

ADMINISTRATIVE PROCEEDING  
BEFORE THE  
SECURITIES COMMISSIONER OF MARYLAND

IN THE MATTER OF: \*

**EBN Marketing, LLC,** \*  
a.k.a. **Executive Business Network** \*

and Case No. 2012-0485

**Ben Rivera, a.k.a. Benny Rivers** \*

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. 2013) (the "Securities Act" or "Act"), undertook an investigation into the securities-related activities of EBN Marketing, LLC, a.k.a. Executive Business Network and Ben Rivera, a.k.a. Benny Rivers (collectively "Respondents"); and

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

WHEREAS, on June 19, 2014, the Commissioner issued an Order to Show Cause to Respondents, ordering Respondents to show cause why a final order should not be entered

ordering Respondents to cease and desist from violating those registration and anti-fraud provisions of the Act, to show cause why a statutory monetary penalty of up to \$5,000 per violation should not be assessed against them for such violations, and to show cause why they should not be permanently barred from engaging in the securities business in Maryland for or on behalf of others and from being or acting as a principal or consultant in any entity engaged in such activities; and

WHEREAS, the Order to Show Cause gave Respondents notice of the opportunity for a hearing in this matter, provided Respondents submit an answer within 15 days of service of the Order to Show Cause and further gave notice to Respondents that failure to file a written answer would be deemed a waiver of the right to a hearing and would result in the entry of a final order directing Respondents to cease and desist from violating the Securities Act, assessing a statutory monetary penalty, and permanently barring Respondents from the offer and sale of securities in Maryland; and

WHEREAS, copies of the Order to Show Cause were served on Respondents at their last known addresses on or before June 23, 2014; and

WHEREAS, Respondents did not file an answer or request a hearing in response to the Order to Show Cause; and

WHEREAS, the Commissioner has determined that it is in the public interest to issue this Final Order to Cease and Desist;

NOW, THEREFORE, THE COMMISSIONER FINDS and ORDERS:

### **I. JURISDICTION**

1. The Commissioner has jurisdiction in this proceeding pursuant to section 11-

701.1 of the Securities Act.

## **II. RESPONDENTS**

2. EBN Marketing, LLC, a.k.a. Executive Business Network (“EBN”) is an Arizona limited liability company that was incorporated in 2011.

3. At all times relevant to the Order to Show Cause, EBN’s address was a mail box at a UPS Store located at 1928 E. Highland Avenue, Phoenix, Arizona 85016. EBN had no physical address other than a mail box.

4. EBN also maintained a website at <http://ebnmarketing.com>.

5. Ben Rivera, a.k.a. Benny Rivers is or was the sole member of EBN.

## **III. STATEMENT OF FACTS**

6. EBN represented itself on its website as an “affiliate marketing company.”

7. In March 2012, David T., an 87 years old resident of Baltimore, Maryland, received an unsolicited telephone call at his home from a woman who identified herself as “Kenya.” Kenya stated that she was a representative of EBN.

8. Kenya told David T. that, according to her records, David T. had lost money with a company called Franklin Financial. David T. had, in fact, invested and lost some \$9,000 in a work-at-home scam involving Franklin Financial earlier that year.

9. Kenya told David T. that she could transfer \$4,000 of his investment with Franklin Financial to a new investment opportunity with EBN. She said that EBN provides credit card processing equipment to small business merchants, and that investors could profit from that business.

10. Kenya told David T. that, in order to recover his lost investment, he had to pay an

additional amount of money to EBN.

11. Kenya told David T. that if he invested an additional amount of money with EBN, he would start to receive monthly checks, and he would earn back more money than he had invested with Franklin Financial and EBN combined.

12. On or about March 12, 2012, David T. gave Kenya his credit card information and authorized a payment to EBN in the amount of \$1,500.

13. David T. never performed any work or provided any services for or on behalf of EBN.

14. In May 2012, David T. received a check in the amount of \$185.00 made payable to him from "EBN Marketing LLC, 1928 E. Highland Ave., Phoenix, AZ 85016-4626."

15. Between June and September 2012, David T. received additional checks from EBN: one in June 2012 for \$110; one in July 2012 for \$155; and one in September 2012 for \$120.

16. Although David T. invested \$1,500 with EBN, he only received payments from EBN totaling \$570 as of September 2012. David T. received no further payments from EBN after September 2012.

17. David T. contacted EBN on several occasions after September 2012 to try to discover why he received no further checks. An EBN representative told David T. that his investment simply was not generating any additional income.

18. By engaging in the sale of a passive investment, Respondents offered and sold investment contracts in Maryland.

19. The EBN investment did not have any means to generate income from any

business providing credit card processing equipment to small business merchants, as the EBN representative claimed.

20. Respondents neither registered EBN's investment contract as a security, nor filed a claim of exemption from registration in Maryland for it, and it is not qualified as a federal covered security.

21. Neither EBN nor Rivera has ever registered in Maryland as an agent, broker-dealer, investment adviser, or an investment adviser representative.

#### **IV. CONCLUSIONS OF LAW**

22. Respondents violated section 11-501 of the Securities Act by offering or selling unregistered securities in the form of the EBN investment opportunity.

23. Respondents violated section 11-401(a) of the Securities 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 Securities Act.

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

25. Respondents violated section 11-301 of the Securities Act by making materially false or misleading statements and omissions in connection with the offer or sale of securities in Maryland.

#### **V. ORDER**

##### **NOW, THEREFORE, IT IS HEREBY ORDERED THAT:**

26. Respondents 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

27. 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

28. Respondents, jointly and severally, are assessed a civil monetary penalty of \$20,000.00 for violations of the Securities Act pursuant to section 11-701.1(b), payable by certified check to the Office of the Attorney General, which penalty shall be reduced by the amount of restitution Respondents pay by December 15, 2014 to David T. and any other Maryland investors who purchased an EBN investment opportunity.

#### **VI. JURISDICTION RETAINED**

29. 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**

30. Pursuant to COMAR 02.02.06.24, Respondents have the right to file an appeal of this Order with the appropriate circuit court of the State of Maryland. Any appeal must be filed within 30 days from the date this Order is mailed by the Division.

**DATE OF THIS ORDER:**

October 22, 2014

**SO ORDERED:**

**Commissioner's Signature on File  
w/Original Document**

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Melanie Senter Lubin  
Securities Commissioner