

ADMINISTRATIVE PROCEEDING
BEFORE THE
SECURITIES COMMISSIONER OF MARYLAND

IN THE MATTER OF:	*	
LUCKY UKANWOKE	*	
and		
GLOBAL GOLD, LLC,	*	Securities Division No. 2011-0156
RESPONDENTS.	*	
* * * * *		

FINAL ORDER TO CEASE AND DESIST

WHEREAS, the Securities Division of the office of the Maryland Attorney General, pursuant to the authority granted in section 11-701 of the Maryland Securities Act, Title 11, Corporations and Associations Article, Annotated Code of Maryland (2007 Repl. Vol. & Supp. 2011) (“Securities Act” or “Act”), undertook an investigation into the securities-related activities of Lucky Ukanwoke and Global Gold, LLC (collectively “Respondents”); and

WHEREAS, on the basis of the investigation the Securities Commissioner (“Commissioner”) found grounds to allege that Respondents have violated certain registration and antifraud provisions set forth at sections 11-301, 11-401(a), 11-402(a), and 11-501 of the Act; and

WHEREAS, on August 25, 2011, the Commissioner issued an Order To Show Cause (the “Show Cause Order”) to Respondents, ordering each to cease and desist from soliciting investments in Maryland pending a hearing in this matter, and to show cause why a fine of up to \$5,000 per violation should not be imposed and why each should not permanently be barred from engaging in the securities business; and

WHEREAS, the Show Cause Order gave each Respondent notice of the opportunity for a hearing in this matter, if requested in writing within fifteen days of service of that order, and gave notice that as to any Respondent not requesting a hearing, a Final Order To Cease And Desist would be issued imposing a

bar from engaging in securities transactions on behalf of others and a monetary civil penalty; and

WHEREAS, Mr. Ukanwoke, on behalf of both Respondents, on September 8, 2011, filed an explanation or denial in response to the Order and requested a dismissal, but did not expressly request a hearing; and

WHEREAS, Ukanwoke failed to respond to subsequent letters from the Division seeking to clarify whether Respondents wanted a hearing, and failed to provide an address or phone number where he can be reached; and

WHEREAS, to clarify Respondents' position, in a conference call on November 30, 2011, the Commissioner granted Ukanwoke until December 15, 2011, to determine if Respondents would work to negotiate a Consent Order or proceed to a hearing; and

WHEREAS, Ukanwoke, providing and using only an e-mail address in the claimed absence of a permanent home address, and Division counsel began to work out a Consent, and drafts of an order and financial statements were exchanged during January to May 2012; and

WHEREAS, Ukanwoke has failed to respond to the Division's final draft Order of May 21, 2012, or to reply to follow-up e-mail from Division counsel and a phone call from the Division as late as July 11, 2012, or to sign and return the Consent Order; and

WHEREAS, in a telephone conversation with a Division investigator on July 11, 2012, Ukanwoke said that he would send in the signed documents that week, and would contact Division counsel that day. There has been no communication from him;

NOW, THEREFORE, the Commissioner finds that it is in the public interest to issue this Final Order, and THE COMMISSIONER FINDS, CONCLUDES AND ORDERS:

I. JURISDICTION

1. The Commissioner has jurisdiction in this matter and over Respondents pursuant to section

11-701.1 of the Act.

II. RESPONDENTS

2. Lucky Ukanwoke (“Ukanwoke”), who had an address in Baltimore, Maryland, is the CEO/principal of Global Gold and the inventor of the “car float jack.”

3. Global Gold, LLC, is a Maryland LLC (forfeited 2009) that was located in Baltimore, MD.

III. FINDINGS OF FACT

4. Ukanwoke represented that he had invented the “car float jack,” a device for lifting automobiles off the ground (e.g. to change tires) using air pressure from the car’s exhaust.

5. In 2006-07 and beyond, Ukanwoke solicited investors in order to raise funds to develop and market that invention.

6. Ukanwoke issued promissory notes to investors, promising to pay 10% interest and the return of principal within one year. The notes were “100 % guaranteed.”

7. One Maryland investor gave Ukanwoke \$5,000 in 2006 during the invention period, and received a promissory note. Ukanwoke then came back a month later and told her that due to additional development costs, she would have to pay an additional \$2500, her share with other investors.

