

**STATE OF NEVADA**  
**OFFICE OF THE SECRETARY OF STATE**  
**SECURITIES DIVISION**  
**2250 LAS VEGAS BOULEVARD NORTH, SUITE 400**  
**NORTH LAS VEGAS, NEVADA 89030**

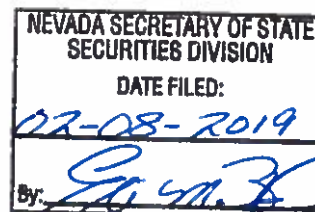
**In the Matter of:**

**CHELSA TOMAQUIN a/k/a DR. CHELSA  
HANSEN, an individual; AND CHELS  
WELLNESS INTERNATIONAL  
CORPORATION**

**Respondent.**

**FINAL ORDER TO CEASE AND DESIST**

**File No. INV18-101**



**TO: Chelsa Tomaquin  
1601 Sunrise View Drive  
Las Vegas, NV 89156**

**Chels Wellness International Corporation  
c/o United States Corporation Agents, Inc., its Registered Agent  
500 N. Rainbow Blvd., Suite 300A  
Las Vegas, NV 89107**


**WHEREAS**, the Securities Division of the Office of the Nevada Secretary of State ("Division") duly served a copy of the Notice of Summary Order to Cease and Desist Pursuant to NRS 90.630 and Opportunity for Hearing Pursuant to NRS 90.630(3) and Summary Order ("Summary Order") filed on November 2, 2018, upon Chelsa Tomaquin a/k/a Dr. Chelsa Hansen; and Chels Wellness International Corporation ("Respondent"); and

**WHEREAS**, Respondent failed to request a hearing within fifteen (45) days after the Summary Order was mailed by certified mail to the last known address of Respondent as provided in NRS 90.800.

**NOW THEREFORE**, the Administrator of the Division, pursuant to the authority set forth in NRS 90.800, the Summary Order (a copy of which is attached hereto and incorporated herein by this reference) is hereby final.

**IT IS SO ORDERED.**

**DATED this** 7<sup>th</sup> **day of February, 2019.**

  
Erin M. Houston, Esq.  
Securities Administrator

**CERTIFICATE OF MAILING**

I certify that I am an employee of the Office of the Nevada Secretary of State and that on this 8th day of February, 2019, I have caused a copy of the foregoing **FINAL ORDER TO CEASE AND DESIST**, to be served by United States Certified Mail, Return Receipt Requested, and First Class Mail, to the following:

**Chelsa Tomaquin  
1601 Sunrise View Drive  
Las Vegas, NV 89156**

**Chels Wellness International Corporation  
c/o United States Corporation Agents, Inc., its Registered Agent  
500 N. Rainbow Blvd., Suite 300A  
Las Vegas, NV 89107**

  
An employee of the Securities Division

NEVADA SECRETARY OF STATE SECURITIES DIVISION
DATE FILED: 11-2-18
<i>Stacy Rott</i>

**STATE OF NEVADA**  
**OFFICE OF THE SECRETARY OF STATE**  
**SECURITIES DIVISION**

2250 LAS VEGAS BOULEVARD NORTH, SUITE 400  
NORTH LAS VEGAS, NEVADA 89030

In the Matter of:

**CHELSEA TOMAQUIN a/k/a DR. CHELSA  
HANSEN, an individual; and CHELS  
WELLNESS INTERNATIONAL  
CORPORATION,**

Respondents.

**NOTICE AND SUMMARY ORDER TO  
CEASE AND DESIST**

File No. INV18-101

**TO: Chelsa Tomaquin**  
**1601 Sunrise View Drive**  
**Las Vegas, NV 89156**

**Chels Wellness International Corporation**  
**c/o United States Corporation Agents, Inc., its Registered Agent**  
**500 N. Rainbow Blvd., Suite 300A**  
**Las Vegas, NV 89107**

**NOTICE OF SUMMARY ORDER TO CEASE AND DESIST,**  
**INTENDED ACTION PURSUANT TO NRS 90.630(2),**  
**AND OPPORTUNITY FOR HEARING PURSUANT TO NRS 90.630(3)**

**YOU ARE HEREBY NOTIFIED** that pursuant to the legal authority granted the Administrator of the Securities Division of the Office of the Secretary of State, State of Nevada ("Administrator"), specifically Nevada Revised Statute ("NRS") 90.630, the Administrator hereby issues this SUMMARY ORDER TO CEASE AND DESIST to CHELSA TOMAQUIN a/k/a DR. CHELSA HANSEN ("TOMAQUIN"), an individual, and CHELS WELLNESS INTERNATIONAL CORPORATION ("CWIC").

**YOU ARE HEREBY FURTHER NOTIFIED** that you have a right to request a hearing on the matters set forth in the Summary Order to Cease and Desist. If you do not request a hearing in writing within 45 days after receipt of this notice, you waive your right to a hearing and the Administrator may issue a permanent order. Should you request a hearing, the Administrator shall

1 set the matter for hearing at her earliest convenience but not less than 15 days or more than 60 days  
2 after she receives written notice of that request for a hearing. Should you request a hearing, the  
3 Administrator will notify you by registered or certified mail of the time and place set for the hearing.

