STATE OF OREGON
DEPARTMENT OF CONSUMER AND BUSINESS SERVICES
DIVISION OF FINANCIAL REGULATION

In the Matter of: MARC J. WELCH, aka MARC J. BRYANT; MIKE COHEN; and ONE WORLD ENERGY ADVISORS, LLC, Respondents.	Case No. S-17-0120 FINAL ORDER TO CEASE AND DESIST, ORDER DENYING USE OF EXEMPTIONS AND ASSESSING CIVIL PENALTIES, ENTERED BY DEFAULT

On November 15 and 20, 2017, the Director of the Department of Consumer and Business Services for the State of Oregon ("the Director"), by and through the Division of Financial Regulation ("the Division"), properly served on Marc J. Welch, aka Marc J. Bryant; Mike Cohen; and One World Energy Advisors, LLC (collectively, "Respondents") an Order to Cease and Desist, Proposed Order Denying Use of Exemptions and Assessing Civil Penalties, and Notice of Right to a Hearing ("Notice Order").

The Notice Order offered Respondents an opportunity for a hearing, if requested in writing within 20 days. The Notice Order further informed Respondents that if a hearing was not conducted because they did not timely request a hearing or otherwise defaulted, then the designated portion of the Division's file, which includes all materials Respondents submitted, would automatically become part of the contested case record for the purpose of proving a *prima facie* case. Respondents have not made a written request for a contested hearing, and the time to do so has expired.

After considering the relevant portions of the Division's file in this matter, the Director finds that the record proves a *prima facie* case.

Now, therefore, the Director makes the following Findings of Fact and

Division of Financial Regulation
Labor and Industries Building
350 Winter Street NE, Suite 410
Salem, OR 97301-3881
Telephone: (503) 378-4387

Conclusions of Law and issues the following Order.

FINDINGS OF FACT

The Director FINDS that:

1. One World Energy Advisors, LLC ("One World"), a now defunct Wyoming company, was formed on or about March 13, 2012. Its last known mailing address is 1621 Central Avenue, Cheyenne, WY 82001.

2. One World was never registered with the Oregon Secretary of State.

3. Marc J. Welch ("Welch"), aka Marc J. Bryant, was One World's manager.

4. Green Automotive Company ("GAC") is a Nevada corporation with a business address of 2618 San Miguel, Suite 203, Newport Beach, California 92660.

5. Mike Cohen ("Cohen") was a representative of One World. In November 2012, Cohen, claiming to be a representative of GAC, contacted LP, an Oregon resident, and offered to sell LP shares of GAC stock.

6. In December 2012, LP purchased 100,000 shares of GAC common stock from One World for $10,000. LP's payment was deposited into One World's bank account with Bank of America.

7. Welch and Gwenn Bryant are the only signatories for One World's Bank of America account.

8. In January or February 2013, LP purchased 50,000 shares of GAC common stock from One World for $10,000. LP's payment was deposited into One World's Bank of America account.

9. On February 26, 2013, Cohen sent LP a "confidential research report" conducted by One World on GAC, giving LP the impression that One World was affiliated with GAC. In fact, neither One World nor Welch was ever affiliated with GAC.

10. In March or April 2013, LP purchased 1,000 shares of GAC Series A Convertible preferred stock for $15,000. LP's payment was deposited into One World's

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Bank of America account.

11. On or about May 10, 2013, One World was administratively dissolved for failure to pay taxes.

12. At all times material to this order, Welch, Cohen, and One World (collectively, "Respondents") were not licensed to transact business in Oregon as broker-dealers or salespersons. Moreover, Respondents failed to disclose this information to LP.

13. At all times material to this order, the shares of GAC common and preferred stock that Respondents sold to LP were not registered in Oregon as securities. Moreover, Respondents failed to disclose this information to LP.

14. LP did not recover any portion of her $35,000 investment, nor did she profit from her investment.

CONCLUSIONS OF LAW

The Director CONCLUDES that:

15. The shares of GAC common and preferred stock that Respondents sold to LP are securities as defined in ORS 59.015(19)(a).

16. The securities that Respondents sold LP were not registered under ORS chapter 59 and OAR chapter 441.

17. Respondents offered and sold unregistered securities to LP, in violation of ORS 59.055.

18. By offering and selling securities to LP, Respondents transacted business in Oregon as unlicensed broker-dealers or salespersons, in violation of ORS 59.165.

19. In connection with the sale of securities to LP, Respondents made untrue statements of material fact and omitted to state material facts as follows, in violation of ORS 59.135(2):

A. Representing to LP, expressly or impliedly, that Mike Cohen was working for GAC when he was, in fact, working only for One World;

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B. Representing to LP, expressly or impliedly, that One World was affiliated with GAC when, in fact, neither One World nor Welch was ever affiliated with GAC;

C. Failing to inform LP that the shares of GAC common and preferred stock she purchased were unregistered securities; and

D. Failing to inform LP that Respondents were not licensed to transact business in Oregon as securities broker-dealers or salespersons.

20. ORS 59.245(4) authorizes the Director to order Respondents to cease and desist from violating the Oregon Securities Law, as the Director has reason to believe that Respondents have engaged, are engaging, or are about to engage in violations of the Oregon Securities Law.

21. ORS 59.045 authorizes the Director to deny Respondents the use of any exemptions set forth in ORS 59.025 and 59.035, as the Director has reason to believe that Respondents have engaged in or are about to engage in an act or practice constituting a violation of the Oregon Securities Law, and the use of any exemption by Respondents would work a fraud or imposition on purchasers.

22. ORS 59.995 authorizes the Director to assess civil penalties of up to $20,000 per violation against Respondents for violating the Oregon Securities Law. In the case of a continuing violation, each day's continuance is a separate violation, but the maximum penalty for any continuing violation shall not exceed $100,000.

ORDER

Now therefore, the Director issues the following:

Order to Cease and Desist

23. As authorized by ORS 59.245(4), the Director hereby ORDERS Respondents to CEASE AND DESIST from the following:

A. Offering or selling unregistered securities in Oregon, in violation of ORS 59.055;

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B. Transacting business in Oregon as securities broker-dealers or salespersons without being licensed, in violation of ORS 59.165;

C. Offering and selling securities in violation of the anti-fraud provisions of ORS 59.135; and

D. Violating any provision of the Oregon Securities Law.

Order Denying Use of Exemptions

24. Pursuant to ORS 59.045, the Director hereby DENIES Respondents and any affiliated and/or successor entity, the use of securities and transaction exemptions that would otherwise be available to them under ORS 59.025 and 59.035.

Order Assessing Civil Penalties

25. Pursuant to ORS 59.995, the Director hereby ORDERS Respondents to pay, jointly and severally, total civil penalties in the amount of $30,000 allocated as follows:

A. $7,500 for violations of ORS 59.055;

B. $7,500 for violations of ORS 59.165; and

C. $15,000 for violations of ORS 59.135(2).

SO ORDERED this 11th day of December, 2017.

JEAN STRAIGHT, Acting Director
Department of Consumer and Business Services

/s/ David Tatman
David C. Tatman, Chief of Enforcement
Division of Financial Regulation

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RIGHT TO JUDICIAL APPEAL

Pursuant to ORS 59.295(2), a person who does not timely file a request for a hearing on an order is not entitled to judicial review of the order.