8. At least 4 investors, family and friends, have invested money with Ukanwoke, in excess of \$20,000. The investments were toward the invention, and toward the formation of Global Gold in 2007, which was to own the invention.

9. Investors were told that the car float jack was being developed by Advent Project Development, which supposedly submitted the invention to General Motors and other companies for licensing.

10. When the first note came due in 2007, Ukanwoke paid the investor a check; it was refused for insufficient funds. A week later he gave her a check for her second investment; it, too, was returned.

11. In 2008, Ukanwoke wrote investors that a company in China was going to manufacture the car float jack, but that more money would be needed from current or future investors.
12. After continuing demands by the investor for payment, in 2009 Ukanwoke made a few payments to the investor, totaling \$800. There have been no other payments.
13. No more money has been forthcoming. There was no mass production of the car float jack.
14. Ukanwoke also is president of Global Gold, which held itself out as a “Franchise Management Consultancy Firm” that was invested in various projects and sources of profit, including inventions.
15. Global Gold was formed in 2007. Existing investors contributed to the capital formation of Global Gold.
16. In a 2008 letter using the Global Gold web address, the company sought new investments to fund production. A June 2009 letter similarly was seeking private investors.
17. At least one Maryland investor in Car Float Jack notes had her investment converted to an interest in Global Gold.
18. The Securities Division has no record of securities registration for an offering by or in the name of Global Gold LLC, nor has any claim of exemption or status as a federal-covered security been filed with the Division with respect to any such offering.
19. Global Gold is not registered with the Securities Division as a securities broker-dealer or agent, or as an investment adviser or investment adviser representative.
20. Ukanwoke is not registered with the Securities Division as a securities broker-dealer or agent, or as an investment adviser or investment adviser representative.
21. Investors were given limited disclosure materials about car float jack prior to or at the time of their investment, but received little, if any, disclosure of risk.
22. Investors were not informed that neither Ukanwoke nor Global Gold is registered to offer

or sell securities.

IV. CONCLUSIONS OF LAW

23. Respondents violated section 11-501 of the Securities Act by offering or selling unregistered securities in Maryland in the form of promissory notes, evidences of indebtedness, or investment contracts, for which no claim of preemption or exemption has been filed.

24. Respondents violated section 11-401(a) of the Act by transacting business in the offer or sale of securities in Maryland as a broker-dealer or securities agent, without being registered pursuant to the Act.

25. Respondents violated section 11-402(a) of the Act by employing Ukanwoke as an unregistered agent for the offer or sale of securities in Maryland.

26. Respondents violated section 11-301 of the Act by making material omissions and misrepresentations in connection with the offer or sale of securities.

V. ORDER

IT IS HEREBY ORDERED THAT:

27. Respondents, and each of them, their employees, agents, and all persons acting under their control, permanently cease and desist from offering or selling securities in or from Maryland in violation of the Securities Act, from offering and selling any securities whether registered or exempt from registration, and from engaging in any transaction exempted under the Act; and it is further ORDERED that

28. Respondents are permanently barred from engaging in the securities business in Maryland for or on behalf of others, or from acting as a principal or consultant in any entity so engaged; and it is further ORDERED that

29. Respondents, jointly and severally, are assessed a civil monetary penalty of \$25,000 for violations of the Securities Act pursuant to section 11-701.1(b) of the Act, payable by certified check to the Office of the Attorney General.

VI. JURISDICTION RETAINED

30. Jurisdiction is retained by the Commissioner for the purpose of enabling any party to this Order to apply for such further orders and directions as may be necessary or appropriate for the construction or enforcement of this Order.

VII. NOTICE OF APPEAL RIGHTS

31. Pursuant to the Code of Maryland Regulations, COMAR 02.02.06.24, each Respondent has the right to file an appeal of this Order with the circuit court of Maryland. Any appeal must be filed within thirty (30) days from the date this Order is mailed by the Division.

IT IS SO ORDERED:

**Commissioner's Signature is
on File with Original Document**

MELANIE SENTER LUBIN
SECURITIES COMMISSIONER

August 3, 2012