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3 **STATE OF NEVADA**
4 **OFFICE OF THE SECRETARY OF STATE**
5 **SECURITIES DIVISION**
6 **2250 LAS VEGAS BOULEVARD NORTH, SUITE 400**
7 **NORTH LAS VEGAS, NEVADA 89030**

8 **In the Matter of:**

9 **APACHE MILL TAILINGS USA, INC.; and**
10 **777 INTERNATIONAL HOLDINGS, INC.;**

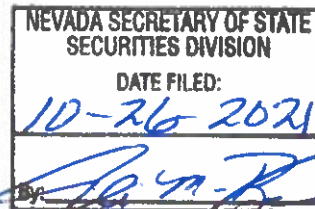
11 **Respondents.**
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ADMINISTRATIVE CONSENT ORDER

File No. INV18-062

13 **TO:** **Apache Mill Tailings USA, Inc.**
14 **c/o Ross Huebner, its Registered Agent**
15 **2989 Bel Air Drive**
16 **Las Vegas, NV 89109**

17 **777 International Holdings, Inc.**
18 **c/o Ross Huebner, its Registered Agent**
19 **2989 Bel Air Drive**
20 **Las Vegas, NV 89109**



21 **WHEREAS,** Respondent Apache Mill Tailings USA, Inc. (AMT), is a Colorado-based
22 corporation, organized February 15, 2017, under the laws of Colorado (Business ID 20171122076), and
23 registered as a foreign business entity in Nevada, Nevada Business ID No. NV20191390374;

24 **WHEREAS,** Respondent 777 International Holdings, Inc. (777) is a Nevada-based entity
25 incorporated as a close corporation on or about January 10, 2020, Nevada Business ID No. NV20201687725;

26 **WHEREAS,** Neither Respondent has registered a securities offering with the Nevada
27 Securities Division;

28 **WHEREAS,** Respondent 777 was a wholly subsidiary of Respondent AMT previous to its permanent
dissolution;

WHEREAS, a Notice and Summary Order to Cease and Desist was filed against and served upon

1 Respondents on March 30, 2020;

2 **WHEREAS**, Respondents requested a hearing within forty-five (45) days of receiving the Notice and
3 Summary Order to Cease and Desist;

4 **WHEREAS**, Respondents have advised the Nevada Securities Division (Division) of their agreement
5 to resolve the above-referenced violations and to comply with the requirements in the State of Nevada on the
6 terms specified in this Administrative Consent Order ("Order"); and

7 **WHEREAS**, Respondents now elect to permanently and expressly waive any right to a hearing and
8 appeal under the Nevada Uniform Securities Act ("Act") and/or to seek judicial review under the Nevada
9 Administrative Procedures Act, codified in NRS Chapter 233B, with respect to this Order.

10 **NOW THEREFORE**, the Administrator of the Division, pursuant to the Act, hereby enters the
11 following:

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13 **FINDINGS OF FACT**

14 1. Respondents issued a press release, posted on Respondent AMT's website,
15 www.apachetailings.com/777, wherein it claimed that Respondent 777 would begin Phase One of clinical
16 testing of its potential cure for COVID 19 immediately, and that the potential cure's development history, and
17 related testing and studies conducted "at a government certified independent laboratory" and "at Columbia
18 University" were promising.

19 2. Respondents also claim in the press release that Respondent AMT is providing \$2.5 Billion in
20 Collateral Trust Certificates (CTCs) through a Regulation S offering, "in order to fund Phase One of the
21 clinical study and to ramp up the U.S. manufacture of the potential cure". Respondents offer those CTCs at
22 \$1,000 each, with an advertised 17.5% annual "CROI" for two years. Furthermore, in its press release
23 Respondents' claim that the CTCs are backed 5:1 by above ground assets of gold, silver, platinum and rare
24 earths (not including below ground reserves).

25 3. Respondents' set forth that the press release is not to be considered a solicitation for any
26 purpose in any form or content, and that is the recipient's responsibility to review Respondent AMT's Reg S
27 offering prior to any application for purchase. Moreover, the disclaimer asserts that the press release (which
28

1 details the CTC's general investment terms, in its second paragraph), is intended only to announce the potential
2 cure for Covid 19.

3 4. Respondents' press release also directs the reader to the Apachetailings.com website which
4 provides information about AMT and 777 and how to obtain additional investment information.

5 5. Respondent AMT's website also sets forth the following: (a) "To finance our growth and share
6 in the profits to be generated, qualified investors are encouraged to contact us regarding high return, dividend
7 paying preferred stock and collateral trust certificate investment opportunities available;" (b) "For more
8 information please contact us: e-mail: info@apachetailings.com;" and (c) "The information on this site does
9 not constitute an offer to sell or solicit the purchase of any security, nor does it constitute an obligation to
10 underwrite, place or otherwise distribute any security described herein."

11 6. Based upon information and belief, the press release was sent to multiple media sites in the
12 United States, including USA Today Press Classifieds, WICZ.com a Fox affiliate in Binghamton, New York
13 and WBOC.com a CBS affiliate in Salisbury, Maryland.

14 7. A review of the Division's internal database and of the Electronic Data Gathering, Analysis,
15 and Retrieval System (EDGAR) maintained by the Securities and Exchange Commission (SEC), neither
16 Respondent 777 nor Respondent AMT has ever registered the securities or provided a notice of exemption
17 from registration to the Division.

18 STATUTORY BACKGROUND

19 8. The Nevada Uniform Securities Act (Act), as codified in Chapter 90 of the Nevada Revised
20 Statutes (NRS) regulates the offer, sale, and purchase of securities in or from the State of Nevada.