4 **YOU ARE HEREBY FURTHER NOTIFIED** that the Securities Division, in addition to  
5 seeking a Final Order to Cease and Desist, may also seek any of the sanctions allowed pursuant to  
6 NRS 90.630, and may seek to hold Respondents liable for the costs of the investigation in this matter  
7 if this matter should proceed to hearing. The Nevada Securities Division does not waive the right to  
8 seek criminal prosecution pursuant to 90.650.

9 **YOU ARE HEREBY FURTHER NOTIFIED:**

10 **NRS 90.650, Criminal penalties.**

11 1. A person who willfully violates:

- 12 (a) A provision of this chapter, except NRS 90.600, or who violates NRS 90.600 knowing  
13 that the statement made is false or misleading in any material respect;  
14 (b) A regulation adopted pursuant to this chapter; or  
15 (c) An order denying, suspending or revoking the effectiveness of registration or an order to  
16 cease and desist issued by the Administrator pursuant to this chapter,

17 ☐ is guilty of a category B felony and shall be punished by imprisonment in the state prison for a  
18 minimum term of not less than 1 year and a maximum term of not more than 20 years, or by a fine  
19 of not more than \$500,000, or by both fine and imprisonment, for each violation. In addition to  
20 any other penalty, the court shall order the person to pay restitution and may order the person to  
21 repay the costs of investigation and prosecution incurred by the Division and the Office of the  
22 Attorney General. If the violation was committed against an older person or vulnerable person,  
23 any restitution and costs of investigation and prosecution imposed by the court must be in an  
24 amount equal to twice the amount that would otherwise have been imposed by the court. Money  
25 recovered for reimbursement of the costs of investigation and prosecution must be deposited in  
26 the State General Fund for credit to the Secretary of State's Operating General Fund Budget  
27 Account.

- 28 2. A person convicted of violating a regulation or order under this chapter may be fined, but must  
not be imprisoned, if the person proves lack of knowledge of the regulation or order.  
3. This chapter does not limit the power of the State to punish a person for conduct which constitutes  
a crime under other law.

DATED this 2nd day of November, 2018.

NEVADA SECURITIES DIVISION  
OFFICE OF THE SECRETARY OF STATE

  
\_\_\_\_\_  
DIANA J. FOLEY, ADMINISTRATOR  
DEPUTY SECRETARY OF STATE FOR SECURITIES

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9. Respondents have violated and continue to violate NRS 90.570 by engaging in an act, practice, or course of business which operates or would operate as a fraud or deceit upon a person, including but not limited to offering to sell and selling securities and failing to deliver the purchased securities or a full refund of the purchase price.

## SUMMARY ORDER

Based upon the foregoing Findings of Fact and Conclusions of Law, and the Administrator's findings that Respondents pose an immediate danger to the public welfare because Respondents are actively engaging in violations of the Act and appear to intend to violate said Act in the future, Chelsa Tomaquin a/k/a Dr. Chelsa Hansen, individually or as a representative of Chels Wellness International Corporation, is hereby ordered to immediately Cease and Desist from further activities in violation of the Act, including but not limited to offering for sale unregistered securities, acting as a sales representative or agent of the issuer without being licensed, and engaging in an act, practice, or course of business which operates or would operate as a fraud or deceit upon a person.

Further, based upon the foregoing Findings of Fact and Conclusions of Law, and the Administrator's findings the Respondents pose an immediate danger to the public welfare, the Administrator revokes registration exemptions set forth in NRS 90.530(10) and NRS 90.530(11) regarding issuer transactions, evidence of indebtedness, investment contracts or stock, sold by Chelsa Tomaquin a/k/a Dr. Chelsa Hansen, individually or as a representative of Chels Wellness International Corporation and to be issued or issued by Chels Wellness International Corporation.

**This Summary Order to Cease and Desist is effective immediately upon signing.**

IT IS SO ORDERED.

DATED this 2nd day of November, 2018.

NEVADA SECURITIES DIVISION  
OFFICE OF THE SECRETARY OF STATE

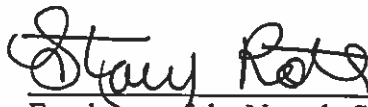
  
DIANA J. FOLEY, ADMINISTRATOR  
DEPUTY SECRETARY OF STATE FOR SECURITIES

1 **CERTIFICATE OF MAILING**

2 I certify that I am an employee of the Securities Division of the Office of the Secretary of  
3 State, State of Nevada, and that on this 2 day of November , 2018, I have caused a true and  
4 correct copy of the foregoing Summary Order to Cease and Desist to be served by United States  
5 Certified Mail, Return Receipt Requested, and First Class Mail, to the following:

6 **Chelsa Tomaquin**  
7 **1601 Sunrise View Drive**  
8 **Las Vegas, NV 89156**

9 **Chels Wellness International Corporation**  
10 **c/o United States Corporation Agents, Inc., its Registered Agent**  
11 **500 N. Rainbow Blvd., Suite 300A**  
12 **Las Vegas, NV 89107**

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Employee of the Nevada Securities Division  
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**STATE OF NEVADA**  
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**SECURITIES DIVISION**  
2250 LAS VEGAS BOULEVARD NORTH, SUITE 400  
NORTH LAS VEGAS, NEVADA 89030

NEVADA SECRETARY OF STATE SECURITIES DIVISION	
DATE FILED:	11-2-18
By:	<i>Stacy Rots</i>

In the Matter of:

CHELSEA TOMAQUIN a/k/a DR. CHELSA  
HANSEN, an individual; and CHELS  
WELLNESS INTERNATIONAL  
CORPORATION,

Respondents.

