



STATE OF MISSOURI  
OFFICE OF SECRETARY OF STATE

IN THE MATTER OF: )  
)  
CANNABIS PLUS MISSOURI, LLC; ) Case No. AP-20-10  
CAN PLUS MO INVESTMENTS; )  
SHAWN HARRISON; KRISTIE HARRISON; )  
and KEVIN LARSON, )  
)  
*Respondents.* )  
)  
Serve: Cannabis Plus Missouri, LLC )  
2547 Sunrise Drive )  
Eureka, MO 63025 )  
)  
and )  
)  
Can Plus MO Investments )  
2547 Sunrise Drive )  
Eureka, MO 63025 )  
)  
and )  
)  
Shawn Harrison )  
2547 Sunrise Drive )  
Eureka, MO 63025 )  
shawnharrison@gmail.com )  
)  
and )  
)  
Kristie Harrison )  
2547 Sunrise Drive )  
Eureka, MO 63025 )  
shawnharrison@gmail.com )  
)  
and )  
)  
Kevin Larson )  
620 Grand View Ridge Court )  
Eureka, MO 63025 )  
KevinLarson179@icloud.com )

**ORDER TO CEASE AND DESIST AND ORDER TO SHOW CAUSE WHY  
RESTITUTION, CIVIL PENALTIES, COSTS, AND OTHER ADMINISTRATIVE  
RELIEF SHOULD NOT BE IMPOSED**

On June 12, 2020, the Enforcement Section of the Missouri Securities Division of the Office of Secretary of State (“the Enforcement Section”), through Enforcement Counsel Steven M. Kretzer, submitted a Petition for Order to Cease and Desist and Order to Show Cause Why Restitution, Civil Penalties, Costs, and Other Administrative Relief Should Not Be Imposed (“the Petition”). After reviewing the Petition, the Missouri Commissioner of Securities (“the Commissioner”) issues the following order:

**I. ALLEGATIONS OF FACT**

The Petition alleges the following facts:

**A. Introduction**

Between April and May, 2019, Shawn Harrison (“S. Harrison”) sold at least \$10,000 in unregistered, non-exempt investment contracts and promissory notes purporting to be investments in the distribution of medical marijuana to at least three (3) Missouri residents. S. Harrison and his associated business were not registered to offer and/or sell securities. Kevin Larson (“Larson”) aided S. Harrison in soliciting the sales of the unregistered, non-exempt investment contracts and promissory notes. S. Harrison’s spouse, Kristie Harrison (“K. Harrison”) aided S. Harrison with financial records. Additionally, she was the only individual on the bank records of the associated business. Prior to the offer and/or sale of securities, S. Harrison failed to disclose a state lien/judgment, which constituted a material omission.

**B. Respondent and Related Parties**

1. Cannabis Plus Missouri, LLC (“Cannabis Plus”), is a limited liability company registered with the State of Missouri on May 13, 2019. Cannabis Plus was assigned charter number LC001647773. Cannabis Plus was created for the distribution of medical marijuana and its registered agent is/was Larson.
2. The last known address for Cannabis Plus is 2547 Sunrise Drive, Eureka, Missouri 63025.
3. A check of records maintained by the Commissioner revealed that at all times relevant there was no registration, granted exemption, and/or notice filing indicating status as a “federal covered security” for any securities issued by Cannabis Plus.
4. A check of records pertaining to Central Registration Depository (“CRD”) revealed Cannabis Plus never registered in Missouri as an investment adviser, investment adviser representative, broker-dealer, broker-dealer agent, and/or issuer agent.

5. S. Harrison is a 43-year-old Eureka, Missouri, resident with the last known address of 2547 Sunrise Drive, Eureka, Missouri 63025. S. Harrison is the sole organizer for Cannabis Plus and listed as CEO.
6. A check of records maintained by the Commissioner revealed that at all times relevant there was no registration, granted exemption, and/or notice filing indicating status as a “federal covered security” for any securities issued by S. Harrison.
7. A check of records pertaining to CRD revealed that S. Harrison never registered in Missouri as an investment adviser representative, broker-dealer agent, and/or issuer agent.
8. A \$3,221.67 income tax lien/judgment against S. Harrison was entered in St. Charles County on September 25, 2015, in case 1511-MC04813.
9. Larson is a 46-year-old Eureka, Missouri, resident with the last known address of 620 Grand View Ridge Court, Eureka, Missouri 63025-3718.
10. A check of records maintained by the Commissioner revealed that at all times relevant there was no registration, granted exemption, and/or notice filing indicating status as a “federal covered security” for any securities issued by Larson.
11. A check of records pertaining to CRD revealed that Larson has never been registered in Missouri as an investment adviser representative, broker-dealer agent, and/or issuer agent.
12. K. Harrison is a 36-year-old Eureka, Missouri, resident with the last known address of 2547 Sunrise Drive, Eureka, Missouri 63025.
13. Can Plus MO Investments (“MO Investments”) is a fictitious name registered with the Missouri Secretary of State on April 29, 2019. MO Investments was assigned fictitious name number X001356897. The only individual or business entity that is listed as an owner is K. Harrison at 100% ownership.

