STATE OF NORTH CAROLINA
DEPARTMENT OF THE SECRETARY OF STATE
SECURITIES DIVISION

IN THE MATTER OF:	)	
	)	
DECHOKER, LLC, ALAN CARVER, RUSSELL WADELL, MARK SHORES, and MARK HONEYCUTT	)	**CONSENT ORDER**
	)	
	)	File No.: 18 ADM 005
Respondents.	)	

The Secretary of State of the State of North Carolina (the "Administrator"), pursuant to her statutory authority and responsibility to administer and enforce the North Carolina Securities Act, (N.C. Gen. Stat. Chapter 78A, the "Securities Act"), has considered the evidence, and finds that it is in the public interest to resolve this matter on the terms set forth in this Final Consent Order (this "Order"). With the consent of Dechoker, LLC and Alan Carver, the Administrator enters this Final Consent Order.

I. FINDINGS OF FACT

1. Dechoker, LLC is a Florida corporation that was incorporated on March 17, 2010.

2. Dechoker, LLC has a principal place of business at 10433 Garda Drive, Trinity, Florida 34655.

3. Dechoker, LLC maintains a business office and warehouse at 4454 Raceway Drive, Concord, North Carolina 28027. Dechoker, LLC has not applied for and has never been granted a certificate of authority to do business in North Carolina.

4. Alan Carver ("Carver") is an adult individual residing in Pasco County, Florida and/or Weld County, Colorado. Carver is the incorporator, registered agent, and manager/member of Dechoker, LLC.

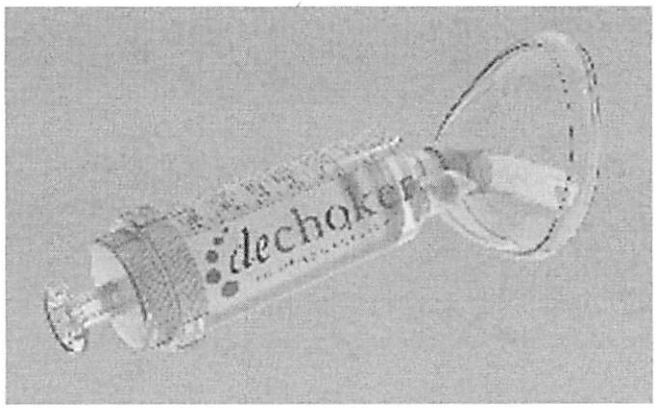
5. Russell Wadell ("Wadell") is an adult individual residing in Rowan County, North

Carolina. Upon information and belief, Wadell is an executive officer of Dechoker, LLC.

6. Mark Shores ("Shores") is an adult individual residing in Rowan County, North Carolina. Upon information and belief, Shores is an executive officer of Dechoker, LLC.

7. Mark Honeycutt ("Honeycutt") is an adult individual residing in Rowan County, North Carolina. Upon information and belief, Honeycutt is an executive officer of Dechoker, LLC. (Carver, Wadell, Shores, Honeycutt and Dechoker, LLC shall collectively be referred to as "Respondents").

8. Dechoker, LLC claims to sell a medical device that can remove an obstruction from a person's airway.



9. In order to raise the capital to finance Dechoker, LLC, Carver, Wadell, Shores, and Honeycutt sold equity and profit/loss sharing interests in Dechoker, LLC ("Dechoker Investment Interests") to residents across the United States, including North Carolina.

10. According to the Form K-1s produced by Respondents, more than 80 people have made combined investments of more than $2 million in Dechoker, LLC since 2010. According to those Form K-1s, more than 60 of these investors are residents of North Carolina.

11. Upon information and belief, Respondents continue to offer and sell the Dechoker Investment Interests to the investing public.

a. Offering of Unregistered Securities

12. Under the Securities Act, it is unlawful for any person to offer or sell any security in North Carolina unless the security is registered or it is subject to a perfected exemption. N.C. Gen. Stat. § 78A-24.

13. A "security," as defined by the Securities Act, means:

> any note, stock, treasury stock, bond, debenture, evidence of indebtedness, certificate of interest or participation in any profit-sharing agreement, collateral-trust certificate, preorganization certificate or subscription, transferable share, investment contract, voting-trust certificate, certificate of deposit for a security, certificate of interest or participation in an oil, gas, or mining title or lease or in payments out of production under a title or lease, viatical settlement contract or any fractional or pooled interest in a viatical settlement contract, or, in general, any interest or instrument commonly known as a "security," or any certificate of interest or participation in, temporary or interim certificate for, receipt for guarantee of, or warrant or right to subscribe to or purchase, any of the foregoing.