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)  
) COMPLAINT FOR SUMMARY ORDER  
) AND FINAL ORDER TO CEASE AND  
) DESIST AND OTHER APPROPRIATE  
) RELIEF

) File No. INV18-101

TO:

Chelsa Tomaquin  
1601 Sunrise View Drive  
Las Vegas, NV 89156

Chels Wellness International Corporation  
c/o United States Corporation Agents, Inc., its Registered Agent  
500 N. Rainbow Blvd., Suite 300A  
Las Vegas, NV 89107

**COMPLAINT FOR SUMMARY ORDER AND FINAL ORDER  
TO CEASE AND DESIST AND OTHER APPROPRIATE RELIEF**

COMES NOW, the Securities Division of the Office of the Secretary of State, State of Nevada ("Division"), and as and for its complaint against the above-named Respondents for violations of the Nevada Uniform Securities Act, as codified in Chapter 90 of the Nevada Revised Statutes, alleges as follows:

**PARTIES**

1. Respondent Chelsa Tomaquin, a/k/a Dr. Chelsa Hansen ("Tomaquin"), is an individual who, upon information and belief, is a resident of Las Vegas, Nevada.

2. Respondent Chels Wellness International Corporation ("CWIC"), is a Nevada-based corporation that is registered with the Nevada Secretary of State Commercial Recordings Division



1 ("Commercial Recordings"), Nevada Business ID No. NV20171216554. CWIC and Tomaquin  
2 hereinafter Respondents.

3 **FACTUAL BACKGROUND**

4 3. In February 2017, Unnamed Investor #1 ("UI1"), a Nevada resident, wrote a check to  
5 "Chels Wellness International" for \$10,000.00, after being approached by Tomaquin. According to  
6 UI1, Tomaquin sought 35 board members for CWIC, and in exchange for a \$10,000.00 investment,  
7 UI1 would receive one million shares of CWIC along with \$5,000.00 in CWIC products, identified  
8 as "alkaline water concentrate."

9 4. At the time of the investment, UI1 was not provided with a receipt, a contract, or stock  
10 certificates reflecting ownership in CWIC, or the product.

11 5. Between November 2017 and April 2018, UI1 contacted Tomaquin on numerous  
12 occasions via text message and e-mail seeking return of the \$10,000.00 investment.

13 6. In a reply to UI1 on or about December 1, 2017, Tomaquin wrote: "Please give me  
14 more time on or before December 20 because we just start the insurance business. In order for me  
15 to pay all those people who want to get their money back like you! Thanks."

16 7. In a reply to UI1 on or about January 3, 2018, Tomaquin wrote: "I'm so sorry I don't  
17 have the money now! We just get appointed the insurance company last week! Of December! We  
18 start writing policy yesterday we expect commission in the next 2 weeks depends on how fast the  
19 insurance process the application! I apologize for this delay! Am working hard on the insurance  
20 business so that I can give you back your 10,000 money!"

21 8. In a reply to UI1 on or about February 22, 2018, Tomaquin wrote: "I apologize I am  
22 here in Georgia for insurance convention! As soon as I get commission from solar and insurance I  
23 will call you right away!"

24 9. In a reply to UI1 on or about April 15, 2018, Tomaquin wrote: "Please give me until  
25 the end of the month again. I sent you my new home address just to let you know that I am willing  
26 to settle the money as soon as I have the money! The insuranxe [sic] did not go through am Back  
27 with my s business CWIC the septillion product".  
28

1           10. In a message sent to Tomaquin on or about April 25, 2018, UII wrote: "You have  
2 made an effort to solicit business capital in return for company shares and products in February 2017.  
3 We wrote you a check of \$10,000 dated 2/22/17. It was cleared on 2/27/17. We have been trying  
4 to get our \$10,000 back since September 2017 when we found out you changed business address  
5 without notifying us. Also, we never received any shares or products as promised. ..."

6           11. In response to UII's message, on or about April 25, 2018, Tomaquin replied: "I can  
7 give you the products and certificate but the last conversation in December is that you want a money  
8 back to that's why I am willing to give your money back! My intention is very good because I still  
9 have my company! But no office! ... Am working hard to rebuild my company and return your  
10 money! Am willing to issue you the 1 million share I promise but! It's okay Give me until May 5  
11 because I'm in Los Angeles until May 5."

12           12. As of the date of this Complaint, UII has not received the requested \$10,000.00 from  
13 Tomaquin.

14           13. On information and belief from at least July 26 through August 7, 2018 CWIC's  
15 website, [www.chelswellness.com](http://www.chelswellness.com), contained a slideshow containing a number of automatically-  
16 refreshing slides, including the following titles: "Septillion Alkaline Water Concentrate: As  
17 Powerful Anti-Oxidants;" "Septillion Alkaline Water Concentrate: Put your Acidic Body Into  
18 Balance;" Septillion Alkaline Water Concentrate: Hydrates Your Body Efficiently;" Septillion  
19 Alkaline Water Concentrate: Replenish Alkaline Minerals;" "Entrepreneur Needs to Check FICO  
20 Score! CWIC is Marketing (Facts) Credit Repair;" and "Shares of Stocks Give Aways: CWIC  
21 Sponsoring Contest."