### **Enforcement Section’s Investigation**

#### **Missouri Resident (“MR1”)**

14. On February 9, 2020, the Enforcement Section received a complaint and documents from a 32-year-old Fenton, Missouri, resident (“MR1”).
15. In late-February 2019, MR1 learned about a medical marijuana distribution startup to be operated in Eureka, Missouri, and obtained Larson’s contact information from MR1’s sister-in-law.
16. In mid-March 2019, MR1 attended a presentation along with approximately 15-20 participants at a local restaurant/bar located in Eureka, Missouri.

17. The presentation contained an investor pitch for Cannabis Plus both Larson and S. Harrison presented, during which, MR1 formally met S. Harrison.
18. On April 11, 2019, MR1 signed one promissory note for Cannabis Plus that included the following:
  - a. the amount invested by MR1 totaled \$25,000 with interest at 12% per annum;
  - b. the maturity date was thirty-six (36) months after signing;
  - c. MR1 had twenty-four (24) months to invest additional funds at pre license terms; and
  - d. S. Harrison executed his portion on April 14, 2019, as CEO of Cannabis Plus.
19. On April 21, 2019, MR1 addressed check number 1322 to MO Investments in the amount of \$5,000. MR1 planned to pay the remaining \$20,000 on a later date.
20. Since the initial payment, MR1 unsuccessfully tried to make contact with S. Harrison on several occasions.
21. As of June 12, 2020, MR1 has received no payments or return of MR1's \$5,000 investment in Cannabis Plus.

**Missouri Resident 2 ("MR2") & Missouri Resident 3 ("MR3")**

22. On April 9, 2020, two 47-year-old Eureka, Missouri, residents ("MR2") and ("MR3") contacted the Enforcement Section with a similar complaint to MR1.
23. In March 2019, MR2 learned about a medical marijuana distribution startup to be operated in Eureka, Missouri.
24. MR2 spoke to Larson hoping to gather information and discovered that Larson had been helping S. Harrison find investors for Cannabis Plus.
25. Larson introduced S. Harrison to MR2 and MR3 on March 30, 2019, in Eureka, Missouri.
26. In April 2019, a second meeting occurred with MR2, MR3, Larson, and S. Harrison at Larson's personal residence.
27. On May 1, 2019, MR3 issued check number 1417 to MO Investments in the amount of \$5,000.00. MR2 and MR3 intended to pay the remaining \$20,000 at a later date.
28. Larson went to MR2 and MR3's residence to collect the investment on behalf of MO Investments.

29. In return of the initial investment of \$5,000, MR2 and MR3 received one promissory note that contained the following:
  - a. the amount invested by MR2 and MR3 totaled \$25,000 with interest at 12% per annum;
  - b. the maturity date was thirty-six (36) months after signing; and
  - c. MR2 and MR3 had twenty-four (24) months to invest additional funds at pre license terms.
30. MR2 and MR3's Promissory Note was delivered to MR2's email.
31. On January 16, 2020, MR3 emailed requesting return of their initial \$5,000 within forty-eight (48) hours.
32. On January 17, 2020, via email, S. Harrison apologized for lack of communication and requested two weeks to return the investment and instructed that he needed additional paperwork from MR3. MR3 agreed to the extension and to complete the requested documents if S. Harrison would email them.
33. On January 20, 2020, and January 27, 2020, MR3 requested acknowledgement and confirmation from S. Harrison to withdraw MR2 and MR3's initial investment as discussed on January 17, 2020.
34. On January 30, 2020, S. Harrison confirmed that he would forward the required documents and on January 31, 2020, S. Harrison emailed the required documents to MR3. MR3 completed and returned the signed document to S. Harrison immediately.
35. On February 3, 2020 and February 5, 2020, MR3 requested S. Harrison confirm receipt of the documents and inquired when MR2 and MR3's investment would be returned.
36. On February 12, 2020, S. Harrison responded and stated that he planned to return \$4,500.
37. On February 19, 2020, February 21, 2020, February 28, 2020, and March 12, 2020, MR3 requested the status of their refund with no response from S. Harrison.
38. As of June 12, 2020, MR2 and MR3 have received no payments or return of their \$5,000 investment in MO Investments.

#### **Can Plus MO Investment Bank Records**

39. A copy of MR1's \$5,000 check indicated that it was endorsed by K. Harrison and cashed at Rockwood Bank in Eureka, Missouri.

