a
5 hearing. Should you request a hearing, the Administrator will notify you by registered or certified
6 mail of the time and place set for the hearing.

7 Respondents have the right to be accompanied, represented, and advised by an attorney.

8 The Securities Division, in addition to seeking a Final Order to Cease and Desist, may also
9 seek any of the sanctions allowed pursuant to NRS 90.630, and may seek to hold Respondents liable
10 for the costs of the investigation in this matter if this matter should proceed to hearing. The Nevada
11 Securities Division does not waive the right to seek criminal prosecution pursuant to 90.650.

12 **POSSIBILITY OF DEFAULT**

13 If you do not request a hearing in writing within 15 days of receipt of this notice, you waive
14 your right to a hearing and the Administrator may issue a permanent order and grant any relief
15 requested herein. NRS 90.800(4)(a); 90.420(1).

16 **CONTACT WITH THE DIVISION**

17 If you have questions or wish to discuss this matter, please direct your comments to the Chief
18 of Enforcement. Should you retain counsel, please make any contacts with the office through your
19 attorney.

20 Respectfully submitted this 14th day of May, 2020.

21
22 NEVADA SECURITIES DIVISION
23 OFFICE OF THE SECRETARY OF STATE

24 
25 _____
26 ERIN HOUSTON, ADMINISTRATOR
27 DEPUTY SECRETARY OF SECURITIES
28

CERTIFICATE OF MAILING

1 I certify that I am an employee of the Securities Division of the Office of the Secretary of
2 State, State of Nevada, and that on this 26th day of May 2020, I have caused a true and correct copy
3 of the foregoing Complaint For Summary Order and Final Order to Cease and Desist and Other
4 Appropriate Relief to be served by United States Certified Mail, Return Receipt Requested, and First
5 Class Mail, to the following:
6

7 **TMTE, Inc., a/k/a Metals.com/Chase Metals, Inc.**
8 **c/o Corporate Agents, LLC, its Registered Agent**
9 **1712 Pioneer Avenue, Suite 100**
Cheyenne, WY 82001

10 **Athena Hunter**
11 **433 N. Camden Drive, Suite 970**
12 **Beverly Hills, CA 90210**

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14
15 
16 Employee of the Nevada Securities Division