22           14. The "Shares of Stocks Give Aways: CWIC Sponsoring Contest" slide has pictures of  
23 fireworks and the following verbiage:

- 24           a. 1st Place: 100K Shares of Stocks  
25           b. 2nd Place: 50K Shares of Stocks  
26           c. 3rd Place: 25K Shares of Stocks  
27           d. "This contest is for all CWIC ACTIVE Members who sponsor the most number of  
28           CWIC NEW Members from July 6 – August 7, 2018"

- 1 e. "CWIC on its 10th Anniversary Celebration, is giving away a total of \$10  
2 MILLION shares of stocks to all CWIC Members who enroll NEW CWIC  
3 Members from July 6, 2018, until the \$10 MILLION shares is used up or awarded.  
4 CWIC will match \$1 share of stock for each 1 Business Volume (BV) generated  
5 in each enrollment of NEW MEMBER by a CWIC MEMBER"
- 6 f. "BONUS: CWIC will give an additional \$500 shares of stocks for every multiple  
7 of 500BV generated by each CWIC Member during the contest"

8 15. On the website's "About Us" page, CWIC is described as "a multi-level marketing  
9 company. ... Instead of spending thousands of dollars in standard advertising methods, we pay you  
10 to share Chels Wellness International Corp Products with others." The main product sold by CWIC  
11 is "Alkaline Water Concentrate," which is sold in 2 oz bottles for \$29.99 apiece.

12 16. UII is not an accredited investor as defined by 17 CFR §230.501(a)(5)-(6), which  
13 states that an accredited investor is "any natural person whose individual net worth...exceeds  
14 \$1,000,000" or "any natural person who had an individual income in excess of \$200,000 in each of  
15 the two most recent years." At the time of the investment, UII's assets were limited to less than  
16 \$750,000.00 and his yearly income was between \$50,000 and \$75,000.00.

17 17. According to records maintained by the Division, Tomaquin has never been licensed  
18 with the Division as a sales representative of a broker/dealer or issuer. Upon information and belief,  
19 Tomaquin did not disclose this fact to UII or to other investors whom Tomaquin may have solicited.

20 18. According to records maintained by the Division, CWIC has never filed an application  
21 for the registration of securities or a notice of exemption from registration with the Division. Upon  
22 information and belief, Respondents did not disclose this fact to UII or to other investors whom  
23 Tomaquin may have solicited.

#### 24 **STATUTORY BACKGROUND**

25 19. The Nevada Uniform Securities Act ("Act"), as codified in Chapter 90 of the Nevada  
26 Revised Statutes ("NRS") and regulates the offer, sale, and purchase of securities in or from the State  
27 of Nevada.  
28

1           20.    NRS 90.295 defines a "security" as:

2                   [A] note, stock, bond, debenture, evidence of indebtedness, certificate  
3                   of interest or participation in a profit-sharing agreement, a limited  
4                   partnership interest, an interest in a limited-liability company,  
5                   collateral-trust certificate, preorganization certificate or subscription,  
6                   transferable share, investment contract, viatical settlement investment,  
7                   voting-trust certificate, certificate of deposit for a security, fractional  
8                   undivided interest in an oil, gas or other mineral lease or in payments  
9                   out of production of such a lease, right or royalty, a put, call, straddle or  
10                  option on a security, certificate of deposit or group or index of securities  
11                  including any interest therein or based on the value of any of the  
12                  foregoing, or, in general, any interest or instrument commonly known  
13                  as a security or any certificate of interest or participation in, temporary  
14                  or interim certificate for, receipt for, whole or partial guarantee of or  
15                  warrant or right to subscribe to or purchase any of the foregoing.

16           21.    NRS 90.280 defines "sale" and "sell" as including "every contract of sale, contract to  
17           sell, or other disposition, of a security or interest in a security for value." Additionally, "offer to  
18           sell" includes "every attempt or offer to dispose of, or solicitation of an offer to purchase, a security  
19           or interest in a security for value."

20           22.    NRS 90.255 defines "issuer" as "a person who issues or proposes to issue a security."  
21           Here, CWIC proposed to issue a security, stock.

22           23.    NRS 90.285 defines "sales representative" as "a natural person other than a broker-  
23           dealer, authorized to act and acting for a broker-dealer or issuer effecting or attempting to effect  
24           purchases or sales of securities."

25           24.    As set forth in NRS 90.310, it is a violation of the Act for any person to act as a broker-  
26           dealer or sales representative unless licensed or exempt from licensing under the Act; additionally,  
27           it is a violation of the Act for any issuer or any licensed broker-dealer to employ or contract with a  
28           person as a sales representative unless the sales representative is licensed or exempt from licensing  
29           under the Act.

30           25.    As set forth in NRS 90.460, it is a violation of the Act for a person to offer to sell or  
31           sell any security in this State unless the security is registered or the security or transaction is exempt  
32           under the Act.

