

1 STATE OF CALIFORNIA
2 BUSINESS, TRANSPORTATION AND HOUSING AGENCY
3 DEPARTMENT OF FINANCIAL PROTECTION AND INNOVATION

4 TO: King Kong Organics, Inc.
5 Edouard Joseph
6 101 S Topanga Canyon, Blvd
7 Topanga, CA 90290

8 **DESIST AND REFRAIN ORDER**
9 **(For violations of sections 25110 and 25401 of the Corporations Code)**

10 The Commissioner of the Department of Financial Protection and Innovation finds that:

11 1. The Department of Financial Protection and Innovation (“Department”) regulates the
12 offer and sale of securities in California under the Corporate Securities Law of 1968 (Corp. Code, §
13 25000 et seq.) (CSL).

14 2. At all relevant times herein, King Kong Organics, Inc. (“KONG”), is and was a
15 California Corporation located at 101 S Topanga Canyon, Blvd, Topanga, California 90290 operating
16 two public websites (www.kkkog.io and www.kkog.global) as well as the email addresses
17 info@kkog.io and info@kkog.global through which it conducted business.

18 3. At all relevant times, Edouard Joseph, is and was the managing member of KONG,
19 representing himself as the “Founder and Executive Chairman.”

20 4. Beginning in or about July 20, 2018, KONG and Edouard Joseph, offered and/or sold
21 securities, in the form of investment contracts in California through general solicitation on their
22 websites.

23 5. KONG and Edouard Joseph solicited securities in the form of investment contracts in
24 four different offerings called Zimbabwe, Zimbabwe 2, California, and South Africa utilizing their
25 websites at www.kkkog.io and www.kkog.global.

26 6. KONG and Edouard Joseph sold membership units described as “bricks” in their
27 cannabis businesses which entitled investors to receive monthly dividends, as well as participate in
28 any increase in the value of the investment capital. The purported purpose of the securities offerings

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1 was for KONG and Edouard Joseph to build a global business, including growing, processing,
2 branding, and distributing cannabis.

3 7. These securities were offered or sold in this state in issuer transactions. The
4 Department of Financial Protection and Innovation has not issued a permit or other form of
5 qualification authorizing any person to offer or sell the above-described securities, in this state.

6 8. In connection with the offer and sale of these securities, KONG and Edouard Joseph
7 made untrue statements of material facts, including but not limited to:

8 a. Falsely representing to investors that investors could withdraw their
9 investments at any time. In fact, investors repeatedly requested a refund and have attempted to sell
10 their investments, but have not been successful.

11 Based on the foregoing findings, the Commissioner is of the opinion that the securities, in the
12 form of membership units in KONG's cannabis business, offered and sold by KONG and Edouard
13 Joseph, are securities, subject to qualification under the California Corporate Securities Law of 1968
14 and are being or have been offered or sold without being qualified, in violation of Corporations Code
15 section 25110.

16 Pursuant to Corporations Code section 25532, KONG and Edouard Joseph are hereby ordered
17 to desist and refrain from the further offer or sale in the State of California of securities in the form of
18 ownership interests in cannabis greenhouses unless and until qualification has been made under said
19 law or unless exempt. The sale of such securities is subject to qualification under said law and such
20 securities are being or have been offered for sale without first being so qualified.

21 Further, the Commissioner is of the opinion that KONG and Edouard Joseph offered and sold
22 in this state by means of written or oral communications which included untrue statements of material
23 fact or omitted to state material facts necessary in order to make the statements made, in the light of
24 the circumstances under which they were made, not misleading, in violation of Corporations Code
25 section 25401.

26 Pursuant to Corporations Code section 25532, KONG and Edouard Joseph are hereby ordered
27 to desist and refrain from offering or selling or buying or offering to buy any security in the State of
28 California, including but not limited to membership units in cannabis businesses, by means of any

1 written or oral communication which includes an untrue statement of a material fact or omits to state
2 a material fact necessary in order to make the statements made, in the light of the circumstances
3 under which they were made, not misleading.

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

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DATED: August 24, 2022
Sacramento, California

CLOTHILDE V. HEWLETT
Commissioner of Financial Protection and Innovation



By: _____
MARY ANN SMITH
Deputy Commissioner
Enforcement Division