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10 BEFORE THE DEPARTMENT OF FINANCIAL PROTECTION AND INNOVATION
11 OF THE STATE OF CALIFORNIA

12 In the Matter of:)
13 THE COMMISSIONER OF FINANCIAL) MTA LICENSE No. : 2062
14 PROTECTION AND INNOVATION,) CONSENT ORDER
15 Complainant.) (Fin. Code, § 580)
16 v.)
17 SIGUE CORPORATION,)
18 Respondent.)

19
20 This Consent Order is entered into between the Commissioner of Financial Protection and
21 Innovation (“Commissioner”) and SIGUE CORPORATION (“Sigue”) and is made with respect to
22 the following facts:

23 **I. RECITALS**

24 1. The Commissioner has jurisdiction to license and regulate persons and entities engaged in the
25 business of money transmission in California, pursuant to the Money Transmission Act (“MTA”)
26 (Fin. Code § 2000 et seq.).

27 2. Sigue is a Delaware corporation with headquarters in Sylmar, California, and a licensed
28 money transmitter under the MTA, and assigned NMLS identifier number of 915912.

1 3. Sigue has experienced significant deterioration in its financial condition over the past several
2 months resulting in Sigue representing it has ceased operations, including accepting no new money
3 transmission obligations as of month end January 2024. As a result of its current financial
4 predicament, Sigue offered or is in the process of offering to surrender all of its money transmission
5 licenses in California as well in all other applicable jurisdictions, and is in the process of voluntarily
6 winding-down the corporation (the “Winddown Process”).

7 4. Sigue represents that it currently has significant outstanding liabilities, including as of March
8 13, 2024, at least \$597,496 in outstanding payment instrument liabilities and at least \$1,173,935 in
9 outstanding money received for transmission liabilities in California (the “Outstanding Transmission
10 Liabilities”). Additionally, Sigue represents that it has no unencumbered tangible assets available to
11 satisfy all of the Outstanding Transmission Liabilities, nor does it believe that it will have any assets
12 in the future to satisfy all of the Outstanding Transmission Liabilities.

13 5. Sigue has failed to pay certain Outstanding Transmission Liabilities as they became due and
14 payable, a violation of the MTA, including without limitation, Financial Code section 2101.

15 6. Sigue represents that as of January 31, 2024, it has failed to meet its minimum tangible net
16 worth in violation of Financial Code section 2040; therefore, Sigue has inadequate tangible net
17 worth so as to remain qualified to be licensed.

18 7. Sigue has failed to maintain eligible securities sufficient to cover the Outstanding
19 Transmission Liabilities, a violation of Financial Code section 2081.

20 8. The Commissioner has concluded that it is in the public interest to order Sigue to
21 immediately cease and desist from engaging in the business of money transmission in California,
22 except as otherwise provided for in this Order.

23 9. To avoid the costs, inconvenience, and delays associated with administrative or judicial
24 proceedings at this time, Sigue consents to this Order and to each of the undertakings and orders set
25 forth herein.

26 10. Sigue acknowledges that the Commissioner is relying, in part, upon Sigue’s representations
27 and warranties stated herein in making her determinations in this matter.
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1 11. The Commissioner may consider this Order and the facts set forth herein in connection with,
2 and in deciding upon, any further investigation, action, or proceeding; and this Order may, if
3 relevant to such investigation, action, or proceeding, be admitted into evidence in any matter before
4 the Commissioner, any other court or tribunal, or any matter related to a bond claim or related claim
5 arising from the Outstanding Transmission Liabilities.

6 12. Sigue represents that the person signing below is authorized to execute the consent to this
7 Order and to legally bind Sigue.

8 NOW, THEREFORE, the Commissioner hereby ORDERS:

9 **II. BOOKS AND RECORDS**

10 1. *Preservation of All Books and Records.* Sigue, and any third party in custody of the same,
11 shall preserve any and all books and records in accordance with Financial Code section 2124. Sigue
12 shall notify the Commissioner if there is any change to the location or storage of any and all books
13 and records within ten (10) calendar days of said change.

14 2. *Access to Books and Records.* Sigue, and any third party in custody of the same, shall
15 promptly make any and all books and records available to the Commissioner upon request as
16 required by Financial Code section 2120. Sigue shall timely and comprehensively respond to any
17 and all requests for information and documentation.

18 3. *Claims.* Sigue shall provide the Commissioner with any and all information in Sigue’s
19 possession, custody, or control that the Commissioner determines is needed or reasonably requests in
20 order to file a bond claim for those consumers for which there are Outstanding Transmission
21 Liabilities, including furnishing a declaration signed and delivered under the penalty of perjury in
22 substantially the same form as Exhibit A. Upon request, Sigue shall provide an executed declaration
23 to the Commissioner to support the Commissioner’s bond claim within ten (10) calendar days of the
24 request. To the extent an impacted person who is owed funds as part of the Outstanding
25 Transmission Liabilities needs or reasonably requests to file a bond claim, Sigue will provide any
26 and all information in Sigue’s possession, custody, or control to that impacted person if such person,
27 or the Commissioner on that person’s behalf, seeks such information from Sigue.
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1 **III. CEASE AND DESIST**

2 1. *License.* As Sigue failed to satisfy certain Outstanding Transmission Liabilities as they
3 became due and payable, upon the Effective Date of this Order, Sigue shall CEASE AND DESIST
4 from all money transmission activity, other than satisfying some or all of its existing Outstanding
5 Transmission Liabilities, related to its California money transmitter license. Sigue shall immediately
6 notify its agents of this Order and shall instruct its agents to cease conducting money transmission on
7 behalf of Sigue.