1       26.    As set forth in NRS 90.550, the Administrator by order may deny or revoke an  
2 exemption specified in NRS 90.520 or 90.530, with respect to a specific security or transaction.

3       27.    As set forth in NRS 90.570, in connection with the offer to sell, sale, offer to purchase  
4 or purchase of a security, a person shall not, directly or indirectly, employ any device, scheme or  
5 artifice to defraud; make an untrue statement of a material fact or omit to state a material fact  
6 necessary in order to make the statements made not misleading in the light of the circumstances  
7 under which they are made; or engage in an act, practice or course of business which operates or  
8 would operate as a fraud or deceit upon a person.

9       28.    As set forth in NRS 90.630(1), if the Administrator of the Division reasonably believes  
10 that a security is being offered or has been offered or sold in violation of the Act, or that a person is  
11 acting in violation of the Act, the Administrator may issue, without a prior hearing, a Summary Order  
12 against the person engaged in the prohibited activities, directing such person to desist and refrain  
13 from further activity until the security is registered or such person is licensed under the Act.

14       29.    Pursuant to NRS 90.630(2), the Administrator of the Division, after giving notice by  
15 registered certified mail and conducting a hearing in an administrative proceeding, unless the right  
16 to notice and hearing is waived by the person against whom the sanction is imposed, may: (a) issue  
17 an order against the person to cease and desist; (b) censure the person if he or she is a licensed broker-  
18 dealer, sales representative, investment adviser or representative of an investment adviser; (c) bar or  
19 suspend the person from association with a licensed broker-dealer or investment adviser in this State;  
20 (d) issue an order against an applicant, licensed person or other person who willfully violates this  
21 chapter, imposing a civil penalty of not more than \$25,000 for each violation, or if the violation was  
22 committed against an older person or vulnerable person, a civil penalty equal to twice the amount of  
23 the civil penalty that would otherwise have been imposed pursuant to this paragraph, not to exceed  
24 \$50,000 for each violation; or (e) initiate one or more of the actions specified in NRS 90.640.

25       30.    Pursuant to NRS 90.575 Tomaquin, acting as a sales representative, owed to Unnamed  
26 Investor # 1 a fiduciary duty to act in his best interest.

27 ///

28 ///

1 COUNT I

2 (Unlicensed Sales Representative)

3 31. The Division realleges and incorporates by reference paragraphs 1 through 30 above  
4 as if set forth fully herein.

5 32. Respondent Tomaquin is not licensed as sales representative with the Division.

6 33. Respondent Tomaquin, by engaging in the conduct above, has violated and continues  
7 to violate NRS 90.310 by acting as a sales representative without being licensed by the Division.

8 COUNT II

9 (Offer or Sale of Unregistered Securities)

10 34. The Division realleges and incorporates by reference paragraphs 1 through 33 above  
11 as if set forth fully herein.

12 35. Respondents have not filed an application for the registration of securities or a notice  
13 of exemption from registration with the Division.

14 36. Respondents have violated and continue to violate NRS 90.460 by offering to sell and  
15 selling securities that are not registered with the Division, are not exempt from registration with the  
16 Division, and/or are not federally-covered securities.

17 COUNT III

18 (Operating as a Deceit Upon a Client)

19 37. The Division realleges and incorporates by reference paragraphs 1 through 36 above  
20 as if set forth fully herein.

21 38. Respondents by engaging in the conduct set forth above, have employed a device,  
22 scheme, or artifice to defraud by engaging in the offer of unregistered, non-exempt securities that  
23 are not federally-covered securities.

24 39. Respondents have violated and continue to violate NRS 90.590 by engaging directly  
25 or indirectly in an act, practice, or course of business that operates or would operate as a deceit upon  
26 a client.

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**REQUEST FOR RELIEF**

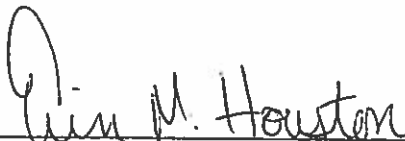
Based upon the foregoing, the Division respectfully requests the following:

1. That a Summary Order be entered requiring that Respondents immediately Cease and Desist from violating the Act;
2. That a Final Order be entered requiring that Respondents immediately Cease and Desist from violating the Act;
3. That a Civil Penalty not to exceed \$25,000.00 be imposed against Respondents for each violation of the Act;
4. That a Civil Penalty not to exceed \$50,000.00 be imposed against Respondents for each violation of the Act against an older person or a vulnerable person;
5. That the exemptions from registration set forth in NRS 90.530 be revoked for any evidence of indebtedness, stock or other security issued by CWIC and/or sold by any Respondent.
6. Reasonable attorney's fees and costs of investigation; and
7. For such other and further relief as the Hearing Officer deems just and proper.

Dated this 1 day of November, 2018.