N.C. Gen. Stat. § 78A-2(11).

14. The Dechoker Investment Interests sold by Respondents were and are securities.

15. Accordingly, the Dechoker Investment Interests were and are subject to the registration requirements of the Securities Act.

16. Neither Respondents nor anyone else representing Dechoker, LLC registered the Dechoker Investment Interests or perfected their exemption from registration.

b. Unregistered Persons Offering Securities

17. Under the Securities Act, it is unlawful for any person to effect transactions in securities unless he/she is registered as a dealer or salesman or is exempt from registration. N.C. Gen. Stat. § 78A-36.

18. Offering securities, like the Dechoker Investment Interests described above, effects transactions in securities. Therefore, any person who offers securities, like the Dechoker Investment Interests described above, must be registered as a dealer or salesman.

19. None of the Respondents is or has ever been registered as a dealer or salesman in

North Carolina.

c. **Protection of the Public**

20. Respondents have the present ability to engage or attempt to engage in the sale of unregistered securities as unregistered dealers and salesmen in violation of N.C. Gen. Stat. §§ 78A-24 and 78A-36.

21. The solicitation of the investing public poses an immediate and significant danger to the public welfare.

22. Prohibiting Respondents from offering unregistered securities and transacting business as unregistered dealers and salesmen is in the interest of the public of North Carolina. Such a prohibition is necessary for the protection of the investing public, and consistent with the purposes fairly intended by the policy and provisions of the Investment Advisers Act.

23. An immediate Temporary Cease and Desist Order is necessary and appropriate to address the violations of the Securities Act. Delay in issuing an order under N.C. Gen. Stat. § 78A-47(b)(2) will result in irreparable harm to the public.

II. CONCLUSIONS OF LAW

1. The Administrator has jurisdiction over Respondents and the subject matter of this Order.

2. The investment products offered by Respondents are securities under the Securities Act as defined by N.C. Gen. Stat. § 78A-2(11).

3. Respondents violated N.C. Gen. Stat. § 78A-24 when they offered unregistered securities.

4. Respondents violated N.C. Gen. Stat. § 78A-36 when they offered securities while Respondents were unregistered.

5. The Administrator has the authority to enter this Order and the entry of this Order is in the public interest and is consistent with the purposes fairly intended by the policies and provisions of the Securities Act.

III. JURISDICTION, CONSENT AND WAIVER

Dechoker, LLC and Alan Carver, as evidenced by the authorized signature on the *Consent to Entry of Order*, below, affirmatively states and agrees that:

1. The Administrator has jurisdiction over Dechoker, LLC and Alan Carver and the subject matter of this Final Consent Order.

2. Dechoker, LLC and Alan Carver voluntarily consent to the entry of this Final Consent Order and understand this is a public document.

3. Dechoker, LLC and Alan Carver have read the contents of this Final Consent Order and have had the opportunity to consult with an attorney prior to the signing of this Final Consent Order.

4. Dechoker, LLC and Alan Carver freely sign this Final Consent Order. No threats, promises or offers of any kind, other than as stated in this document, have been made by the Administrator, Deputy Securities Administrator, any member of the staff of the Securities Division, or any agent or employee of the North Carolina Department of the Secretary of State in connection with the signing of this Final Consent Order.

5. This Final Consent Order contains the entire agreement between the undersigned, and Dechoker, LLC and Alan Carver understand its effect.

6. Dechoker, LLC and Alan Carver desire to resolve this matter through this Final Consent Order to avoid further administrative proceedings.

7. Dechoker, LLC and Alan Carver permanently waive any and all rights under the Securities Act, the North Carolina Administrative Procedure Act (N.C. Gen. Stat. Chapter 150B) and any other law, and to a *Notice of Hearing*, a hearing, the making of findings of fact and conclusions of law and any further proceedings before the Administrator or other entity to which it may be entitled related to the subject of this Final Consent Order, including any court of competent jurisdiction. Dechoker, LLC and Alan Carver also permanently waive their rights to seek judicial review of this Final Consent Order under N.C. Gen. Stat. Chapter 150B, to appeal this Final Consent Order, or to otherwise challenge either the validity or entry of this Final Consent Order in any court or administrative agency.

8. The execution, delivery and performance of this Final Consent Order has been duly authorized and signed by a person who meets the statutory or other binding requirements to sign on behalf of the Dechoker, LLC as named in this Final Consent Order.

9. The presentation of this Final Consent Order to the Administrator and any subsequent discussion of the Final Consent Order prior to its entry without Dechoker, LLC and Alan Carver or their counsel being present shall not constitute an improper *ex parte* communication between the Administrator and the Securities Division or counsel for the Securities Division.

