



**STATE OF NEW MEXICO
REGULATION AND LICENSING DEPARTMENT
SECURITIES DIVISION**

IN THE MATTER OF:)
)
KARAOKE WOLRD CHAMPIONSHIPS USA, LLC,) Case No. 12-11-0011
WENDELL S. PAYNE,)
)
Respondent(s).)

CONSENT AGREEMENT

This Consent Agreement (“Agreement”) is made by and between the Securities Division of the New Mexico Regulation and Licensing Department (“the Division”) through its acting director, Benjamin R. Schrope (“director”), and the respondents Wendell S. Payne (“Payne”) and Karaoke World Championships USA, LLC (“KWC”):

I. FACTS

WHEREAS, Karaoke World Championships USA, LLC (“KWC”) is a domestic limited liability company incorporated under the laws of the State of Ohio with its principal place of business at 9378 S. Montgomery Road #231, Mason, Ohio 45040. KWC’s registered agent for service of process is CH&K Agent Service, Inc., located at 1 South Main Street, Suite 1300, Dayton, Ohio 45402;

WHEREAS, Payne is the President of KWC, and a resident of the State of Ohio. Payne’s last known mailing address is 8102 Walcot Lane, Apt. B, Cincinnati, Ohio 45249;

WHEREAS, Dena Bellelli (“Bellelli”) was the Vice President of KWC-USA. She is a resident of Truth or Consequences, New Mexico;

WHEREAS, John Bush (“Bush”) provided funds to KWC-USA and is a resident of Truth or Consequences, New Mexico;

WHEREAS, John Shoop (“Shoop”) provided funds to KWC-USA and is a resident of Ruidoso, New Mexico;

WHEREAS, on or about September 10, 2010, Payne and/or KWC received thirty thousand (\$30,000) dollars from Shoop;

WHEREAS, on or about September 17, 2010, Payne and/or KWC received ten thousand (\$10,000) dollars from Bush;

WHEREAS, the above stated monies paid by Shoop and Bush were in response to a solicitation made by Payne to Bellelli in September 2010 specifically asking Bellelli whether she knew of anyone who would be interested in providing funds to KWC;

WHEREAS, Shoop and Bush believed each was purchasing a respective ownership interest in KWC with no expectation of any role in managing the affairs of the company;

WHEREAS, neither respondent is, nor has ever been, registered in the State of New Mexico as a broker-dealer, agent, investment adviser nor an investment adviser representative pursuant to the provisions of NMSA 1978 § 58-13C-501 *et seq.* The New Mexico Uniform Securities Act, ("the Act");

WHEREAS, Payne has no known history of previous violations of the Act, nor known prior criminal convictions in this or any other jurisdiction;

WHEREAS, KWC has no known history of previous violations of the Act, nor known prior criminal convictions in this or any other jurisdiction;


NOW, THEREFORE, the respondents and the Division agree that:

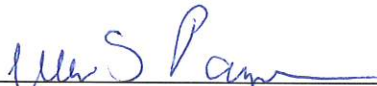
1. The Division has jurisdiction over this matter pursuant to the Act;
2. The respondent, Payne, is president of respondent KWC, and is authorized by law to enter into this agreement on behalf of KWC;
3. Any admission, stipulation, acknowledgement or acquiescence on the part of the respondents to any and/or all of the facts contained within this agreement is for the sole purpose of entering into the instant Consent Agreement with the Division;
4. The respondents neither admit nor deny any violation of the Act and/or the laws of the State of New Mexico;
5. The respondent, Payne, is hereby permanently barred from transacting securities in the state of New Mexico;
6. The respondent, KWC, is hereby is hereby permanently barred from transacting securities in the state of New Mexico;
7. The Division shall take no further administrative, civil or criminal action against the respondent for any conduct alleged above;
8. The respondents agrees that if either respondent fails to abide by the terms and conditions of this agreement, the division may take administrative, civil or criminal action against the respondent for any conduct alleged above;

9. Nothing in this agreement shall limit any action(s) that currently exist or hereinafter brought by a party other than the division, its employees, agents and/or representatives;

Effective this 7th day of September, 2017.

New Mexico Securities Division


By: 
Benjamin R. Schrope, Acting Director
Securities Division
New Mexico Regulation and Licensing
Department


Wendell S. Payne, President
Karaoke World Championships USA, LLC

SUBSCRIBED AND SWORN TO before me this 1st day of September, 2017.



Mugdha Godbole
Notary Public, State of Ohio
My Commission Expires 12-21-20


Notary Public
My commission expires: 09/01/2017