Respectfully submitted,

NEVADA SECURITIES DIVISION  
OFFICE OF THE SECRETARY OF STATE



ERIN M. HOUSTON  
CHIEF OF ENFORCEMENT

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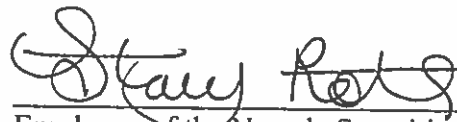
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**CERTIFICATE OF MAILING**

I certify that I am an employee of the Securities Division of the Office of the Secretary of State, State of Nevada, and that on this 2 day of November 2018, I have caused a true and correct copy of the foregoing Complaint for Summary and Final Order to Cease and Desist and Other Appropriate Relief to be served by United States Certified Mail, Return Receipt Requested, and First Class Mail, to the following:

**Chelsa Tomaquin  
1601 Sunrise View Drive  
Las Vegas, NV 89156**

**Chels Wellness International Corporation  
c/o United States Corporation Agents, Inc., its Registered Agent  
500 N. Rainbow Blvd., Suite 300A  
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Employee of the Nevada Securities Division



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**STATE OF NEVADA**  
**OFFICE OF THE SECRETARY OF STATE**  
**SECURITIES DIVISION**

2250 LAS VEGAS BOULEVARD NORTH, SUITE 400  
NORTH LAS VEGAS, NEVADA 89030

NEVADA SECRETARY OF STATE SECURITIES DIVISION DATE FILED: 11-2-18 By: <i>Stacy Rots</i>
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In the Matter of:

CHELSEA TOMAQUIN a/k/a DR. CHELSA  
HANSEN, an individual; and CHELS  
WELLNESS INTERNATIONAL  
CORPORATION,

Respondents.

)  
)  
) COMPLAINT FOR SUMMARY ORDER  
) AND FINAL ORDER TO CEASE AND  
) DESIST AND OTHER APPROPRIATE  
) RELIEF

) File No. INV18-101  
)

TO:

Chelsa Tomaquin  
1601 Sunrise View Drive  
Las Vegas, NV 89156

Chels Wellness International Corporation  
c/o United States Corporation Agents, Inc., its Registered Agent  
500 N. Rainbow Blvd., Suite 300A  
Las Vegas, NV 89107

**COMPLAINT FOR SUMMARY ORDER AND FINAL ORDER  
TO CEASE AND DESIST AND OTHER APPROPRIATE RELIEF**

20 COMES NOW, the Securities Division of the Office of the Secretary of State, State of Nevada  
21 ("Division"), and as and for its complaint against the above-named Respondents for violations of the  
22 Nevada Uniform Securities Act, as codified in Chapter 90 of the Nevada Revised Statutes, alleges  
23 as follows:

24 **PARTIES**

25 1. Respondent Chelsa Tomaquin, a/k/a Dr. Chelsa Hansen ("Tomaquin"), is an  
26 individual who, upon information and belief, is a resident of Las Vegas, Nevada.

27 2. Respondent Chels Wellness International Corporation ("CWIC"), is a Nevada-based  
28 corporation that is registered with the Nevada Secretary of State Commercial Recordings Division

1 ("Commercial Recordings"), Nevada Business ID No. NV20171216554. CWIC and Tomaquin  
2 hereinafter Respondents.

3 **FACTUAL BACKGROUND**

4 3. In February 2017, Unnamed Investor #1 ("UI1"), a Nevada resident, wrote a check to  
5 "Chels Wellness International" for \$10,000.00, after being approached by Tomaquin. According to  
6 UI1, Tomaquin sought 35 board members for CWIC, and in exchange for a \$10,000.00 investment,  
7 UI1 would receive one million shares of CWIC along with \$5,000.00 in CWIC products, identified  
8 as "alkaline water concentrate."

9 4. At the time of the investment, UI1 was not provided with a receipt, a contract, or stock  
10 certificates reflecting ownership in CWIC, or the product.

11 5. Between November 2017 and April 2018, UI1 contacted Tomaquin on numerous  
12 occasions via text message and e-mail seeking return of the \$10,000.00 investment.

13 6. In a reply to UI1 on or about December 1, 2017, Tomaquin wrote: "Please give me  
14 more time on or before December 20 because we just start the insurance business. In order for me  
15 to pay all those people who want to get their money back like you! Thanks."

16 7. In a reply to UI1 on or about January 3, 2018, Tomaquin wrote: "I'm so sorry I don't  
17 have the money now! We just get appointed the insurance company last week! Of December! We  
18 start writing policy yesterday we expect commission in the next 2 weeks depends on how fast the  
19 insurance process the application! I apologize for this delay! Am working hard on the insurance  
20 business so that I can give you back your 10,000 money!"

21 8. In a reply to UI1 on or about February 22, 2018, Tomaquin wrote: "I apologize I am  
22 here in Georgia for insurance convention! As soon as I get commission from solar and insurance I  
23 will call you right away!"

24 9. In a reply to UI1 on or about April 15, 2018, Tomaquin wrote: "Please give me until  
25 the end of the month again. I sent you my new home address just to let you know that I am willing  
26 to settle the money as soon as I have the money! The insuranxe [sic] did not go through am Back  
27 with my s business CWIC the septillion product".  
28

1           10.     In a message sent to Tomaquin on or about April 25, 2018, UII wrote: "You have  
2 made an effort to solicit business capital in return for company shares and products in February 2017.  
3 We wrote you a check of \$10,000 dated 2/22/17. It was cleared on 2/27/17. We have been trying  
4 to get our \$10,000 back since September 2017 when we found out you changed business address  
5 without notifying us. Also, we never received any shares or products as promised. ..."

