

<p>CITY AND COUNTY OF DENVER  DISTRICT COURT  1437 Bannock Street  Denver, CO 80202</p> <hr/> <p>STATE OF COLORADO, <i>ex rel.</i> PHILIP J. WEISER,  ATTORNEY GENERAL</p> <p>Plaintiff,</p> <p>v.</p> <p>MARCIO GARCIA ANDRADE; RICK STEENBOCK;  and JUMPSTART INCORPORATIONS INC.</p> <p>Defendants.</p>	<p style="text-align: center;"><b>▲ COURT USE ONLY ▲</b></p>
<p>PHILIP J. WEISER, Attorney General  LAUREN M. DICKEY, 45773*  First Assistant Attorney General  ELIZABETH ATKINSON, 42811*  CONOR A. KRUGER, 54111*  Assistant Attorneys General  Ralph L. Carr Judicial Center  1300 Broadway, 7th Floor  Denver, CO 80203  Telephone: (720) 508-6216  FAX: (720) 508-6040  *Counsel of Record</p>	<p>Case No. 2023CV032624</p> <p>Div.: 275</p>
<p><b>PLAINTIFF'S FIRST AMENDED COMPLAINT</b></p>	

Plaintiff, the State of Colorado, upon relation of Philip J. Weiser, Attorney General for the State of Colorado, submits this First Amended Complaint in accordance with Colorado Rule of Civil Procedure 15 and alleges as follows:

**INTRODUCTION**

1. It is crucial that the Secretary of State’s corporate filing system present an accurate record to consumers. Coloradans use the Secretary’s corporate registry to confirm the validity of the businesses they encounter and to identify where to address questions, concerns, and demands.

2. Fraudulent business filings are dangerous tools in the hands of bad actors. The veneer of legitimacy provided by a registered corporation can be used to deceive consumers into transacting with, including extending credit to, a business that has supplied false information. And if a business filing is fraudulent, a consumer may be unable to contact the business with concerns—or legal process.

3. To combat this problem, the Colorado General Assembly passed SB 22-034 to enable the Secretary of State and Attorney General to take action against fraudulent business filings. *See* § 7-90-314, C.R.S. Under the new law, including an address in a document filed with the Secretary of State without the consent of the owner or occupant of that address constitutes a deceptive trade practice actionable by the Attorney General. §§ 6-1-103, -105(1)(ppp), C.R.S.

4. Defendants are persons who caused nearly 16,000 fraudulent filings to be submitted to the State of Colorado. The filings all share a single address – 2236 East 109th Drive, Northglenn, Colorado 80233 (the “Northglenn Address”).<sup>1</sup> A list of the fraudulently filed companies is attached as **Exhibit A**.

5. The fraudulent filings were detected in May 2023 when the Secretary of State noticed an unusual and suspicious pattern: hundreds of new businesses were flooding into their system, often mere minutes apart, all claiming registered agents reachable at the Northglenn Address, and originating from foreign IP addresses—despite the businesses claiming domestic status.

6. The Secretary investigated the pattern of filings at the Northglenn Address. This investigation quickly revealed that the Northglenn Address was used to register almost 16,000 businesses without the knowledge or consent of the homeowner and resident.

7. The Secretary notified the Attorney General of the pattern of fraudulent filings at the Northglenn Address because the Colorado Consumer Protection Act specifically forbids such conduct.

---

<sup>1</sup> At times, Defendants appear to have misspelled this address—for example, Wickmal Group LLC has a principal place of business listed at “2236 East 109th Dr, Northgleen [sic], CO 80233” rather than “Northglenn, CO 80233.” Based on the pattern of filings, registered agents, and credit cards used, it is plain that the registrant intended to list the Northglenn Address but mistyped the name. None of the misspellings belong to a real address in Colorado.

8. The Attorney General brings this action to ensure that businesses formed in Colorado are legitimate and provide truthful information to consumers in this state and around the country.

### **PARTIES**

9. Philip J. Weiser is the duly elected Attorney General of the State of Colorado and is authorized under § 6-1-103, C.R.S., to enforce the provisions of the CCPA.

10. Defendant Marcio Garcia Andrade (“Andrade”) is the individual listed as causing the delivery of the fraudulent filings who swore to the Secretary of State that the Northglenn Address was the principal place of business of the entities they formed and/or the mailing address of those entities’ registered agents.

11. Defendant Rick Steenbock (“Steenbock”) is an associate of Andrade named on payment methods used to cause the delivery of hundreds of the fraudulent filings listing the Northglenn Address.