21 9. NRS 90.295 defines a "security" as:

22 [A] note, stock, bond, debenture, evidence of indebtedness, certificate of
23 interest or participation in a profit-sharing agreement, a limited partnership
24 interest, an interest in a limited-liability company, **collateral-trust certificate**,
25 preorganization certificate or subscription, transferable share, investment
26 contract, viatical settlement investment, voting-trust certificate, certificate of
27 deposit for a security, fractional undivided interest in an oil, gas or other
28 mineral lease or in payments out of production of such a lease, right or royalty,
a put, call, straddle or option on a security, certificate of deposit or group or
index of securities including any interest therein or based on the value of any
of the foregoing, or, in general, any interest or instrument commonly known as
a security or any certificate of interest or participation in, temporary or interim

1 certificate for, receipt for, whole or partial guarantee of or warrant or right to
2 subscribe to or purchase any of the foregoing.

3 10. Respondent AMT'S collateral trust certificates are securities.

4 11. Pursuant to NRS § 90.460, it is a violation of the Act for a person to offer to sell or sell any
5 security in this State unless the security is registered or the security or transaction is exempt under the Act.

6 12. The Division reasonably believes that Respondent violate the Act by posting a press release
7 issued from Nevada encouraging investors to purchase collateral trust agreements which were ostensibly
8 backed by Respondent AMT, and by providing additional information on the company, and the collateral trust
9 agreements on the Respondents' website.

10 13. The Division reasonably believes that Respondent 777 and Respondent AMT violated the Act
11 by offering unregistered securities that do not qualify for any registration exemption.

12 CONCLUSIONS OF LAW

13 1. The Division has jurisdiction over this matter pursuant to the Act, which authorizes the
14 Division to regulate any entity or person acting as an investment adviser or broker-dealer. Specifically, NRS
15 90.630(1)(a) allows the Division, through its Administrator, to take action to cease the sale of a security in the
16 State of Nevada in violation of NRS 90.460.

17 2. Pursuant to NRS 90.630(2), if the Administrator of the Division reasonably believes that a
18 person has violated the Chapter, the Administrator may "(a) Issue an order against the person to cease and
19 desist; (b) Censure the person if he or she is a licensed broker-dealer, sales representative, investment adviser
20 or representative of an investment adviser; (c) Bar or suspend the person from association with a licensed
21 broker-dealer or investment adviser in this State; (d) Issue an order against an applicant, licensed person or
22 other person who willfully violates this chapter, imposing a civil penalty of not more than \$25,000 for each
23 violation or, if the violation was committed against an older person or vulnerable person, a civil penalty equal
24 to twice the amount of the civil penalty that would otherwise have been imposed pursuant to this paragraph,
25 not to exceed \$50,000 for each violation;"

1 3. The Division reasonably believes that Respondents failed to comply with NRS § 90.460, which states
2 that it is a violation of the Act for a person to offer to sell or to sell any security in this State unless the security
3 is registered with the Division or the security or transaction exempt under the Act by publishing the press release
4 described *supra*.
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2 **ORDER**

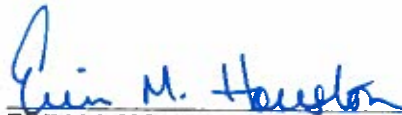
3 Finding the following appropriate and in the public interest, and on the basis of the Findings of Facts,
4 Conclusions of Law, and Respondents' consent to the entry of this Order,

5 **IT IS HEREBY ORDERED:**

- 6 1. Respondents agree to immediately cease and desist from any further violations of the Act.
7 2. In consideration of Respondents' consent to entry of this Order, the Division will not pursue
8 any further administrative proceedings against Respondents based on the limited allegations contained in the
9 Findings of Fact as set forth above. Respondents understand and agree that the instant Order does not preclude
10 the Division from further investigation or action against the Respondent for any act or omission unrelated to
11 the Regulation S offering specific to the purported Covid-19 cure.
12 3. Nothing in this Order shall be construed as a waiver of the Division's right to investigate and
13 pursue any criminal violations by Respondents.
14 4. This Order shall be effective as of the date on which it is signed by the Administrator
15 as set forth below.

16 DATED this 26th day of October, 2021.

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18 **BY ORDER OF THE ADMINISTRATOR**
19 Office of the Secretary of State, Securities Division

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21 ERIN M. HOUSTON
22 Deputy Secretary for Securities
23 Securities Administrator
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CONSENT TO ENTRY OF ADMINISTRATIVE ORDER

Respondent Apache Mills Tailings USA, Inc. (AMT), by through its authorized representative, hereby acknowledges that it has been served with a copy of this Order, has read the foregoing Order, is aware of its rights to a hearing and appeal in this matter, and has waived the same.

AMT, by and through its Authorized Representative, specifically acknowledges that a violation of this Order may constitute a felony pursuant to NRS 90.650.

AMT, by and through its Authorized Representative, admits the jurisdiction of the Securities Division of the Nevada Office of the Secretary of State and consents to entry of this Order by the Administrator of the Division as settlement of the issues contained within this Order.

AMT, by and through its Authorized Representative, states that no promise of any kind or nature, other than the consideration set forth in the Order, was made to it to induce it to enter into this Order and that it has entered into this Order voluntarily.

Roger Flowers acknowledges that he is the authorized representative of AMT and that as such, has been authorized by both to enter into this Order for and on behalf of AMT.

Dated this 19 day of October, 2021.

Apache Mills Tailings USA, Inc.



Roger Flowers
Authorized Representative for
Apache Mills Tailings USA, Inc.

Reviewed for content: 

Jason G. Landess, Esq.

