



STATE OF MISSOURI  
OFFICE OF SECRETARY OF STATE

IN THE MATTER OF: )  
 )  
ROY HARRIS, JR; ORTHOGISTIC ) Case No. AP-18-07  
LABS, INC.; ORTHOGISTIC, LLC; )  
and AMNIOGISTIC, LLC, )  
 )  
 Respondents. )

**CONSENT ORDER**

**SUMMARY OF ENFORCEMENT SECTION’S ALLEGATIONS**

1. The Enforcement Section of the Missouri Securities Division of the Office of Secretary of State (“Enforcement Section”), through Director of Enforcement Steven Reed, has alleged that Roy G. Harris, Jr. (“Harris”), Orthogistic Labs, Inc. (“OLI”), Orthogistic, LLC (“Orthogistic”), and Amniogistic, LLC (“Amniogistic”), (collectively named Respondents”), offered and sold unregistered, non-exempt securities in violation of Section 409.3-301, RSMo. (2016)<sup>1</sup> and omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, and in engaging in an act, practice, or course of business that would operate as a fraud or deceit in violation of Section 409.5-501, and that this constitutes grounds to issue an order pursuant to Section 409.6-604.
2. Respondents and the Enforcement Section desire to settle the allegations and the matters raised by the Enforcement Section relating to the Respondents’ alleged violations of Section 409.3-301 and 409.5-501.

**CONSENT TO JURISDICTION**

3. Respondents and the Enforcement Section stipulate and agree that the Missouri Commissioner of Securities (“Commissioner”) has jurisdiction over Respondents and these matters pursuant to the Missouri Securities Act of 2003, Chapter 409, *et seq.*
4. Respondents and the Enforcement Section stipulate and agree that the Commissioner has authority to enter this order pursuant to Section 409.6-604(h), which provides:

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<sup>1</sup> Unless otherwise noted, all statutory references are to the 2016 Revised Statutes of Missouri.

“The commissioner is authorized to issue administrative consent orders in the settlement of any proceeding in the public interest under this act.”

#### WAIVER AND EXCEPTION

5. Respondents waive Respondents’ right to a hearing with respect to this matter.
6. Respondents waive any right that Respondents may have to seek judicial review or otherwise challenge or contest the terms and conditions of this order. Respondents specifically forever release and hold harmless the Missouri Office of Secretary of State, Secretary of State, Commissioner, and their respective representatives and agents from any and all liability and claims arising out of, pertaining to, or relating to this matter.
7. Respondents stipulate and agree with the Enforcement Section that, should the facts contained herein prove to be false or incomplete in a material way, the Enforcement Section reserves the right to pursue any and all legal or administrative remedies at its disposal.

#### CONSENT TO COMMISSIONER’S ORDER

8. Respondents and the Enforcement Section stipulate and agree to the issuance of this consent order without further proceedings in this matter, agreeing to be fully bound by the terms and conditions specified herein.
9. Respondents agree not to take any action or to make or permit to be made any public statement creating the impression that this order is without factual basis. Nothing in this paragraph affects Respondents’ (a) testimonial obligations; (b) right to take legal or factual positions in connection with litigation, arbitration, or other legal proceeding in which the Commissioner is not a party; or (c) right to make public statements that are factual.
10. Respondents agree that Respondents are not the prevailing party in this action since the parties have reached a good faith settlement.
11. Respondents neither admit nor deny the allegations made by the Enforcement Section, but consent to the Commissioner’s Findings of Fact, Conclusions of Law, and Order as set forth below solely for the purposes of resolving this proceeding and any proceeding that may be brought to enforce the terms of this consent order.

#### COMMISSIONER’S FINDINGS OF FACT, CONCLUSIONS OF LAW, AND ORDER

##### I. FINDINGS OF FACT

12. Harris is a 54 year-old Missouri resident with a last known address at 6033 East Farm Road 186, Rogersville, Missouri 65742. A check of the Central Registration Depository (“CRD”) indicates that Harris is assigned CRD number 2226306, but has never been registered as

an investment adviser, investment adviser representative, broker-dealer, broker-dealer agent, and/or issuer agent.

