

STATE OF NEW HAMPSHIRE
DEPARTMENT OF STATE
BUREAU OF SECURITIES REGULATION
25 CAPITOL STREET
CONCORD, NH 03301

CONSENT ORDER
IN THE MATTER OF:

Joel Hannon

INV2022-0005

- I. For purposes of settling the above-captioned matter, and in lieu of further administrative proceedings, Joel Hannon (hereinafter “Hannon”) has submitted an offer of settlement, which the State of New Hampshire, Department of State, Bureau of Securities Regulation (the “Bureau”) has determined to accept. Accordingly, without admitting or denying the allegations and statements of law contained herein, Hannon does hereby consent to entry of this Consent Order and the sanctions contained therein:

STATEMENTS OF FACT

1. Hannon resides in Troy, New Hampshire, and works out of Talon Financial Services which later changed its name to Talon RS, LLC (hereinafter “Talon”), although he is not an employee or owner of Talon. Talon is located in Marlborough, NH and is owned in part by Robert Lotito (hereinafter “Lotito”). Hannon is an independent insurance producer. Hannon has known Lotito for many years and is familiar with his family including Lotito’s brother Anthony Lotito (hereinafter “AL”), the owner and operator of Revolution Leasing and Administration (hereinafter “RLA”).
2. RLA is a business entity located in Tinton Falls, New Jersey which provides administrative services under the business name “Revolease” to customers who invest money into a leaseback program which leases high speed computing equipment to companies partnered with RLA such as SAFETek. SAFETek is a subsidiary of a publically traded company called Investview, Inc. (hereinafter “Investview”) located in Eatontown, New Jersey. Investview

states that it is a financial technology company and global distributor organization that operates through subsidiaries to provide educational tools, content, research and management of digital assets technology that mines cryptocurrency. SAFETek is in the high-speed data processing business utilized by the blockchain, gaming, communication and cryptocurrency mining industry. One of SAFETek's stated goals was to create data processing centers worldwide. Cryptocurrency mining is the process through which transactions are verified and added to a blockchain public ledger. Entities that work toward this goal are rewarded with tokens of the cryptocurrency like Bitcoin. Bitcoin is a virtual digital currency which exists only on the internet, but can be used like currency to create wealth and buy and sell goods and services. SAFETek acquires its computing equipment from another Investview subsidiary Apex Tek, LLC (hereinafter "Apex"). Apex provides SAFETek "Apex Technology Packs" through RLA consisting of Liquid Immersion Cooling Systems and software which are more efficient to run than air cooled computing systems. The lease back program is called the APEXTEK & SAFETEK Sales/Leaseback Program (hereinafter the "Program").

3. RLA sold interests in the Program. RLA promoted the Program as safe and lucrative. RLA entered into an agreement with Lotito to sell interests in the Program and Lotito was responsible for submitting the Program purchase paperwork to RLA. Lotito received a commission for each sale. RLA marketed the Program through PowerPoint presentations and other literature as a way of making profit through passive income. Each investor in the Program was sold "units" of the Apex Technology Pack which consisted of the Apex high speed computing equipment and software. Revolease would distribute the equipment and lease it to SAFETek for the benefit of the investor and service the lease agreements entered into by each investor. Each Program interest cost was about \$15,000 plus an administration fee of \$250. Investor Program purchase checks were made out to RLA. Lotito's commission per purchase was about \$750. Hannon asserts that he did not receive any portion of this commission. In exchange for the Apex Technology Packs and leases, SAFETek would make Program payments to the investors through Revolease of \$450 per month per unit for 60 months plus a balloon payment in the end of \$7,500 giving a promised high rate of return on the investment. At the end of the term of the lease, the lessee could buy the equipment for one dollar or deliver the equipment back to the investor.

4. Hannon materially aided Lotito in connection with sales of the Program to Investors 1 through 6 below. (See the spreadsheet of the sales below). According to Hannon's own testimony before the Bureau he would sit with Lotito at Talon and talk to Talon clients about the Program and tell them how it works. He would help Lotito fill out paperwork for the Program and would make comments about the Program and ask them to listen to the opportunity and tell him what they thought about it.

Investor	Town/State	Date of Sale	Amount of Sale	Number of Units
1	Winchester/NH	12/6/2019 & 5/12/2020	\$14,000 & \$15,250	1 plus 1
2	Keene/NH	3/23/2020	\$15,250	1
3	Winchester/NH	1/13/2020	\$42,000	3
4	Greenfield/NH	10/15/2020 & 4/2/2021	\$15,250 & \$91,500	1 plus 6
5	Deering/NH	11/23/2020	\$61,000	4
6	Jaffrey/NH	1/25/2021	\$15,250	1

5. In addition to the above listed sales, on or about 4/27/2021, Hannon materially aided in an additional sale to Investor 7 from Stoddard, New Hampshire for three units at \$45,750.00. The purchase by Investor 7 was refunded upon Investor 7's request.
6. The Program interests were not registered for sale as securities in the State of New Hampshire and were not exempt from registration. During the relevant time period, Hannon was not registered as a broker-dealer agent in the State of New Hampshire.