6           11.     In response to UII's message, on or about April 25, 2018, Tomaquin replied: "I can  
7 give you the products and certificate but the last conversation in December is that you want a money  
8 back to that's why I am willing to give your money back! My intention is very good because I still  
9 have my company! But no office! ... Am working hard to rebuild my company and return your  
10 money! Am willing to issue you the 1 million share I promise but! It's okay Give me until May 5  
11 because I'm in Los Angeles until May 5."

12           12.     As of the date of this Complaint, UII has not received the requested \$10,000.00 from  
13 Tomaquin.

14           13.     On information and belief from at least July 26 through August 7, 2018 CWIC's  
15 website, [www.chelswellness.com](http://www.chelswellness.com), contained a slideshow containing a number of automatically-  
16 refreshing slides, including the following titles: "Septillion Alkaline Water Concentrate: As  
17 Powerful Anti-Oxidants;" "Septillion Alkaline Water Concentrate: Put your Acidic Body Into  
18 Balance;" Septillion Alkaline Water Concentrate: Hydrates Your Body Efficiently;" Septillion  
19 Alkaline Water Concentrate: Replenish Alkaline Minerals;" "Entrepreneur Needs to Check FICO  
20 Score! CWIC is Marketing (Facts) Credit Repair;" and "Shares of Stocks Give Aways: CWIC  
21 Sponsoring Contest."

22           14.     The "Shares of Stocks Give Aways: CWIC Sponsoring Contest" slide has pictures of  
23 fireworks and the following verbiage:

- 24                   a. 1st Place: 100K Shares of Stocks  
25                   b. 2nd Place: 50K Shares of Stocks  
26                   c. 3rd Place: 25K Shares of Stocks  
27                   d. "This contest is for all CWIC ACTIVE Members who sponsor the most number of  
28                   CWIC NEW Members from July 6 – August 7, 2018"

- 1 e. "CWIC on its 10th Anniversary Celebration, is giving away a total of \$10  
2 MILLION shares of stocks to all CWIC Members who enroll NEW CWIC  
3 Members from July 6, 2018, until the \$10 MILLION shares is used up or awarded.  
4 CWIC will match \$1 share of stock for each 1 Business Volume (BV) generated  
5 in each enrollment of NEW MEMBER by a CWIC MEMBER"
- 6 f. "BONUS: CWIC will give an additional \$500 shares of stocks for every multiple  
7 of 500BV generated by each CWIC Member during the contest"

8 15. On the website's "About Us" page, CWIC is described as "a multi-level marketing  
9 company. ... Instead of spending thousands of dollars in standard advertising methods, we pay you  
10 to share Chels Wellness International Corp Products with others." The main product sold by CWIC  
11 is "Alkaline Water Concentrate," which is sold in 2 oz bottles for \$29.99 apiece.

12 16. UII is not an accredited investor as defined by 17 CFR §230.501(a)(5)-(6), which  
13 states that an accredited investor is "any natural person whose individual net worth...exceeds  
14 \$1,000,000" or "any natural person who had an individual income in excess of \$200,000 in each of  
15 the two most recent years." At the time of the investment, UII's assets were limited to less than  
16 \$750,000.00 and his yearly income was between \$50,000 and \$75,000.00.

17 17. According to records maintained by the Division, Tomaquin has never been licensed  
18 with the Division as a sales representative of a broker/dealer or issuer. Upon information and belief,  
19 Tomaquin did not disclose this fact to UII or to other investors whom Tomaquin may have solicited.

20 18. According to records maintained by the Division, CWIC has never filed an application  
21 for the registration of securities or a notice of exemption from registration with the Division. Upon  
22 information and belief, Respondents did not disclose this fact to UII or to other investors whom  
23 Tomaquin may have solicited.

#### 24 STATUTORY BACKGROUND

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

1           20.    NRS 90.295 defines a "security" as:

2                   [A] note, stock, bond, debenture, evidence of indebtedness, certificate  
3                   of interest or participation in a profit-sharing agreement, a limited  
4                   partnership interest, an interest in a limited-liability company,  
5                   collateral-trust certificate, preorganization certificate or subscription,  
6                   transferable share, investment contract, viatical settlement investment,  
7                   voting-trust certificate, certificate of deposit for a security, fractional  
8                   undivided interest in an oil, gas or other mineral lease or in payments  
9                   out of production of such a lease, right or royalty, a put, call, straddle or  
10                  option on a security, certificate of deposit or group or index of securities  
11                  including any interest therein or based on the value of any of the  
12                  foregoing, or, in general, any interest or instrument commonly known  
13                  as a security or any certificate of interest or participation in, temporary  
14                  or interim certificate for, receipt for, whole or partial guarantee of or  
15                  warrant or right to subscribe to or purchase any of the foregoing.

16           21.    NRS 90.280 defines "sale" and "sell" as including "every contract of sale, contract to  
17           sell, or other disposition, of a security or interest in a security for value." Additionally, "offer to  
18           sell" includes "every attempt or offer to dispose of, or solicitation of an offer to purchase, a security  
19           or interest in a security for value."

20           22.    NRS 90.255 defines "issuer" as "a person who issues or proposes to issue a security."  
21           Here, CWIC proposed to issue a security, stock.