13. OLI is a business organized in the State of Texas on June 25, 2015. Its registered agent is Registered Agents Inc., and it has a last known address of 700 Lavaca Street, Suite 1401, Austin, Texas 78701. Harris is listed as a Director of OLI. OLI purportedly has a field office located at 1317 East Republic Road, Suite C, Springfield, Missouri 65810. A check of the records maintained by the Securities Division indicates that at all times relevant, there was no registration, granted exemption, or notice filing indicating status as a “federal covered security” for any securities issued by OLI.
14. Orthogistic was a business organized in the State of Texas on February 26, 2014. Its registered agent was Amy Duncan, who has a last known address of 200 South Oakridge Drive, Suite 101-522, Hudson Oaks, Texas 76087. Orthogistic’s business registration is currently inactive. A check of the records maintained by the Securities Division indicates that at all times relevant, there was no registration, granted exemption, or notice filing indicating status as a “federal covered security” for any securities issued by Orthogistic.
15. Amniogistic is an unregistered entity that Harris is associated and/or affiliated with and, according to at least one bank account, has a last known address of 4319 South National Avenue, Suite 304, Springfield, Missouri 65810. A check of the records maintained by the Securities Division indicates that at all times relevant, there was no registration, granted exemption, or notice filing indicating status as a “federal covered security” for any securities issued by Amniogistic.
16. From approximately June, 2014, to May, 2017, Harris, through his companies OLI, Orthogistic, and Amniogistic, sold unregistered, non-exempt stock in the aforementioned companies to at least 16 investors for a total of approximately \$850,000.
17. Harris used a large portion of the investment funds for purposes other than stated to investors including, but not limited to, paying other investors and personal expenses.
18. Prior to the offer and sale of the stock to investors, Harris omitted to disclose his 2002 criminal convictions for securities fraud, deceptive business practices, and felony stealing<sup>2</sup>.

## II. CONCLUSIONS OF LAW

19. The Commissioner finds Respondents offered and sold unregistered, non-exempt securities and omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading and in engaging in an act, practice, or course of business that would operate as a fraud or deceit and that this conduct constitutes grounds to issue an order pursuant to Section 409.6-604.

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<sup>2</sup> See Greene County, Missouri Circuit Court, case number 31301CF7380

20. The Commissioner, after consideration of the stipulations set forth above and on the consent of Respondents and the Enforcement Section, finds and concludes that the Commissioner has jurisdiction over Respondents and this matter and that the following order is in the public interest, necessary for the protection of public investors and consistent with the purposes intended by Chapter 409.

### III. ORDER

**NOW, THEREFORE**, it is hereby Ordered that:

1. Respondents, their agents, employees and servants, and all other persons participating in the above-described violations with knowledge of this order are permanently enjoined and restrained from offering and selling unregistered, non-exempt securities and omitting to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, and in engaging in an act, practice, or course of business that would operate as a fraud or deceit in violation of Sections 409.3-301 and 409.5-501.
2. Respondents are ordered to pay \$779,183.63 in **restitution** to 16 investors identified in the Petition and as set forth in Exhibit A attached to and incorporated into this Order. This amount shall be made payable to the Missouri Secretary of State's Investor Restitution Fund, and the Commissioner will take reasonable and necessary actions to distribute such funds to the investors listed on Exhibit A. This amount shall be sent to the Missouri Securities Division at 600 West Main, P.O. Box 1276, Jefferson City, Missouri 65102. Respondents may receive credit for payments made to investors in the case in the United States District Court, Western District of Missouri, *USA v. Roy G. Harris, Jr.*, Case No. 6:19-cr-03034-BP, upon providing proof of such payments to the Missouri Securities Division.
3. Respondents are ordered to pay \$10,000 to the Investor Education and Protection Fund. This payment shall be suspended for 5 years, or until the terms and conditions of Respondent Harris' sentencing concerning restitution as noted in paragraph 2 above are met and restitution is paid to investors identified in Exhibit A who were not part of the federal case. All suspended payments and unpaid portions of amounts ordered above shall become due immediately upon the sooner of (1) Respondents' noncompliance with the terms of this consent order, or the terms of any federal criminal sentence issued (2) a finding, after notice and opportunity for a hearing, by the Commissioner or a court of competent jurisdiction that Respondents have violated the Missouri Securities Act. Such immediately due payments shall be in addition to all other penalties then available under the law.
3. After 5 years from the date of this consent order, provided Respondents have complied with all terms of this consent order, all suspended payments referenced in paragraph 3 above are waived.

4. Respondents shall pay their own costs and attorneys' fees with respect to this matter.

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**SO ORDERED:**

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY,  
MISSOURI THIS 22 DAY OF July, 2019.

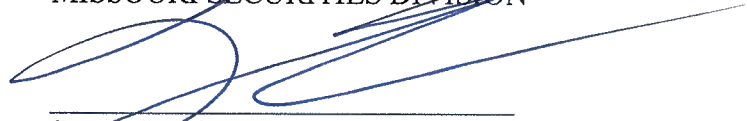


JOHN R. ASHCROFT  
SECRETARY OF STATE

  
DAVID M. MINNICK  
COMMISSIONER OF SECURITIES

Consented to by:

THE ENFORCEMENT SECTION OF THE  
MISSOURI SECURITIES DIVISION



Steven Reed  
Counsel for Petitioner

ORTHOLOGISTIC LABS, INC.

BY: 

NAME: Roy Harveys

TITLE: CEO

ORTHOLOGISTIC, LLC

BY: 

NAME: Roy Harveys

TITLE: Managing Member

AMNIOGISTIC LLC

BY: 

NAME: Ray Harry

TITLE: Mayor

Approved as to Form:



Thomas Carver  
Attorney for Respondent

  
RESPONDENT