THE LAW

- II. The Bureau hereby makes the following statements of law under the New Hampshire Revised Statutes Annotated, RSA 421-B, and regulations thereunder.
1. The Program interests are a “Security” within the meaning of RSA 421-B:1-102(53)(A) because they are an “investment contract” as defined by RSA 421-B:1-102(29) in that there is an investment of money into RLA for the purchase of the Program interests with the expectation of a profit solely through the efforts of RLA and Lotito.
 2. Pursuant to RSA 421-B: 3-301(a), it is unlawful for any person to offer or sell any security in this state unless it is registered under 421-B, the security or transaction is exempt, or it is a federal covered security. The Program interests were not registered, and the Program interests and the transactions were not exempt from registration, and the Program interests were not a federal covered security. Hannon violated this provision.
 3. By materially aiding in selling the Program interests for and on behalf of RLA, Hannon acted as an “agent” of a broker-dealer within the meaning of RSA 421-B:1-102(3). RSA 421-B:4-402(a) provides that it is unlawful for an individual to transact business as an agent unless registered or exempt. Because Hannon was neither registered as an agent, nor exempt from registration, Hannon violated this provision.
 4. Pursuant to RSA 421-B:6-604(a), if the secretary of state determines that a person has, is, or is about to materially aid in an act, practice, or course of business constituting a violation of this chapter, the secretary of state may issue an order directing the person to cease and desist from engaging in an act, practice, or course of business or to take other action necessary or appropriate to comply with this chapter. Hannon is subject to this section and should be required to cease and desist from selling unregistered securities and from acting as an unregistered broker-dealer agent in the State of New Hampshire.
 5. Pursuant to RSA 421-B:6-604(d), in a final order, the secretary of state may impose a civil

penalty up to a maximum of \$2,500 for each violation. Hannon is subject to this provision for sales of unregistered securities and for acting as an unregistered broker-dealer agent in the State of New Hampshire.

6. Pursuant to RSA 421-B:6-604(g), in any investigation to determine whether any person has violated any rule or order under this title, the secretary of state shall be entitled to recover the costs of the investigation. Hannon is subject to this provision and should be ordered to pay the Bureau's investigative costs jointly and severally.

III. In view of the foregoing, Hannon agrees to the imposition of the following sanctions:

1. Hannon agrees that this Order is entered into for purposes of resolving only the matter described herein. This Order shall have no collateral estoppel effect in any other lawsuit, proceeding, or action not described herein. Likewise, this Order shall not be construed to restrict the Bureau's right to initiate an administrative investigation or proceeding relative to conduct by Hannon of which the Bureau has no knowledge at the time of the date of final entry of this Consent Order.
2. Hannon agrees not to take any action or make any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any allegation in this Consent Order or create the impression that the Consent Order is without factual basis. Nothing in this provision affects Hannon testimonial obligations or the right to take legal or factual positions in litigation or other legal proceedings in which the Bureau is not a party.
3. Hannon agrees to waive his right to an administrative hearing and any appeal therein under this chapter.
4. Hannon agrees to deliver upon execution of this Consent Order administrative penalties of Ten-Thousand Dollars (\$10,000) of which Seven-Thousand Five-Hundred Dollars is a fine (\$7,500) and Two-Thousand Five-Hundred Dollars (\$2,500) of which are costs. Payment shall be made to the State of New Hampshire with Five-Thousand Dollars paid at the time of

execution of this Consent and the remaining Five-Thousand Dollars paid on or before July 1st, 2024. Payment must be 1) made by business check, certified check, or postal money order; 2) made payable to the State of New Hampshire; and 3) if mailed, shall be mailed to the Bureau of Securities Regulation, Department of State, State House, Room 204, Concord, New Hampshire, 03301.

5. Hannon shall cease and desist from any further violations of RSA 421-B including offering or selling unregistered securities and acting as an unlicensed broker-dealer agent.
6. Hannon acknowledges that he is not currently licensed and agrees that he will be permanently barred from any securities licensure or registration in the State of New Hampshire.
7. Hannon agrees that if he fails to meet any of the undertakings set forth in this Consent Order, such a failure shall constitute a violation of this Consent Order pursuant to RSA 421-B:6-604 and may subject Hannon to enforcement action and further sanctions.

IV. Based on the foregoing, the Bureau deems it appropriate and in the public interest to accept and enter into this Order. **THEREFORE, IT IS HEREBY ORDERED THAT:**

1. Hannon pay an administrative fine and costs, in the total amount of Ten-Thousand Dollars (\$10,000) as outlined herein.
2. Hannon shall cease and desist from any further violations of RSA 421-B as outlined herein.
3. Hannon is permanently barred from any securities licensure or registration in the State of New Hampshire.
4. Hannon shall comply with all other undertakings outlined herein.

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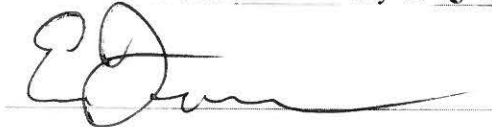
Executed this 22 day of December 2023.



(Please print name below:

Joel P Hannon

Order entered this 9th day of January, ~~2023~~ 2024.



Eric Forcier, Deputy Secretary
N.H. Bureau of Securities Regulation