40. A check of Rockwood Bank records revealed an account under the name of MO Investments with account number 13222501. Examination of the account revealed:
  - a. K. Harrison opened the account as a sole proprietor on April 29, 2019;
  - b. MR1's investment check, check number 1322, was deposited April 29, 2019; and
  - c. MR2 and MR3's investment check, check number 1417, deposited May 2, 2019, was endorsed by K. Harrison.
41. Between April 29, 2019, and May 9, 2019, there were five cash withdrawals totaling \$9,118.47. Each withdrawal appeared to be taken by K. Harrison. The transactions were as follows:
  - a. \$3,000 on April 29, 2019;
  - b. \$1,984.50 on May 03, 2019;
  - c. \$1,233.97 on May 03, 2019;
  - d. \$400 on May 04, 2019; and
  - e. \$2,500 on May 09, 2019.
42. On May 13, 2019, a \$51.25 debit for payment to the Missouri Secretary of State, believed to be associated with the Cannabis Plus corporate registration.
43. Between May 14, 2019, and June 21, 2019, debit transactions in the amount of \$876.32 occurred appearing to represent personal expenditures.
44. As of August 23, 2019, the account had a negative balance of \$76.04, at which point Rockwood Bank closed the account.

### **Respondents' Responses**

45. Between February 19, 2020, and April 29, 2020, multiple attempts to reach out to Respondents were made by the Enforcement Section.
46. Ultimately, the Enforcement Section issued subpoenas duces tecum on April 29, 2020, to Larson, S. Harrison, and K. Harrison, which were served as follows:
  - a. on May 4, 2020, to K. Harrison by the Jefferson County Sheriff;
  - b. on May 4, 2020, to S. Harrison by the Jefferson County Sheriff; and

- c. on May 18, 2020, to a resident of Larson’s personal residence by the St. Louis County Sheriff.
47. On May 26, 2020, the Enforcement Section contacted S. Harrison via an email address revealed as part of the investigation regarding the subpoena duces tecum. S. Harrison responded via telephone, and related his intent to comply with the subpoena.
48. On May 26, 2020, the Enforcement Section contacted Larson via telephone regarding the subpoena duces tecum. Larson related his intent to comply with the subpoena duces tecum.
49. On May 27, 2020, the Enforcement Section received an email from Larson indicating the following:
- a. Larson admitted calling two investors to invest with S. Harrison and Cannabis Plus;
  - b. Larson denied being included on any company documents;
  - c. Larson denied that he had access to any bank records associated with S. Harrison, K. Harrison, Cannabis Plus and/or MO Investments;
  - d. Larson denied receipt of any compensation for introducing investors to S. Harrison; and
  - e. Larson stated that if Cannabis Plus became successful, Larson would be rewarded with a compensated position at Cannabis Plus.
50. As of June 12, 2020, S. Harrison has provided the Enforcement Section an email response with portions of the requested documentation.
51. As of June 12, 2020, K. Harrison has provided no response.

## **II. COMMISSIONER’S DETERMINATIONS AND FINDINGS**

### **Count I - Multiple Violations of Offering and Selling Unregistered, Non-Exempt Securities**

52. **THE COMMISSIONER DETERMINES** that Respondents, through Respondents S. Harrison and Larson, solicited individuals to invest in Cannabis Plus and MO Investments and received funds from investors. This activity constitutes the offer and sale of securities.
53. A “note” is enumerated in the list of items that are securities in Section 409.1-102(28).<sup>1</sup> The investments Respondents Cannabis Plus and MO Investments, through Respondents S. Harrison, Larson and K. Harrison, offered and sold to investors are investment contracts, in that:
- a. investors invested funds in a common enterprise with Respondents;

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

- b. investors' funds were to be used by Respondents to handle licensing and business expenses;
  - c. investors expected a profit from the efforts and knowledge of Respondents, and not from investors' own efforts or knowledge; and
  - d. investors' expected profits were interwoven with and dependent upon the efforts and knowledge of Respondents.
54. At all times relevant to this matter, there was no registration, granted exemption, or notice filing indicating status as a "federal covered security" for the securities offered and sold by Respondents.
55. Respondents 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.
56. Respondents offered and sold unregistered securities in violation of Section 409.3-301 and engaged in an illegal act, practice, or course of business and such conduct is therefore subject to the Commissioner's authority under Section 409.6-604.

**Count II - Violation of Engaging In An Act, Practice Or Course Of Business That Operates As A Fraud Or Deceit Upon A Person**

57. **THE COMMISSIONER FURTHER DETERMINES** that in connection with the offer, sale or purchase of a security, Respondents misappropriated investor funds for personal expenditures.
58. Respondents' use of investor funds in a manner not contemplated in the offerings constitutes operating in a fraudulent and deceitful manner, in violation of Section 409.5-501, and thus engaged in an illegal act, practice, or course of business, and such conduct is, therefore, subject to the Commissioner's authority under Section 409.6-604.
59. An order is in the public interest and is consistent with the purposes of the Missouri Securities Act of 2003. *See* Section 409.6-605(b).



