

1 6. Radcliff emailed an executive summary to investors and a document that was described as a
2 “Financial Plan.” The Financial Plan included a “Projected Balance Sheet” containing misleading year-by-
3 year financial projections such as net profit, cash flows, and ROI [Return On Investment]. The Financial
4 Plan misleadingly stated that the first year ROI would be 116% and that it would increase each year to 487%
5 in the fifth year. The Financial Plan indicated that the company’s cash would increase from approximately
6 \$14.75 million in the first year to approximately \$112 million in the fifth year. Radcliff failed to provide any
7 reasonable basis for these projections and did not provide investors with financial statements or other
8 information regarding the company’s current financial condition. Offering materials failed to disclose that
9 the company had not yet generated any revenue and that the company’s business accounts were subject to
10 charges for conducting transactions with insufficient funds.

11 7. Offering documents described Radcliff as an inventor and product developer with experience
12 in various fields such as banking, healthcare, mortgage, and real estate. Radcliff failed to disclose in written
13 offering documents that he filed for personal bankruptcy in 2011 before commencing fundraising in 2013.

14 8. Radcliff failed to provide investors with a written offering document containing material
15 information regarding the MVP and SBL offerings, including the risks of the investment, the results of prior
16 fundraising efforts (including the amount of funds raised and the number of note holders and investors), the
17 prior use of investor funds, and the intended use of future offering proceeds. Offering materials failed to
18 disclose any information regarding the relationship between MVP and SBL. Offering materials described
19 SBL as a company with “Patented smart technology” but failed to provide any detailed information regarding
20 the company’s patents.

21 9. Radcliff failed to disclose any information regarding his compensation or the compensation
22 of other officers and consultants to the company. Radcliff failed to disclose to investors that between 2016
23 and 2020, he made more than 100 ATM and other withdrawals totaling more than \$100,000 as “owner

1 draws.” Radcliff failed to disclose that he commingled funds from MVP and SBL business checking
2 accounts. Radcliff failed to disclose that he commingled investor funds with funds from his remodeling and
3 real estate businesses. Radcliff failed to disclose that he used investor funds to pay taxes that were owed by
4 his remodeling business.

5 10. In April 2021, the Securities Division sent a warning letter to Radcliff. The letter stated that
6 Radcliff had not registered any securities offering or filed any claim of exemption. The letter warned Radcliff
7 against making any additional unregistered offers or sales of securities and directed him to provide records
8 and information regarding his prior sales of securities. After receiving the letter, Radcliff continued to sell
9 securities to Washington residents and raised an additional \$25,000 from existing investors in May 2021.

10 **Registration Status**

11 11. MVP Group Inc. is not currently registered to sell its securities in the state of Washington and
12 has not previously been so registered, nor has it filed a claim of exemption from registration.

13 12. SBL LLC is not currently registered to sell its securities in the state of Washington and has
14 not previously been so registered, nor has it filed a claim of exemption from registration.

15 13. Jaime Radcliff is not currently registered as a securities salesperson or broker-dealer in the
16 state of Washington and has not previously been so registered.

17 Based upon the above Findings of Fact, the following Conclusions of Law are made:

18 **CONCLUSIONS OF LAW**

19 1. The offer and/or sale of the investments described above constitutes the offer and/or sale of a
20 security as defined in RCW 21.20.005(14) and (17).

21 2. MVP Group Inc., SBL LLC, and Jaime Radcliff have each violated RCW 21.20.140, because,
22 as set forth in the Tentative Findings of Fact, they offered and sold securities for which no registration is on
23 file with the Securities Administrator.

1 3. Jaime Radcliff has violated RCW 21.20.040 by offering and/or selling said securities while
2 not being registered as a securities salesperson or broker-dealer in the state of Washington.

3 4. MVP Group Inc., SBL LLC, and Jaime Radcliff have each violated RCW 21.20.010, because,
4 as set forth in the Findings of Fact, they made untrue statements of material fact or omitted to state material
5 facts necessary to make the statements made, in light of the circumstances in which they were made, not
6 misleading.

7 Based upon the foregoing and finding it in the public interest:

8 **CONSENT ORDER**

9 IT IS AGREED AND ORDERED that Respondents MVP Group Inc., SBL LLC, and Jaime Radcliff,
10 and their agents and employees, shall each cease and desist from violating RCW 21.20.140.

11 IT IS FURTHER AGREED AND ORDERED that Respondent Jaime Radcliff shall cease and desist
12 from violating RCW 21.20.040.

13 IT IS FURTHER AGREED AND ORDERED that Respondents MVP Group Inc., SBL LLC, Jaime
14 Radcliff and their agents and employees shall each cease and desist from violating RCW 21.20.010.

15 IT IS FURTHER AGREED AND ORDERED that Respondents MVP Group Inc., SBL LLC, and
16 Jaime Radcliff shall be liable for and shall pay a fine of \$20,000. The payments shall be made as follows.
17 Respondents MVP Group Inc., SBL LLC, and Jaime Radcliff shall make an initial payment of \$10,000 on or
18 before the date of entry of the Consent Order. Respondents MVP Group Inc., SBL LLC, and Jaime Radcliff
19 shall then make an additional payment of \$10,000 no later than May 24, 2022. Failure to make said payment
20 shall be grounds to vacate this Consent Order.

21 IT IS FURTHER AGREED AND ORDERED that Respondents MVP Group Inc., SBL LLC, and
22 Jaime Radcliff shall be liable for and shall pay investigative costs of \$9,000 on or before August 22, 2022.
23 Failure to make said payment shall be grounds to vacate this Consent Order.

1 IT IS FURTHER AGREED that the Securities Division has jurisdiction to enter this Consent Order.

2 IT IS FURTHER AGREED that Respondents MVP Group Inc., SBL LLC, and Jaime Radcliff entered
3 into this Consent Order freely and voluntarily and with a full understanding of its terms and significance.

4 IT IS FURTHER AGREED that in consideration of the foregoing, Respondents MVP Group Inc.,
5 SBL LLC, and Jaime Radcliff waive their right to a hearing and to judicial review of this matter pursuant to
6 RCW 21.20.440 and Chapter 34.05 RCW.

7 **WILLFUL VIOLATION OF THIS ORDER IS A CRIMINAL OFFENSE.**

8
9 Signed this 17 day of February 2022.

10 Signed by:

11 /s/
12 Jaime Radcliff, individually

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14 Signed by:
15 MVP Group Inc.

16 /s/
17 Jaime Radcliff, President

18 Signed by:
19 SBL LLC

20 /s/
21 Jaime Radcliff, Manager

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SIGNED and ENTERED this 1st day of March, 2022.



William M. Beatty
Securities Administrator

Approved by:

Presented by:



Brian J. Guerard
Chief of Enforcement



Robert Kondrat
Financial Legal Examiner