12. Defendant Jumpstart Incorporations Inc. is a company, registered by Steenbock, named on payment methods used to cause the delivery of hundreds of the fraudulent filings listing the Northglenn address.

### **JURISDICTION AND VENUE**

13. Pursuant to §§ 6-1-103 and 6-1-110, C.R.S., this Court has jurisdiction to enter appropriate orders prior to and following an ultimate determination of liability.

14. The violations alleged herein occurred through the access and use of the Colorado Secretary of State’s online filing system maintained in Denver, Colorado.

### **RELEVANT TIMES**

15. The conduct that gives rise to the claims for relief contained in this Complaint has been ongoing since at least February 4, 2022, and continued until August 25, 2023, the date of the final fraudulent filing listing the Northglenn Address.

16. This action is timely brought pursuant to § 6-1-115, C.R.S. because it is initiated within three years of the date on which the last in a series of false, misleading, and deceptive acts or practices occurred and/or were discovered.

## ACTS OF AGENTS

17. Whenever reference is made in this Complaint to any act or practice of Defendants, such allegation shall be deemed to mean that the principals, owners, employees, independent contractors, agents, and representatives of such Defendants performed, directed, or authorized such act or practice on behalf of and at the direction and control of said Defendants while engaged in the scope of their duties.

## GENERAL ALLEGATIONS

### A. The Secretary's Corporate Registry.

18. The Secretary of State of Colorado maintains an online business filing system allowing for the formation and management of corporate entities in Colorado. The system additionally allows members of the public to search for businesses and verify their credibility. The Secretary has a statutory duty to maintain this system and use it to collect accurate information about entities incorporated in the State. § 24-21-110 to -114, C.R.S.

19. To create a new corporation, the Secretary requires submission of a form containing various information, including the address of the business itself, that of its registered agent, and that of the person causing the document to be delivered for filing. The form contains a disclaimer that submission constitutes certification, under penalty of perjury, that the information provided is true and accurate.

20. The disclaimer specifies that, “[t]his perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.”

21. In 2022, the Secretary of State began a program that reduced the cost of creating a new Limited Liability Corporation (LLC) in Colorado from \$50 to \$1. The program was created to “support Coloradans wishing to start or maintain their small business as the state and economy continues to recover from the economic effects of the pandemic,” finding that “[e]nsuring money stays in the pockets of Colorado small business owners is beneficial for Colorado’s economy.” § 24-21-104(3)(k), C.R.S.; 73d Gen. Assemb., Reg. Sess. (Colo. 2022) (H.B. 22-1001, Sec. 1).

22. The program was funded by a legislative appropriation of over \$8 million. The program continued until appropriated funds were exhausted. With a limited amount of money, fraudulently filed entities deprived deserving Colorado entrepreneurs and small business owners of the benefit.

23. 15,631 of the Fraudulent Businesses were formed while the fee credit was available. Given the \$49 credit applied to each formation, registrants of these entities received \$765,919 in benefits funded by monies appropriated from the State Treasury.

24. The State seeks the Court's intervention to protect consumers from a widespread fraud in the Secretary of State's corporate registry.

### **B. The Pattern of Fraudulent Filings at the Northglenn Address.**

25. Between February 2022 and August 2023, Defendants were responsible for 15,821 new business entities (the "Fraudulent Businesses") that were formed in Colorado sharing a distinct feature: the address of a single residential townhome.<sup>2</sup>

26. Upon detection of the suspicious filing pattern on May 10, 2023, the Secretary's staff undertook a comprehensive review of their digital records. The filing system captures not only the information included in the filings themselves, but also a log of IP addresses and payment methods used to make each submission. **Exhibit B, Affidavit of Deputy Secretary of State Christopher Beall.**

27. An exhaustive review of this data allowed the Secretary's office to compile a full record of the fraudulent filings using the Northglenn Address.

28. Each fraudulent filing contains at least one instance of the Northglenn Address. All the filings listed the Northglenn Address as that of their registered agent; all but 103 also listed that address as their principal place of business.

29. Andrade (and related spellings, *e.g.*, Marci Marcio Garcia Andrade, Macio Andrade, 80233 Marcio Gacia Andrade)<sup>3</sup>, is the registered agent on 15,797 of the Fraudulent Businesses. Andrade is also the cardholder named on the payment methods used to register 14,309 of the Fraudulent Businesses.

30. 15,816 of the fraudulent filings listed Andrade, or some variation of his name, as the person causing the document to be delivered for filing.

