



COMMISSIONER OF SECURITIES
STATE OF GEORGIA

In the matter of:
THOMAS FORD; SCOTT PORTER;
ONE FAMILY MEDIA GROUP, LLC;
DUPONT NETWORK, INC.; and
CROSSROADS SOUND & STAGE
THEATER, LLC,

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ENSC-241189

Respondents.

FINAL ORDER TO CEASE AND DESIST AND ACCEPT THE HEARING OFFICER'S
FINDINGS OF FACT, CONCLUSIONS OF LAW, AND RECOMMENDATIONS

This matter comes before the Commissioner of Securities for the State of Georgia ("Commissioner") pursuant to the authority granted in O.C.G.A. § 10-5-70, *et seq.* of the Georgia Uniform Securities Act of 2008, as amended ("Georgia Securities Act"), O.C.G.A. § 50-13-1, *et seq.* of the Georgia Administrative Procedure Act, as amended ("Georgia Administrative Procedure Act"), and Ga. Comp. R. & Regs. 590-4-6. The Commissioner undertook an investigation into the acts and practices of THOMAS FORD, SCOTT PORTER, ONE FAMILY MEDIA GROUP, LLC, DUPONT NETWORK, INC., and CROSSROADS SOUND & STAGE THEATER, LLC ("Ford", "Porter", "One Family Media Group", "Dupont Network", and "Crossroads Sound and Stage Theater", or "Respondents").

Based on the investigation and the results of the administrative hearing officer's recommendation, the Commissioner has found grounds to conclude that Respondents have engaged in acts or practices constituting violations of the Georgia Securities Act. After a review

of the entire record, the Commissioner has determined it is in the public interest to enter this Final Order.

I. PARTIES

1. Respondent Ford is a Georgia resident. Respondent Ford is the control person for One Family Media, Dupont Network, and Crossroads Sound & Stage. Respondent Ford is not and has never been registered with the Commissioner to sell securities nor as an investment adviser representative or broker-dealer agent.

2. Respondent Porter is a Georgia resident. Respondent Porter promoted securities on behalf of Respondent Ford, One Family Media, and Dupont Network. Respondent Porter is not and has never been registered with the Commissioner to sell securities nor as an investment adviser representative or broker-dealer agent.

3. Respondent One Family Media is registered with the Corporations Division of the Georgia Secretary of State as a Domestic Limited Liability Company (Control Number: 20094398), with its principal office located at 5918 Duren Farms Circle, Lithonia, Georgia 30058. Ford is the Registered Agent of One Family Media. One Family Media is not and has never been registered with the Commissioner to issue or sell securities nor as an investment adviser or broker-dealer.

4. Respondent Dupont Network was registered with the Corporations Division of the Georgia Secretary of State as a Domestic Profit Corporation (Control Number: 21163650), with its principal office located at 5918 Duren Farms Circle, Lithonia, Georgia 30058. Respondent Ford was the Registered Agent and the Chief Executive Officer of Dupont Network. Respondent Porter was the Secretary of Dupont Network. Dupont Network was administratively dissolved in

September 2025. Dupont Network is not and has never been registered with the Commissioner to issue or sell securities nor as an investment adviser or broker-dealer.

5. Respondent Crossroads Sound & Stage is registered with the Corporations Division of the Georgia Secretary of State as a Domestic Limited Liability Company (Control Number: 23259074), with its principal office located at 2869 Lakewood Avenue S.W., Atlanta, Georgia 30315. Respondent Ford is its Registered Agent. Respondent Porter is the corporation's Organizer. Crossroads Sound & Stage is not and has never been registered with the Commissioner to issue or sell securities nor as an investment adviser or broker-dealer.

II. COMMISSIONER'S PROCEDURAL HISTORY

6. The Commissioner issued A Notice of Opportunity for Hearing and Proposed Order to Cease and Desist to Respondents on March 14, 2025.

7. On April 7, 2025, Respondent Porter requested an administrative hearing pursuant to O.C.G.A. § 10-5-73 and Rule 590-4-6-.01.

8. Pursuant to Rule 590-4-6-.01, Joseph Borg was duly appointed as the Hearing Officer in this matter on May 07, 2025.

9. Pursuant to Notice of Hearing requirements under O.C.G.A. § 50-13-13 and Rule 590-4-6-.07, an evidentiary hearing was conducted before the Hearing Officer. The hearing spanned over two days, the first part of the hearing was held on Thursday, August 28, 2025 and the hearing was completed on Friday, September 5, 2025.