### **III. ORDER**

**NOW, THEREFORE,** it is hereby ordered that Respondents, their agents, employees and servants, and all other persons participating in or about to participate in the above-described violations with knowledge of this order be prohibited from violating or materially aiding in any violation of:

- A. Section 409.3-301, by offering or selling any securities as defined by Section 409.1-102(28), in the State of Missouri unless those securities are registered with the Securities Division of the Office of the Secretary of State in accordance with the provisions of Section 409.3-301; and
- B. Section 409.5-501, by, in connection with the offer or sale of securities, engaging in an act, practice, or course of business that operates or would operate as a fraud or deceit upon another person.

### **IV. STATEMENT**

Pursuant to Section 409.6-604, the Commissioner hereby states that he will determine whether to grant the Enforcement Section's requests for:

- A. \$10,000 against Respondents, jointly and severally for multiple violations of Section 409.3-301, in a final order, unless Respondents request a hearing and show cause why the penalties should not be imposed;
- B. \$1,000 against Respondents, jointly and severally, for a violation of Section 409.5-501, unless Respondents request a hearing and show cause why the penalties should not be imposed;
- C. an order to pay restitution for any loss, including the amount of any actual damages that may have been caused by the Respondents' conduct, and interest at the rate of 8% per year, from the date of the violation causing the loss or disgorge any profits arising from any violation of Sections 409.3-301 and 409.5-501, in a final order unless Respondents request a hearing and show cause why restitution or disgorgement should not be imposed;
- D. an order awarding costs of the investigation against Respondents in this proceeding, awarding an amount to be determined after review of evidence submitted by the Enforcement Section, unless Respondents request a hearing and shows cause why an award should not be made; and
- E. an order providing such other relief as he deems just. All of the preceding relief is sought on behalf of the persons injured by the acts and practices of all Respondents that constitute violations of the Missouri Securities Act.

**SO ORDERED:**

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY,  
MISSOURI THIS 17<sup>th</sup> DAY OF JUNE, 2020.



JOHN R. ASHCROFT  
SECRETARY OF STATE

A handwritten signature in blue ink, reading "David M. Minnick", written over a horizontal line.

DAVID M. MINNICK  
COMMISSIONER OF SECURITIES



STATE OF MISSOURI  
OFFICE OF SECRETARY OF STATE

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CANNABIS PLUS MISSOURI, LLC; ) Case No. AP-20-10  
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SHAWN HARRISON; KRISTIE HARRISON; )  
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Kevin Larson )  
620 Grand View Ridge Court )  
Eureka, MO 63025 )  
KevinLarson179@icloud.com )

**NOTICE**

**TO: Respondents and any unnamed representatives aggrieved by this Order:**

You may request a hearing in this matter within thirty (30) days of the receipt of this Order pursuant to Section 409.6-604(b), RSMo 2016, and 15 CSR 30-55.020. Any request for a hearing before the Commissioner must contain:

- a. a brief statement of the facts;
- b. a summary of the factual and legal issues involved;
- c. a request for relief;
- d. suggestions in support of the relief sought, including the relevant statutes;
- e. the name of the party requesting the hearing; and
- f. the name of the attorney representing the party, if any.

Within fifteen (15) days after receipt of a request in a record from a person or persons subject to this order, the Commissioner will schedule this matter for a hearing.

A request for a hearing must be mailed or delivered, in writing, to:

**David M. Minnick, Commissioner of Securities**  
**Office of the Secretary of State, Missouri**  
**600 West Main Street, Room 229**  
**Jefferson City, Missouri, 65102**

CERTIFICATE OF SERVICE

I hereby certify that on this 17<sup>th</sup> day of June, 2020, a copy of the foregoing Order to Cease and Desist and Order to Show Cause Why Restitution, Civil Penalties, Costs, and Other Administrative Relief Should Not Be Imposed in the above styled case was **mailed via certified U.S. mail and emailed to:**

Cannabis Plus Missouri, L.L.C.  
2547 Sunrise Drive  
Eureka, MO 63025

Can Plus MO Investments  
2547 Sunrise Drive  
Eureka, MO 63025

Shawn Harrison  
2547 Sunrise Drive  
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Kevin Larson  
620 Grand View Ridge Court  
Eureka, MO 63025  
[KevinLarson179@icloud.com](mailto:KevinLarson179@icloud.com)

**And hand delivered to:**

Steven M. Kretzer  
Enforcement Counsel  
Missouri Securities Division

  
Laurie Dawson  
Securities Office Manager