---

<sup>2</sup> Due to the volume of records at issue in this matter, a full listing of the entities related to the filings is provided in Exhibit A.

<sup>3</sup> As with misspelling of the Northglenn Address, these name variations can be reasonably presumed to be typographical errors stemming from thousands of repetitive and hurried entries rather than the intentional identification of other individuals with near-identical names.

31. Andrade is a self-styled serial entrepreneur. Andrade and several of his businesses, including Grand Teton Professionals, have been permanently enjoined from running fraudulent credit services businesses under a 2019 settlement with the FTC. *Fed. Trade Comm'n v. Grand Teton Pros., LLC*, No. 3:19-CV-00933-VAB, 2019 WL 3297001 (D. Conn. July 23, 2019).

32. Steenbock was also a signatory of the *Grand Teton* settlement.<sup>4</sup>

33. Steenbock is the cardholder named on payment methods used to register 758 of the Fraudulent Businesses, and “Jumpstart Incorporations I” is the cardholder named on payment methods used to register another 686. The business registration for Jumpstart Incorporations Inc. lists Steenbock as its registered agent and his home address as its principal office.

34. As part of Grand Teton Professional’s business, Andrade had a role in marketing Wholesale Shelf Corporations LLC (“Wholesale”). Wholesale is registered with Secretary of State and uses the Northglenn Address as its principal place of business.

35. Merchant accounts maintained in the name of Wholesale Shelf Corporations were among those responsible for paying the \$9.6 million judgment entered against defendants in the FTC settlement. *Id.* at 16

36. Wholesale sells aged registered corporations, also known as shelf corporations. Shelf corporations allow buyers to assume the identity of an older registered corporation in order to improve their likelihood of obtaining credit.

37. Wholesale advertises to customers seeking eligibility for credit, the ability to bid on government contracts, and credibility with customers through assuming the identity of aged shell corporations.

38. Wholesale advertises they “maintain a [sic] extensive list of credit-ready aged corporations,” that “retain their historical formation date which, when purchased by a new buyer, maintains that old, original date as the birthdate of their business.” Our Brands: WholesaleShelfCorporations.com, Funding CEO, <https://www.fundingceo.com/brand/wholesaleshellcorporations-com/>.

---

<sup>4</sup> Steenbock signed the injunction in his capacity as President of Atomium Corps Inc., a Colorado corporation. *See infra*, par. 32, Document 81.

39. Shelf corporations can present challenges for lenders to verify the age and creditworthiness of a corporation, and fraudulently filed shelf corporations cause havoc in the Colorado marketplace.

### **C. Unlawful Designation of Registered Agent**

40. The law requires that every domestic entity that has a “constituent filed document”<sup>5</sup> on file with the Secretary of State must continuously maintain a registered agent in Colorado. § 7-90-701(1), C.R.S.

41. For an individual to serve as a registered agent in Colorado, that individual must be at least eighteen years of age and have their primary residence or usual place of business in Colorado. § 7-90-701(1)(a), C.R.S.

42. Upon information and belief, Andrade does not have his primary residence in Colorado, nor did he have his primary residence in Colorado at the time the Fraudulent Businesses were filed with the Secretary of State.

43. Upon information and belief, Andrade does not have his usual place of business in Colorado, nor did he have his usual place of business in Colorado at the time the Fraudulent Businesses were filed with the Secretary of State.

44. Accordingly, upon information and belief, Andrade is not eligible to be a registered agent in Colorado, nor was he eligible to serve as a registered agent in Colorado at the time the Fraudulent Businesses were filed with the Secretary of State.

### **D. No Consent for Use of the Northglenn Address**

45. After the Secretary of State’s Office identified the pattern of suspicious filings and their shared use of the Northglenn Address, on May 12, 2023, the Office referred the matter to law enforcement for investigation.

46. The occupant of the Northglenn Address since September of 2022 did not consent to the use of the address in business filings. **Exhibit C, Pollack Declaration**

47. The owner of the Northglenn Address since July of 2022 did not consent to use of the address in business filings. **Exhibit D, Levine Declaration**

---

<sup>5</sup> Constituent filed documents include, for example, articles of incorporation, statements of registration, and similar documents. *See* § 7-90-102(6), C.R.S.

**E. Defendants have sold, and are continuing to sell, the Fraudulent Businesses.**

48. Since the filing of the Complaint in this case, Defendants have transferred ownership of several Fraudulent Businesses to third parties. Defendants have done so despite being on notice that the State considers these entities to be fraudulent, and despite knowing that the entities may be dissolved as a result of this litigation.