10. Pursuant to Rule 590-4-6-.22, post-hearing briefs were authorized to be filed by the Petitioner and Respondents. The Petitioner filed its brief on October 03, 2025. Respondent Ford and Respondent Porter filed a joint brief on September 26, 2025. On October 3, 2025, Respondent Porter filed an additional, separate brief.

11. Pursuant to Rule 590-4-6-.25, Hearing Officer Borg issued “Hearing Officer’s Findings of Fact, Conclusions of Law, and Recommended Order” (“Hearing Officer’s Findings”), attached, on November 4, 2025.

12. The Commissioner’s determination considers the entire record, including sworn investor testimony, documentary exhibits, subpoenaed bank and payment-processor records, Respondents’ briefs, and the Hearing Officer’s Findings.

13. Pursuant to O.C.G.A. §§ 10-5-73(c) and 50-13-17 , the Commissioner issues the ultimate determination on administrative matters and may adopt, modify, or reject the Hearing Officer’s findings, conclusions, or recommended decisions. Due deference is given to the Hearing Officer’s observations of witness demeanor and weight of credibility.

14. After independent consideration of the record, the Commissioner accepts and adopts in full the Hearing Officer’s Findings as the Commissioner’s own and incorporates them by reference as if fully set forth herein.

III. FINDINGS OF FACT

15. See Hearing Officer’s Findings, attached at paragraphs IV and V.

IV. CONCLUSION OF LAW

16. See Hearing Officer’s Findings, attached at paragraph VI.

V. ORDER

WHEREFORE, by the authority vested in me as the Commissioner of Securities for the State of Georgia, **IT IS HEREBY ORDERED**:

1. The Hearing Officer’s Findings of Fact, Conclusions of Law, and Recommended Order are adopted in full.

2. **THOMAS FORD** immediately **CEASE AND DESIST** all violations of the Georgia Uniform Securities Act of 2008, as amended.
3. **SCOTT PORTER** immediately **CEASE AND DESIST** all violations of the Georgia Uniform Securities Act of 2008, as amended.
4. **ONE FAMILY MEDIA GROUP, LLC** immediately **CEASE AND DESIST** all violations of the Georgia Uniform Securities Act of 2008, as amended.
5. **DUPONT NETWORK, INC.** immediately **CEASE AND DESIST** all violations of the Georgia Uniform Securities Act of 2008, as amended.
6. **CROSSROADS SOUND & STAGE THEATER, LLC** immediately **CEASE AND DESIST** all violations of the Georgia Uniform Securities Act of 2008, as amended.
7. **DUCOIN and any related offering, program, bucket, or exchange (including any successor label or platform)** immediately **CEASE AND DESIST** all violations of the Georgia Uniform Securities Act of 2008, as amended.
8. **THOMAS FORD** is **BARRED** from registration with the Commissioner as an agent pursuant to O.C.G.A. § 10-5-31.
9. **SCOTT PORTER** is **BARRED** from registration with the Commissioner as an agent pursuant to O.C.G.A. § 10-5-31.
10. **RESPONDENTS, THOMAS FORD, SCOTT PORTER, ONE FAMILY MEDIA GROUP, LLC, DUPONT NETWORK, INC., and CROSSROADS SOUND & STAGE THEATER, LLC**, jointly and severally, pay a civil penalty in the amount of Five Hundred Thousand Dollars (\$500,000.00). Said penalty includes the cost of the Commissioner's investigation of Ten Thousand Dollars (\$10,000.00). The civil penalty is payable to the Commissioner within thirty (30) days of the issuance of this Final Order.

This Final Order does not waive nor limits the Commissioner's authority as to persons not named or transactions not specifically referenced or known at the time of issuance.

SO ORDERED this 15 day of December, 2025.

**GEORGIA SECRETARY OF STATE
COMMISSIONER OF SECURITIES
BRAD RAFFENSPERGER**

By: 

**Noula Zaharis
Assistant Commissioner of Securities
Division Director, Securities and Charities**



**COMMISSIONER OF SECURITIES
STATE OF GEORGIA**

**In the matter of:
THOMAS FORD; SCOTT PORTER;
ONE FAMILY MEDIA GROUP, LLC;
DUPONT NETWORK, INC.; and
CROSSROADS SOUND & STAGE
THEATER, LLC,**

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ENSC-241189

Respondents.

NOTICE OF RIGHT TO JUDICIAL REVIEW

TO: Thomas Ford
5918 Duren Farms Circle
Lithonia, GA 30052

Scott Porter
267 Langley Dr. #4228
Lawrenceville, GA 30046

ONE FAMILY MEDIA GROUP, LLC
Registered Agent: Thomas Ford
5918 Duren Farms Circle
Lithonia, GA 30052

DUPONT NETWORK, INC.
Registered Agent: Thomas Ford
5918 Duren Farms Circle
Lithonia, GA 30052

CROSSROADS SOUND & STAGE THEATER, LLC
Registered Agent: Thomas Ford
5918 Duren Farms Circle
Lithonia, GA 30052

1. Pursuant to O.C.G.A. §50-13-19(a), Respondents are hereby notified that “[a]ny person

who has exhausted all administrative remedies available within the agency and who is aggrieved by a final decision in a contested case is entitled to judicial review.”