8 2. *Sharing of Information and Cooperation.* This Order shall not limit Sigue’s obligations to
9 cooperate with any examination or investigation, including but not limited to, any regulatory
10 obligation to timely provide requested information or documents to the Commissioner.

11 **IV. GENERAL PROVISIONS**

12 1. *Effective Date.* This Order shall become effective upon execution by Sigue and the
13 Commissioner (the “Effective Date”).

14 2. *Public Record.* This Order shall become public upon the Effective Date.

15 3. *Consent.* Sigue hereby knowingly, willingly, voluntarily, and irrevocably consents to the
16 entry of this Order and agrees that it understands all of the terms and conditions contained herein.
17 Sigue, by voluntarily entering into this Order, waives any right to a hearing or appeal concerning the
18 terms set forth in this Order.

19 4. *No Waiver.* Nothing in this Order shall be deemed to waive, resolve, or eliminate any rights,
20 causes of action (such as administrative actions), claims, or remedies that the Commissioner may
21 have or assert, whether now existing or hereafter arising, against Sigue or any of its affiliates, control
22 persons, officers, directors, employees, owners, or agents.

23 5. *Governing Law.* This Order will be governed by and construed in accordance with California
24 law.

25 6. *Privilege.* Any information or documentation furnished to the Commissioner pursuant to the
26 terms of this Order shall be considered as generated and/or obtained as part of the Commissioner’s
27 supervisory authority and thus deemed confidential supervisory information subject to all associated
28 protections and privileges. Nothing in this provision is intended to inhibit the Commissioner from

1 using or disclosing information or documentation regarding Outstanding Transmission Liabilities in
2 connection with filing a bond claim or facilitating or assisting an impacted person as identified in
3 Section II.3 with filing a bond claim or otherwise utilizing her authorities to use such information in
4 accordance with applicable state law.

5 7. *No Private Right of Action Created.* Except to the extent that an impacted person who is
6 owed funds as part of the Outstanding Transmission Liabilities has a right to make a claim against
7 the bond pursuant to Financial Code section 2037, this Order does not create any private rights or
8 remedies against Sigue (or any of its control persons, affiliates, or subsidiaries), create any liability
9 for Sigue (or any of its control persons, affiliates, or subsidiaries) or limit defenses of Sigue (or any
10 of its control persons, affiliates, or subsidiaries) for any person or entity not a party to this Order. An
11 enforcement action under this Order may be brought solely by the Commissioner.

12 8. *Entire Agreement.* There are no other terms, obligations, covenants, representations,
13 statements, conditions, or otherwise, of any kind whatsoever concerning this Order.

14 9. *Binding Nature.* The officers, owners, directors, employees, heirs and assigns of Sigue intend
15 to be and are legally bound by the terms of this Order. Sigue acknowledges and agrees that this
16 Order is not binding upon any other local, state, or federal agency, department, or office.

17 10. *Counsel.* This Order is entered into by the parties upon full opportunity for legal advice from
18 legal counsel.

19 11. *Counterparts.* This Order may be executed in separate counterparts, by facsimile or
20 electronic mail in portable document format.

21 12. Nothing in this Order shall relieve Sigue of its obligations to comply with applicable State
22 and Federal law.

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It is so **ORDERED** this ____ of March, 2024.

ROBERT VENCHIARUTTI
Deputy Commissioner of Financial Protection and Innovation

IN WITNESS WHEREOF, in consideration of the foregoing, including the recital paragraphs, and intending to be legally bound, Sigue Corporation does hereby consent to the issuance of this Consent Order this _____ of March, 2024.

SIGUE CORPORATION

By: _____
Guillermo de la Vina
Chief Executive Officer

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EXHIBIT A
DECLARATION OF [X]

1. I am of the age of majority, of sound mind and memory and depose relative to my own personal knowledge.

2. I give this Declaration in support of the claim(s) for payment under [] Receiving Money for Transmission Bond No. 14BSBCP6530, issued by Harford Fire Insurance Company or [] Payment Instrument/Stored Value Bond No. 017164233, issued by Liberty Mutual Insurance Company related to the money transmission operations of Sigie Corporation, NMLS identification number 915912 and for any other uses which may be allowed under state or federal law.

3. I am the _____ for Sigie Corporation.

4. On or about January 31, 2024, Sigie Corporation ceased all of its money transmission operations in California due to a significant deterioration in its financial condition. As of the date of execution of this Declaration, Sigie Corporation has outstanding transmission liabilities of _____ to residents of California. Attached hereto as Exhibit 1 is a true and correct copy of all of the outstanding liabilities related to regulated money transmission activity owed to California consumers along with the last known address for these consumers. Sigie Corporation’s financial condition will not permit it to honor, or faithfully perform, its contractual obligations to these identified consumers and it does not intend to satisfy these obligations.

5. I hereby declare under penalty of perjury that the content of the document and attachments hereto are true, correct, and complete:

Signature of officer

Date

Printed Name: _____