

ENTERED  
NOV 18 2015  
10:22am  
COMMISSIONERS OFFICE

COMMONWEALTH OF KENTUCKY  
PUBLIC PROTECTION CABINET  
DEPARTMENT OF FINANCIAL INSTITUTIONS  
ADMINISTRATIVE AGENCY ACTION NO. 2015-AH-00147

DEPARTMENT OF FINANCIAL INSTITUTIONS

COMPLAINANT

vs.

AGREED ORDER

CONTENT CHECKED HOLDINGS, INC.

RESPONDENT

DFI'S FINDINGS OF FACT

1. The Department of Financial Institutions ("DFI") is responsible for administering the provisions of KRS Chapter 292, the Securities Act of Kentucky ("the Act"), as well as any applicable rules, regulations and orders entered pursuant to the Act.

2. Content Checked Holdings, Inc. is a Nevada corporation and its principal office is located at 8730 Sunset Blvd, Suite 240, West Hollywood, CA 90069.

3. On June 4, 2015, Content Checked Holdings Inc. notice filed its Form D with the DFI and disclosed that its first sale of securities in Kentucky pursuant to Rule 506 of Regulation D of the Securities Act of 1933 occurred on April 17, 2015. Content Checked Holdings Inc. included a check in the amount of two hundred fifty dollars (\$250.00) as payment of the statutory filing fee with the Form D.

4. Content Checked Holdings, Inc. filed its Form D with the DFI forty-eight (48) days after its first sale of stock in Kentucky.

5. On July 13, 2015, the DFI received notice that the two hundred fifty dollar (\$250.00) check was returned for insufficient funds. On July 30, 2015, Content Checked Holdings, Inc. submitted a new two hundred fifty dollar (\$250.00) check for the statutory filing fee.

**DFI'S CONCLUSIONS OF LAW**

6. KRS 292.327(2) requires an issuer of securities pursuant to Rule 506 of Regulation D of the Securities Act of 1933 to file its Form D with the DFI no later than fifteen (15) days after its first sale of securities in Kentucky.

7. Content Checked Holdings, Inc. violated KRS 292.327(2) because it filed its Form D forty-eight (48) days after its first sale of securities in Kentucky.

**AGREEMENT AND ORDER**

8. In the interest of economically and efficiently resolving this matter and without Content Checked Holdings, Inc. admitting or denying the DFI's Findings of Fact and Conclusions of Law, the DFI and Content Checked Holdings, Inc. agree as follows.

a. Content Checked Holdings, Inc. agrees to a fine assessment in the amount of One Thousand Dollars (\$1,000) which shall be due at the time this Agreed Order is executed. Content Checked Holdings, Inc. agrees to and shall pay the fine in the form of a certified check or money order made payable to "Kentucky State Treasurer" and mailed to the Department of Financial Institutions, Attn: Division of Securities, 1025 Capital Center Drive, Suite 200, Frankfort, Kentucky 40601;

9. Content Checked Holdings, Inc. waives its right to demand a hearing at which it would be entitled to legal representation, to confront and cross examine witnesses, and to present evidence on its own behalf, or to otherwise appeal or set aside this Order.

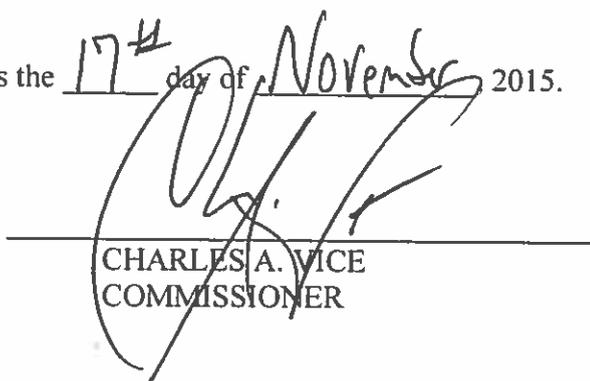
10. Content Checked Holdings, Inc. consents to and acknowledges the jurisdiction of the DFI over this matter and that this Order is a matter of public record and may be disseminated as such.

11. In consideration of execution of this Agreed Order, Content Checked Holdings, Inc. for itself, and for its successors and assigns, hereby releases and forever discharges the Commonwealth of Kentucky, the DFI, Office of Legal Services, and each of their members, agents, and employees in their individual capacities, from any and all manner of actions, causes of action, suits, debts, judgments, executions, claims and demands whatsoever, known and unknown, in law or equity, that Content Checked Holdings, Inc. ever had, now has, may have or claim to have against any or all of the persons or entities named in this paragraph arising out of or by reason of this investigation, this disciplinary action, this Agreed Order or its administration.

12. DFI acknowledges and agrees that this Agreed Order concludes, and fully and finally resolves, any and all pending investigations of Content Checked Holdings, Inc. and that this Agreed Order shall serve as the Final Order.

13. By signing below, the parties acknowledge they have read the foregoing Agreed Order, know and fully understand its contents, and that they are authorized to enter into and execute this Agreed Order and legally bind their respective parties.

IT IS SO ORDERED on this the 17<sup>th</sup> day of November, 2015.

  
\_\_\_\_\_  
CHARLES A. VICE  
COMMISSIONER

**Consented to:**

This 17 day of NOVEMBER, 2015. This 30 day of OCTOBER, 2015.

  
Shonita Bossier, Director  
Division of Securities  
Department of Financial Institutions

  
Content Checked Holdings, Inc.  
By: Kris Finstad  
Its: CEO

**Certificate of Service**

I hereby certify that a copy of the foregoing **Agreed Order** was sent by certified mail return receipt requested on this the 15<sup>th</sup> day of November, 2015, to:

Content Checked Holdings, Inc.  
8730 Sunset Blvd  
Suite 240  
West Hollywood, CA 90069

  
Kelly Childers