2. Pursuant to O.C.G.A. §50-13-19(b), “proceedings for review are instated by filing a petition with 30 days after the service of the final decision of the agency. . . The petition may be filed in the Superior Court of Fulton County or in the superior court of the county of residence of the petitioner. . .”.

3. Pursuant to O.C.G.A § 50-13-19(d)(1), “the filing for judicial review in superior court does not itself stay enforcement of the agency decision. . . the reviewing court may order, a stay upon appropriate terms for good cause shown.”

SO ORDERED this 1st day of December, 2025.

**SECRETARY OF STATE
COMMISSIONER OF SECURITIES
BRAD RAFFENSPERGER**

By: 
**Noula Zaharis
Assistant Commissioner of Securities
Division Director, Securities and Chari-**

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**BEFORE THE COMMISSIONER OF SECURITIES
STATE OF GEORGIA**

In the Matter of:

*Thomas Ford; Scott Porter; One Family Media Group, LLC; DuPont Network, Inc.; and
Crossroads Sound & Stage Theater, LLC*
Administrative Proceeding No. **ENSC-241189**

**HEARING OFFICER'S FINDINGS OF FACT, CONCLUSIONS OF LAW, AND
RECOMMENDED ORDER**

(Issued pursuant to the Georgia Administrative Procedure Act, O.C.G.A. § 50-13-1 et seq.; the Georgia Uniform Securities Act of 2008, O.C.G.A. § 10-5-1 et seq.; and Ga. Comp. R. & Regs. 590-4-6)

I. INTRODUCTION AND JURISDICTION

1. This contested matter arises from the Commissioner of Securities' Proposed Order to Cease and Desist, Bar Registration, and Impose Civil Penalties (the "Proposed Order") filed under the Georgia Uniform Securities Act of 2008 (the "Act"), O.C.G.A. § 10-5-1 et seq. The Proposed Order alleged that Respondents engaged in the unregistered offer and sale of securities, antifraud violations, and unregistered broker-dealer/adviser activity, and sought cease-and-desist relief, registration bars, civil penalties, and costs.

2. The Secretary of State (Securities & Charities Division) has jurisdiction over the subject matter and Respondents. The undersigned Hearing Officer was appointed to conduct an evidentiary hearing and to issue this Recommended Order under the Georgia Administrative Procedure Act ("APA"), O.C.G.A. § 50-13-1 et seq., and the Division's procedural rules, Ga. Comp. R. & Regs. 590-4-6.

II. PROCEDURAL HISTORY

3. Following notice under O.C.G.A. § 50-13-13 and Rule 590-4-6, a multi-session evidentiary hearing was conducted and completed on September 2, 2025. The record includes sworn testimony from investor-witnesses and Division personnel, Respondents' testimony, documentary exhibits, and subpoenaed bank and payment-processor records.

4. Pursuant to Rule 590-4-6-.22, post-hearing briefing was authorized. Petitioner filed on October 3, 2025; Respondents Thomas Ford ("Ford") and Scott Porter ("Porter") filed a joint submission on September 26, 2025. Respondent Porter then filed an additional separate narrative on October 3, 2025.

5. The Proposed Order and the hearing record request agency relief including: (a) cease-and-desist; (b) registration bars; (c) civil penalties; and (d) investigative costs—remedies authorized by O.C.G.A. § 10-5-73 and related provisions.

III. UNDISPUTED LEGAL STANDARDS

6.(a) The parties agree the governing test for an “investment contract” derives from SEC v. W.J. Howey Co., 328 U.S. 293 (1946), codified in O.C.G.A. § 10-5-2(31):

(1) investment of money; (2) in a common enterprise; (3) with a reasonable expectation of profits; (4) to be derived primarily from the efforts of others.

The parties further agree that form does not control substance.¹

(b) Respondents disagree as to application to this case and argue that no stock certificates or written contracts were issued to evidence the existence of a “security.” Respondents characterize transfers as personal loans/support, and posit that participants were to receive “rewards” (not “returns”), and deny common enterprise or profit expectations.

IV. FINDINGS OF FACT

(Findings are based on the whole record, including credible testimony, documentary exhibits, and subpoenaed account records. Findings are material to the determinations that follow. Post hearing briefs filed by all parties were considered in the drafting of these findings.)

