



STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE

IN THE MATTER OF:)
)
HEALTHY PLUS, LLC;)
VC MEDICAL GROUP, LLC; and)
SEAN E. BLEDSOE,) Case No. AP-20-02
)
Respondents.)

CONSENT ORDER

SUMMARY OF SECURITIES DIVISION’S ALLEGATIONS

1. The Missouri Securities Division of the Office of Secretary of State (“the Securities Division”), through Enforcement Counsel Steven M. Kretzer, alleged that Respondent Sean Bledsoe (“Respondent Bledsoe”) and/or his company Healthy Plus, LLC, previously organized as VC Medical Group, LLC (“Respondent Companies”), transacted securities related business in the state of Missouri without being registered or exempt from registration in violation of Section 409.3-301¹ and omitted material facts in offering securities in violation of Section 409.5-501, and that this constitutes grounds to issue an order in accordance with Section 409.6-604.
2. Respondent Bledsoe and the Securities Division desire to settle the allegations and the matters raised by the Securities Division relating to the Respondent’s alleged violations of Sections 409.3-301 and 409.5-501.

CONSENT TO JURISDICTION

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

¹ Unless otherwise specified, 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. Respondent Bledsoe waives his right to a hearing with respect to this matter.
6. Respondent Bledsoe waives any rights that he may have to seek judicial review or otherwise challenge or contest the terms and conditions of this Order. Respondent Bledsoe specifically forever releases and holds harmless the Missouri Office of the 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. Respondent Bledsoe stipulates and agrees with the Securities Division that, should the facts contained herein prove to be false or incomplete, the Securities Division reserves the right to pursue any and all legal or administrative remedies at its disposal.

CONSENT TO COMMISSIONER’S ORDER

8. Respondent Bledsoe and the Securities Division 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. The parties 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 Respondent Bledsoe’s (a) testimonial obligations; (b) right to take legal or factual positions in defense of litigation or in defense of other legal proceedings in which the Commissioner is not a party; or (c) right to make public statements that are factual.
10. Respondent Bledsoe agrees that he is not the prevailing party in this action since the parties have reached a good faith settlement.
11. Respondent Bledsoe neither admits nor denies the allegations made by the Securities Division or the Findings of the Commissioner, but consents 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.
12. The parties agree that this Consent Order resolves all pending issues in the above referenced administrative proceeding and to the extent that any claims or allegations remain outstanding relative to the Respondent Companies, the Securities Division withdraws any claims or allegations contained in the original Petition in AP-20-02 not specifically addressed in this order.

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

I. FINDINGS OF FACT

13. VC Medical Group, LLC is a Missouri business formed on December 14, 2015 with an address at 229 Southeast Douglas, Suite 210, Lee’s Summit, Missouri 64063.
14. Healthy Plus, LLC is a Missouri business formed on June 27, 2017 with an address at 229 Southeast Douglas, Suite 210, Lee’s Summit, Missouri 64063.
15. Bledsoe is a 48 year-old Lee’s Summit, Missouri resident with an address at 4444 Northeast Park Springs Court, Lee’s Summit, Missouri 64064-1720.
16. Since 2017, Respondent Bledsoe offered and sold investment contracts in the form of promissory notes that were not registered with the State of Missouri. Specifically, one such note consisted of a \$50,000 promissory note to a 53 year-old Shawnee Mission, Kansas resident (“KR”).
17. 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 Respondent Bledsoe or Respondent Companies.
18. At the time, Respondent Bledsoe offered and sold investment contracts, he omitted conveying the financial history of the Respondent Companies and himself including several court judgments and a federal tax lien.

II. CONCLUSIONS OF LAW

19. The Commissioner concludes that Respondent Bledsoe offered and sold securities in Missouri without these securities being (1) a federal covered security, (2) exempt from registration under Sections 409.2-201 or 409.2-203 or (3) registered under the Missouri Securities Act of 2003.
20. The Commissioner further concludes that Respondent Bledsoe omitted to state multiple material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, in violation of Section 409.5-501, and engaged in an illegal course of business, and such conduct is, therefore, subject to the Commissioner’s authority under Section 409.6-604.
21. The Commissioner, after consideration of the stipulations set forth above and on consent of Respondent Bledsoe and the Securities Division, finds and concludes that the Commissioner has jurisdiction over Respondent Bledsoe in 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:

22. 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 violating Section 409.3-301 and 409.5-501.
23. Respondent Bledsoe shall pay civil penalties in the amount of \$11,000 for one violation of Section 409.3-301 and more than one violation of Section 409.5-501. This amount shall be made payable to the “State of Missouri”. The Secretary of State shall forward these funds to the state treasury for the benefit of county and township school funds as provided in Article IX, Section 7 of the Constitution of Missouri. This amount shall be sent to Missouri Securities Division at 600 W. Main Street, Jefferson City, Missouri 65101. **This amount will be suspended until November 30, 2020, and will be waived on that date upon a showing that Respondent Bledsoe has paid all other amounts described herein.**
24. Respondent Bledsoe shall pay restitution in the amount of \$64,245.31 (which includes \$50,000 principal plus interest calculated at the rate of eight percent (8%) per annum between August 30, 2017 and November 30, 2020). This amount shall be made payable in full by **November 15, 2020** according to the attached payment schedule attached hereto as “Exhibit A” to the “Missouri Secretary of State’s Investor Restitution Fund”, and the Commissioner will take reasonable and necessary actions to distribute such funds to KR.
25. Respondent Bledsoe is ordered to pay \$4,000.00 to the Missouri Secretary of State Investor Education and Protection Fund. Payment in full by **November 15, 2020** according to the attached payment schedule attached hereto as “Exhibit A” should be sent to the Securities Division at 600 W. Main Street, Jefferson City, Missouri 65101, and shall be payable to the “Missouri Secretary of State’s Investor Education and Protection Fund”. The Securities Division will send the money to the Missouri Secretary of State’s Investor Education and Protection Fund.
26. Upon Respondent Bledsoe’s failure to comply with the terms of this Consent Order, all remaining payments as described in Paragraph 23 shall become immediately due and payable upon operation of law, and such immediately due payments shall be in addition to all other penalties then available under the law.
27. Respondent Bledsoe shall pay its own costs and attorneys’ fees with respect to this matter.

SO ORDERED:

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY,
MISSOURI THIS 30th DAY OF APRIL, 2020.



JOHN R. ASHCROFT
SECRETARY OF STATE

A handwritten signature in blue ink, appearing to read "David M. Minnick".

DAVID M. MINNICK
COMMISSIONER OF SECURITIES

Consented to by:

THE ENFORCEMENT SECTION OF THE
MISSOURI SECURITIES DIVISION

A handwritten signature in blue ink, appearing to read "Steven M. Kretzer".

STEVEN M. KRETZER
ENFORCEMENT COUNSEL

A handwritten signature in blue ink, appearing to read "Sean E. Bledsoe".

RESPONDENT SEAN E. BLEDSOE

4/30/20