10. The Final Consent Order shall become final upon entry.

NOW, THEREFORE, the Administrator, pursuant to and under all authority granted by the North Carolina Securities Act, based upon the forgoing Findings of Fact, Conclusions of Law, and Jurisdiction, Consent and Waiver, and with Dechoker, LLC's and Alan Carver's express written consent to the entry of this Final Consent Order, orders the following:

IV. ORDER

1. Dechoker, LLC and Alan Carver shall permanently cease and desist from violating N.C. Gen. Stat. §78A-24.

2. Dechoker, LLC and Alan Carver shall permanently cease and desist from violating N.C. Gen. Stat. §78A-36.

3. Dechoker, LLC and Alan Carver shall immediately and permanently cease and desist from violating any other provisions of the North Carolina Securities Act and any administrative rules promulgated under either Act.

4. Dechoker, LLC and Alan Carver shall not take any action, or make, or permit to be made, any public statement, denying, directly or indirectly, any finding in this Final Consent Order or creating the impression that this Final Consent Order is without factual basis.

5. This Final Consent Order shall become final upon entry and shall be binding upon Dechoker, LLC and Alan Carver and their successors and assigns as well as their affiliates and their successors and assigns with respect to all conduct subject to the provisions above and all future obligations, responsibilities, undertakings, commitments, limitations, restrictions, events, and conditions.

WITNESS MY HAND AND THE OFFICIAL SEAL of the North Carolina Department of the Secretary of State, this the 17th day of April 2018.

Time of entry: 12:48 P.M.

ELAINE F. MARSHALL
SECRETARY OF STATE OF NORTH CAROLINA, and
SECURITIES ADMINISTRATOR

REDACTED

KEVIN M. HARRINGTON
Deputy Securities Administrator

KEVIN M. HARRINGTON
Deputy Securities Administrator

CONSENT TO ENTRY OF ORDER
BY DECHOKER, LLC

I, Alan Carver, state that I am an officer of Dechoker, LLC; that I am duly authorized to act on its behalf; that I have read the foregoing Final Consent Order and that I know and fully understand the contents; that Dechoker, LLC voluntarily consents to the entry of this Final Consent Order without any force or duress, expressly waiving any right to a hearing in this matter; that Dechoker, LLC understands that the North Carolina Department of the Secretary of State reserves the right to take further actions to enforce this Final Consent Order or to take appropriate action upon discovery of other violations of the Securities Act by Dechoker, LLC; that Dechoker, LLC understands that this Final Consent Order is a public record document; and that Dechoker, LLC will fully comply with the terms and conditions stated in the Final Consent Order.

Dated this the 4th day of April, 2018

Dechoker, LLC

REDACTED

By: _____
Alan Carver
Managing Member of Dechoker, LLC

STATE OF Colorado
COUNTY OF Adams

I, a Notary Public of the above County of Adams, State of Colorado, certify that Alan Carver personally appeared before me this day and acknowledged to me that he/she voluntarily signed the forgoing document for the purposes stated therein.

Witness my hand and official seal, this the 4th day of April, 2018.

REDACTED

_____
Official signature of notary

(Official Seal)

KAMILLA SHAMSUTDINOVA
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20164016134
MY COMMISSION EXPIRES APRIL 27, 2020

Kamilla Shamsutdinova, Notary Public
Notary's printed or typed name

My Commission expires: April 27th, 2020

CONSENT TO ENTRY OF ORDER
BY ALAN CARVER

I, _____, state that I have read the foregoing Final Consent Order and that I know and fully understand the contents; that I voluntarily consent to the entry of this Final Consent Order without any force or duress, expressly waiving any right to a hearing in this matter; that I understand that the North Carolina Department of the Secretary of State reserves the right to take further actions to enforce this Final Consent Order or to take appropriate action upon discovery of other violations of the Securities Act by me; that I understand that this Final Consent Order is a public record document; and that I will fully comply with the terms and conditions stated in the Final Consent Order.

Dated this the 4th day of April, 2018

REDACTED

By: _____
Alan Carver

STATE OF Colorado
COUNTY OF Adams

I, a Notary Public of the above County of Adams, State of Colorado, certify that Alan Carver personally appeared before me this day and acknowledged to me that he voluntarily signed the forgoing document for the purposes stated therein.

Witness my hand and official seal, this the 4th day of April, 2018.

REDACTED

_____
Official signature of notary

(Official Seal)

KAMILLA SHAMSUTDINOVA
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20164016134
MY COMMISSION EXPIRES APRIL 27, 2020

Kamilla Shamsutdinova, Notary Public
Notary's printed or typed name

My Commission expires: April 27th, 2020