49. Upon information and belief, Defendants are continuing to sell these entities to third parties.

**FIRST CLAIM FOR RELIEF**

**(Including an address in a document filed in the Secretary of State's office without the consent of the owner of or occupant of the included address in violation of § 7-90-314(1)(b), C.R.S., § 6-1-105(1)(ppp), C.R.S.)**

50. Plaintiff incorporates herein by reference all allegations preceding and following this paragraph.

51. Defendants included an address in documents filed in the Secretary of State's Office without the consent of the owner of or occupant of the included address.

52. By means of the above-described conduct, Defendants have deceived and misled the public, and unlawfully acquired a benefit.

**SECOND CLAIM FOR RELIEF**

**(Knowingly or recklessly engages in any unfair, unconscionable, deceptive, deliberately misleading, false, or fraudulent act or practice, § 6-1-105(1)(rrr), C.R.S.)**

53. Plaintiff incorporates herein by reference all allegations preceding and following this paragraph.

54. Defendants have knowingly and recklessly violated § 6-1-105(1)(rrr) by fraudulently filing official, public documents that claim a business can be reached at an address where it cannot.

55. Defendants' attempt to deceive the Colorado Secretary of State and the public with the use of false information is unfair, deceptive, and deliberately misleading.



56. By means of the above-described conduct, Defendants have deceived and misled the public, and unlawfully acquired a benefit.

**THIRD CLAIM FOR RELIEF**  
**(Unjust Enrichment)**

57. Plaintiff incorporates herein by reference all allegations preceding and following this paragraph.

58. Defendants received \$765,919 in fee credits from the State by registering businesses at an address where they did not have consent and while using an ineligible registered agent.

59. Defendants took ownership of 15,821 business entities in the State without meeting the requirements to do so. Defendants have since transferred, and are continuing to transfer, ownership of these entities to third parties.

60. Defendants received a benefit from the State that they should not have received, at the State's expense, and have continued to profit from this benefit by selling the Fraudulent Businesses to third parties. Under these circumstances, it would be unjust for Defendant to retain this benefit without commensurate compensation to the State.

61. The State provided this benefit to Defendants without knowledge of all relevant facts. Instead, the State provided such benefit erroneously, and by mistake, based on Defendants' false and fraudulent representations to the Secretary of State. The State would not have provided this benefit to Defendants had it known that Defendants registered the Fraudulent Businesses at an address where they did not have consent, and while using an ineligible registered agent.

62. By means of the above-described conduct, Defendants have deceived and misled the public, and enriched themselves at the State's expense.

**RELIEF REQUESTED**

WHEREFORE, Plaintiff prays for entry of judgment in its favor, and for injunctive relief as follows:

- A. An order that Defendants' conduct violates the Colorado Consumer Protection Act, including sections 6-1-105(1)(ppp) and 6-1-105(1)(rrr), C.R.S.
- B. Judgment pursuant to § 6-1-110(1), C.R.S., against Defendants

dissolving the Fraudulent Businesses using the Northglenn Address and allowing their removal from the Secretary of State's online system.

- C. An order pursuant to § 6-1-110(1), C.R.S., requiring Defendants to cease all further incorporation or organization of entities in the State of Colorado.
- D. An order pursuant to § 6-1-110(1), C.R.S., for an injunction or other orders or judgments relating to deceptive practices.
- E. An order for the disgorgement of any profits from the sale of fraudulently registered Colorado entities and services related to those entities.
- F. An order for damages in the amount of \$765,919 for money lost to the people of Colorado through the misuse of fee credits intended for legitimate business registrants.
- G. Any such further relief as this Court may deem just and proper to effectuate the purposes of the Colorado Consumer Protection Act.

Respectfully submitted this 25th day of March, 2024

PHILIP J. WEISER  
Attorney General

/s/ Conor A. Kruger  
Conor A. Kruger

LAUREN M. DICKEY, 45773\*  
First Assistant Attorney General  
ELIZABETH ATKINSON, 42811\*  
CONOR A. KRUGER, 54111\*  
Assistant Attorneys General  
Consumer Fraud Unit  
Consumer Protection Section  
Attorneys for Plaintiff

\*Counsel of Record

**Plaintiff's Address**

Ralph L. Carr Judicial Center  
Office of the Attorney General  
1300 Broadway, 10th Floor  
Denver, Colorado 80203