## STATE OF CALIFORNIA BUSINESS, CONSUMER SERVICES AND HOUSING AGENCY DEPARTMENT OF FINANCIAL PROTECTION AND INNOVATION

TO: Optimus VIP www.optimus.vip

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## DESIST AND REFRAIN ORDER (For violations of section 25110 of the Corporations Code)

The Commissioner of Financial Protection and Innovation (Commissioner) finds that:

- 1. The Department of Financial Protection and Innovation (Department) regulates the offer and sale of securities in California under the Corporate Securities Law of 1968 (Cal. Corp. Code §§ 25000-25707) (CSL).
- 2. At all relevant times, Optimus VIP is and was a business entity of unknown type with an unknown principal place of business. Optimus VIP operated the website www.optimus.vip.
- 3. Beginning at least as early as February 2025, Optimus VIP offered and sold securities in the form of investment contracts in California through general solicitations on its website.
- 4. Optimus VIP held itself out as a cryptocurrency trading platform. The purported purpose of the securities offerings was for Optimus VIP to use investor funds to trade cryptocurrency, which Optimus VIP claimed would generate returns for investors who purchased its investments. Optimus VIP claimed that it used artificial intelligence (AI) to maximize investors' profits.
- 5. Optimus VIP represented that its investments paid investors daily returns of at least 0.8%. The investments were publicly available to investors in California via Optimus VIP's website: www.optimus.vip.
- 6. After investors created their accounts on the Optimus VIP website, investors could log into their account using their username and password to monitor their purported balance and returns, deposit funds, and request withdrawals.
  - 7. Optimus VIP facilitated investor deposits and withdrawals using crypto assets.

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- 8. According to Optimus VIP's promotional materials, a Brazilian resident named Antonio Salas was the CEO of Optimus VIP. In his role as CEO, Salas helped Optimus VIP solicit investors by conducting live Zoom meetings with investors and prospective investors to promote Optimus VIP's securities. In these online presentations, Salas explained Optimus VIP's purported business and described how investors could make money with Optimus VIP. Recordings of Salas' Zoom presentations were also shared by Optimus VIP and its promoters.
- 9. As part of its solicitation efforts, Optimus VIP used a multilevel marketing (MLM) scheme that would reward investors for inducing others to send money to Optimus VIP. According to this MLM structure, investors would be paid a referral bonus based on the amount of funds deposited by the investors that they recruited. Investors would also be paid additional referral bonuses when the investors that they recruited, in turn, recruited new investors.
- 10. Investors seeking to take advantage of Optimus VIP's referral program created and posted videos to YouTube and posted content on other social media websites to recruit others to invest in Optimus VIP.
- 11. Optimus VIP depended on networks of promoters to advertise and offer its securities to prospective investors across the world, including to California residents.
- 12. In or around March 2025, Optimus VIP rebranded itself as DigitalCredit and continued to offer and sell investments to prospective investors using its MLM structure.
- 13. The investments offered by Optimus VIP were securities that were neither qualified nor exempt from the qualification requirement under the CSL. The Department has not issued a permit or other form of qualification authorizing Optimus VIP to sell these securities in California.

Based on the foregoing findings, the Commissioner is of the opinion that the securities offered or sold by Optimus VIP were subject to qualification under the CSL and have been or are being offered or sold without first being qualified in violation of Corporations Code section 25110.

Pursuant to Corporations Code section 25532, Optimus VIP is hereby ordered to desist and refrain from the further offer or sale of securities in California unless and until the qualification requirements of the CSL have been met.

Any person who with knowledge directly or indirectly controls and induces another person to violate any provision of the CSL, or knowingly provides substantial assistance to another person to violate any provision of the CSL, is deemed to be in violation of that provision to the same extent as the other person. Cal. Corp. Code § 25403(a) and (b).

This Order is necessary, in the public interest, for the protection of investors, and is consistent with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

Dated: August 13, 2025 San Diego, California KHALIL MOHSENI Commissioner of Financial Protection and Innovation



By MARY ANN SMITH **Deputy Commissioner Enforcement Division**