STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF:	)	
	)	**ADMINISTRATIVE ORDER**
MARK BAXTER	)	**NO. CD-2020-0008**
aka, MARK MORROW	)	
	)	
	)	
RESPONDENT	)	

CEASE AND DESIST ORDER

The Alabama Securities Commission ("Commission"), having the authority to administer and provide for the enforcement of all provisions of Title 8, Chapter 6, Code of Alabama 1975, the Alabama Securities Act ("Act"), upon due consideration of the subject matter hereof, has determined as follows:

RESPONDENT

1. MARK BAXTER, aka; MARK MORROW ("BAXTER") at all times relevant, acted as an agent or an investment adviser representative. BAXTER utilized digital advertisements to solicit sales of CORONAVIRUS STOCKS from the email address of MARKBAXTER46@GMAIL.COM and a process service location of 790 Haunted Lane, Bensalem, PA.

STATEMENT OF FACTS

2. The Commission staff discovered online advertisements posted by BAXTER to the social media platform Craigslist. These advertisements claimed that prospective clients could exploit the current coronavirus disease ("COVID-19") crisis for a weekly profit of $6,000.00 by trading penny stocks. BAXTER claimed;

> "*PANIC = $$$*" and *"STOP LISTENING TO THE BS THE MEDIA [is] FEEDING U AND MAKE SOME CASH ...PANIC=$$$$$$$$$$$."*

BAXTER posted similar advertisements across at least 49 states and two countries.

3. BAXTER claimed that he located;

"TONS OF DIRT CHEAP STOCKS AND [is] READY TO BRING SOME GOOD PEOPLE ON BOARD."

BAXTER further purported an ability to make profits for potential clients by trading stocks for them. In the advertisements, BAXTER claimed;

"I LL TRADE YOUR ACCOUNT FOR YOU AND WE SPLIT THE PROFITS, OR I LL TEACH YOU WHAT I KNOW THRU MY TRAINING FOR 200$ OR BOTH."

4. BAXTER used the advertisements to induce potential clients to invest in his scheme by claiming;

"ONLY PEOPLE THAT ARE EFFECTED BY [the stock] MARKET BEING DOWN IS LONG TERM INVESTORS."

In another attempt to encourage investors to trade penny stocks, BAXTER claimed;

"AMAZING GAINS AMAZING VOLUME, I LL SHOWÂ YOU HOW TO OPEN YOUR OWN TD ACCOUNT AND I LL TRADE IT FOR YOU AND WE SPLIT THE PROFITS."

5. On May 15, 2020, the Commission staff issued a document subpoena to www.craigslist.com for any and all postings by MARKBAXTER46@gmail.com. Produced documents revealed the account holder to be Mark Morrow, located at 790 Haunted Lane, Bensalem, Pennsylvania. Additionally, the documents indicated that BAXTER intentionally pushed the craigslist advertisements to residents of selected cities in Alabama.

6. In May 2020, BAXTER was contacted, via email, by a prospective Alabama investor requesting information on how to invest the investor's and several friends' government COVID-19 stimulus checks in BAXTER's advertised program. BAXTER replied to the investor's email by requesting that the investor call Baxter at the phone number listed in the advertisement by saying, "send ur num market hot right now".

7. A review of the registration and licensing files of the Commission revealed no registration or license for BAXTER in any capacity as of May 18, 2020.

CONCLUSIONS OF LAW

8. Pursuant to Section 8-6-2(10), Code of Alabama 1975, the definition of "security" includes investment contracts and profit-sharing agreements. The profit-sharing agreement offered and made available by BAXTER to Alabama citizens, in which investors invest monetary value in the purchase of penny stocks, from which profits would be derived from the efforts of BAXTER, are securities as defined by the Act.

9. Pursuant to Section 8-6-2(2), Code of Alabama 1975, an Agent is any individual other than a dealer who represents a dealer or issuer in effecting or attempting to effect sales of securities. BAXTER attempted to effect sales of securities, to wit: the profit-sharing agreement, and is an Agent as defined in the Act.

10. Pursuant to Section 8-6-2(18), Code of Alabama 1975, an Investment Adviser is any person who, for compensation, advises others, either directly or indirectly, as to the value of, or the advisability of investing in securities. The definition includes those who manage portfolios or the accounts of other investors. BAXTER offered to manage and trade accounts for compensation on behalf of other investors and is an Investment Adviser as defined in the Act.

11. Pursuant to Section 8-6-17(a)(1), Code of Alabama 1975, it is unlawful for any person, in connection with the offer of a security, to employ any device, scheme, or artifice to defraud. BAXTER employed a scheme or artifice to defraud through the offer of securities, to wit: the profit-sharing agreement. BAXTER falsely represented that he could sustain investment returns in excess of $6000.00 per week because of panic induced in the market due to COVID-19. BAXTER made these false representations to induce investors to purchase the profit-sharing agreements as part of a scheme or artifice to defraud in violation of the Act.

This Order is appropriate in the public interest for the protection of consumers and is consistent with the purposes of the Act.

This Order does not prevent the Commission from seeking such other civil or criminal remedies that are available to it under the Act.

Additionally, if the allegations set forth herein are found to be true, through either administrative adjudication, failure of BAXTER to make a timely request for a hearing, or default of BAXTER, it is the intention of the Commission to impose sanctions upon BAXTER. Such sanctions may include, inter alia, an administrative assessment imposed on BAXTER, an additional administrative assessment for investigative cost arising from the investigation of the violation(s) described herein against BAXTER, and a permanent order to bar BAXTER from participation in any securities related industry in the state of Alabama.

ACCORDINGLY, IT IS HEREBY ORDERED that **BAXTER** immediately **CEASE AND DESIST** from further offers or sales of any security into, within or from the state of Alabama.

Entered at Montgomery, Alabama, this 20TH day of MAY 2020.

ALABAMA SECURITIES COMMISSION
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BY:

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