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BEFORE THE ARKANSAS SECURITIES COMMISSIONER
CASE NO. S-18-0037

18 MAR 16 PM 3:42
ARKANSAS SECURITIES DEPT.

IN THE MATTER OF:
SNIFFLE HEALTH INC.

ORDER NO. S-18-0037-18-OR01

CONSENT ORDER

This Consent Order is entered pursuant to the Arkansas Securities Act (“Act”), codified at Ark. Code Ann. § 23-42-101 through § 23-42-509, the Rules of the Arkansas Securities Commissioner (“Rules”) promulgated under the Act, and the Arkansas Administrative Procedures Act, codified at Ark. Code Ann. § 25-15-201 through § 25-15-219, in accordance with an agreement by and between the Staff of the Arkansas Securities Department (“Staff”) and Sniffle Health Inc. (“Sniffle Health”) in full and final settlement of all claims that could be brought against Sniffle Health by the Staff on the basis of the facts set forth herein.

Sniffle Health admits the jurisdiction of the Act and the Arkansas Securities Commissioner (“Commissioner”), waives its right to a formal hearing, and without admitting or denying the findings of facts made herein, consents to the entry of this order and agrees to abide by its terms.

FINDINGS OF FACT

1. Sniffle Health is a corporation organized and operating under the laws of the State of Delaware. Sniffle Health is not registered with the Arkansas Securities Department (“Department”) in any capacity.
2. On March 14, 2018 Sniffle Health made an exemption filing pursuant to Ark. Code Ann. § 23-42-504(a)(13) and Rule 504.01(a)(13)(N) with the Department.

3. On August 1, 2017 agents or employees of Sniffle Health sold securities issued by Sniffle Health to residents of the State of Arkansas.

4. Sniffle Health has fully cooperated with the Staff during the Staff's review of this matter.

CONCLUSIONS OF LAW

5. Ark. Code Ann. § 23-42-504(a)(13) states that the commissioner can exempt any other securities transaction by rule or order as not being necessary or appropriate in the public interest for the protection of investors. Pursuant to Rule 504.01(a)(13)(N) certain offers and sales of securities sold to Accredited Investors, if in compliance with the NASAA Model Accredited Investor Exemption, are exempt securities transactions. In addition, said rule states that the issuer shall file Notice of the transaction, the consent to service of process required by Section 23-42-107(a), and a copy of the general announcement of the proposed offering with the Commissioner within fifteen (15) days of the first sale in this state. Sniffle Health violated Ark. Code Ann. § 23-42-504(a)(13) and Rule 504.01(a)(13)(N) by making its exemption filing over seven months after the first sale of securities to residents of the State of Arkansas.

UNDERTAKINGS

In settlement of this matter, but without admitting or denying the findings of fact made above, Sniffle Health agrees to pay a fine in the amount of \$1,000.

OPINION

This order is in the public interest. The facts as set out in paragraphs two and three support the violations of the Act and Rules of the Arkansas Securities Commissioner as set out in paragraph five.

ORDER

IT IS THEREFORE ORDERED that Sniffle Health pay a fine in the amount of \$1,000 to the Department within 10 days of the entry of this order.

WITNESS MY HAND AND SEAL on this 16th day of March, 2018.



B. Edmond Waters
Arkansas Securities Commissioner

APPROVED AS TO FORM
AND CONTENT:

Walter Ryan Hergob
CEO of Sniffle Health

03/16/2018
Date

James W. Smith
Attorney for the Respondent

Date

Scott Freydl
Scott Freydl
Staff Attorney

3/16/18
Date

ORDER

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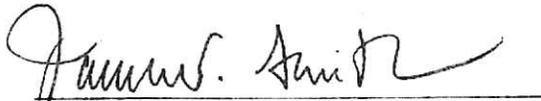
WITNESS MY HAND AND SEAL on this 16th day of March, 2018.



B. Edmond Waters
Arkansas Securities Commissioner

APPROVED AS TO FORM
AND CONTENT:

_____ of Sniffle Health



James W. Smith
Attorney for the Respondent

_____ Date

03/16/2018
Date



Scott Freydl
Staff Attorney

3/16/18
Date