22           23.    NRS 90.285 defines "sales representative" as "a natural person other than a broker-  
23           dealer, authorized to act and acting for a broker-dealer or issuer effecting or attempting to effect  
24           purchases or sales of securities."

25           24.    As set forth in NRS 90.310, it is a violation of the Act for any person to act as a broker-  
26           dealer or sales representative unless licensed or exempt from licensing under the Act; additionally,  
27           it is a violation of the Act for any issuer or any licensed broker-dealer to employ or contract with a  
28           person as a sales representative unless the sales representative is licensed or exempt from licensing  
                under the Act.

                25.    As set forth in NRS 90.460, it is a violation of the Act for a person to offer to sell or  
                sell any security in this State unless the security is registered or the security or transaction is exempt  
                under the Act.

1       26. As set forth in NRS 90.550, the Administrator by order may deny or revoke an  
2 exemption specified in NRS 90.520 or 90.530, with respect to a specific security or transaction.

3       27. As set forth in NRS 90.570, in connection with the offer to sell, sale, offer to purchase  
4 or purchase of a security, a person shall not, directly or indirectly, employ any device, scheme or  
5 artifice to defraud; make an untrue statement of a material fact or omit to state a material fact  
6 necessary in order to make the statements made not misleading in the light of the circumstances  
7 under which they are made; or engage in an act, practice or course of business which operates or  
8 would operate as a fraud or deceit upon a person.

9       28. As set forth in NRS 90.630(1), if the Administrator of the Division reasonably believes  
10 that a security is being offered or has been offered or sold in violation of the Act, or that a person is  
11 acting in violation of the Act, the Administrator may issue, without a prior hearing, a Summary Order  
12 against the person engaged in the prohibited activities, directing such person to desist and refrain  
13 from further activity until the security is registered or such person is licensed under the Act.

14       29. Pursuant to NRS 90.630(2), the Administrator of the Division, after giving notice by  
15 registered certified mail and conducting a hearing in an administrative proceeding, unless the right  
16 to notice and hearing is waived by the person against whom the sanction is imposed, may: (a) issue  
17 an order against the person to cease and desist; (b) censure the person if he or she is a licensed broker-  
18 dealer, sales representative, investment adviser or representative of an investment adviser; (c) bar or  
19 suspend the person from association with a licensed broker-dealer or investment adviser in this State;  
20 (d) issue an order against an applicant, licensed person or other person who willfully violates this  
21 chapter, imposing a civil penalty of not more than \$25,000 for each violation, or if the violation was  
22 committed against an older person or vulnerable person, a civil penalty equal to twice the amount of  
23 the civil penalty that would otherwise have been imposed pursuant to this paragraph, not to exceed  
24 \$50,000 for each violation; or (e) initiate one or more of the actions specified in NRS 90.640.

25       30. Pursuant to NRS 90.575 Tomaquin, acting as a sales representative, owed to Unnamed  
26 Investor # 1 a fiduciary duty to act in his best interest.

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**REQUEST FOR RELIEF**

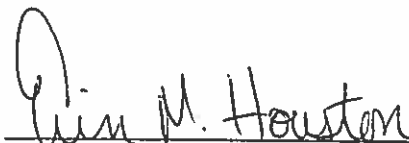
Based upon the foregoing, the Division respectfully requests the following:

1. That a Summary Order be entered requiring that Respondents immediately Cease and Desist from violating the Act;
2. That a Final Order be entered requiring that Respondents immediately Cease and Desist from violating the Act;
3. That a Civil Penalty not to exceed \$25,000.00 be imposed against Respondents for each violation of the Act;
4. That a Civil Penalty not to exceed \$50,000.00 be imposed against Respondents for each violation of the Act against an older person or a vulnerable person;
5. That the exemptions from registration set forth in NRS 90.530 be revoked for any evidence of indebtedness, stock or other security issued by CWIC and/or sold by any Respondent.
6. Reasonable attorney's fees and costs of investigation; and
7. For such other and further relief as the Hearing Officer deems just and proper.

Dated this 1 day of November, 2018.

Respectfully submitted,

NEVADA SECURITIES DIVISION  
OFFICE OF THE SECRETARY OF STATE



ERIN M. HOUSTON  
CHIEF OF ENFORCEMENT

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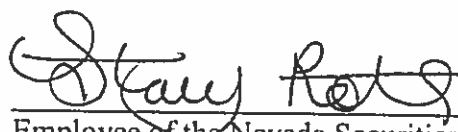


1 **CERTIFICATE OF MAILING**

2 I certify that I am an employee of the Securities Division of the Office of the Secretary of  
3 State, State of Nevada, and that on this 2 day of November 2018, I have caused a true and correct  
4 copy of the foregoing Complaint for Summary and Final Order to Cease and Desist and Other  
5 Appropriate Relief to be served by United States Certified Mail, Return Receipt Requested, and First  
6 Class Mail, to the following:

7 **Chelsa Tomaquin**  
8 **1601 Sunrise View Drive**  
9 **Las Vegas, NV 89156**

10 **Chels Wellness International Corporation**  
11 **c/o United States Corporation Agents, Inc., its Registered Agent**  
12 **500 N. Rainbow Blvd., Suite 300A**  
13 **Las Vegas, NV 89107**

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16 Employee of the Nevada Securities Division  
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