A. Parties and Registration Status

7. Thomas Ford (Georgia resident) controls One Family Media Group, LLC (“OFMG”), DuPont Network, Inc. (“DuPont”), and Crossroads Sound & Stage Theater, LLC (“Crossroads”). Ford has never been registered under the Act as agent, broker-dealer, investment adviser, or representative.

8. Scott Porter (Georgia resident) promoted and facilitated the program for Ford/OFMG/DuPont, received compensation (including transfers labeled “broker fees”), and has never been registered in any capacity under the Act.²

¹ Post-hearing brief of Petitioner, post-hearing brief of Respondents’ Ford and Porter, and separate post-hearing brief of Respondent Porter.

² “The majority of my compensation was in the form of equity earned through the platform.” “Specifically, I receive 1% and 2% of all cryptocurrency purchasers proceeds within the system.” “I was allowed to retain 6% purchase fee. This fee was applied to all coin purchases made through the DuCoin System.” Exhibit 9 (responses by Respondent Porter to question 4 and question 10).

9.OFMG (Control No. 20094398), DuPont (Control No. 21163650), and Crossroads (Control No. 23259074) are Georgia entities. None has been registered to issue or sell securities, or as a broker-dealer or investment adviser.

B. Complaints, Investigation, and Subpoenas

10.Beginning May 2024, participants (investors) complained about a website/platform DUCoinExchange.com, which Respondents Ford, Porter and OFMG purported to own/operate. Respondents represented that participant funds would be staked in cryptocurrency and earn daily profits tied to fiat contributions.

11.After collecting funds, DUCoinExchange.com was taken offline. Investors were told a “forensic audit” necessitated the shutdown.³ No proof of any audit was produced.

12.From June 20 – August 15, 2024, the Division subpoenaed Respondent’s financial records. Tracing showed investor monies commingled in Respondents’ personal and business accounts, routed among Porter/OFMG/DuPont/Ford, and used for personal expenses or payments to other participants.

13.On October 11, 2024, the Division subpoenaed Ford and Porter. Ford received an extension to December 16, 2024, but did not respond. Porter produced partial materials and did not complete production (including failure to provide investor identifications and crypto-wallet information).⁴

C. Mechanics of the Scheme: “Buckets,” “Returns/Rewards,” Pooling

14.Respondents solicited funds (including, live and recorded Zoom meetings⁵) into time-denominated “buckets” (e.g., 30-day, 6-month, 1-year) promising daily percentage increases,

³ See Exhibit 13

⁴ On July 27, 2025, a virtual hearing was conducted wherein the Hearing Officer reviewed with all parties the contents of the subpoena to provide records in a line-by-line manner. Respondents agreed to understanding the contents with regard to the documents to be produced. Respondents thereafter failed to comply with the records requested.

⁵ Witness testimony described one on one conversations and Exhibit 9(B) described use of the DuCoin Exchange Telegram. See Exhibit 9(F) “...platforms and systems, including DuYou.com, Amerisist.com. DuTravel.net and DuMok.com were created and managed by President Ford...platforms were designed to generate profits through monthly activity and subscriptions.

commonly 1%–1.5%.⁶ Participants were encouraged to reinvest (“re-firm”) and to recruit new participants.⁷

15. Participant payments were deposited to Porter’s accounts and moved to OFMG, DuPont, and Ford. Disbursements included “broker fees,” personal purchases, transfers to earlier participants, and expenses for Crossroads (rent/build-out/maintenance). When payouts occurred, they were funded by new inflows, not verifiable staking or independent revenue.⁸

16. Multiple investors credibly testified that they were told their money would earn fixed daily percentages and was in “buckets.” They received no ledgers/confirmations consistent with an operating exchange.

17. Solicitation and flow of funds. Respondents solicited and received fiat currency from multiple individuals (including, without limitation, witnesses J. Wayne Fortner, Kiara Hunt-Jennings, and Angel Quick). Funds were deposited to accounts controlled by Respondent Scott Porter, then moved to Thomas Ford, One Family Media Group, LLC, and DuPont Network, Inc. accounts. Disbursements included items labeled “broker fees.”⁹

18. Control and managerial efforts. Respondents Ford and Porter held themselves out as controlling the platform; Porter “ran the network,” handled payments, and led explanatory Zoom calls; Ford oversaw and approved operations and received/redistributed funds through affiliated entities.¹⁰

⁶ Testimony of J. Wayne Fortner, August 28th, 2025, transcript page 96, lines 5-11; Exhibit 13. Testimony of Kiara Hunt-Jennings, August 28th, 2025, transcript page 127, lines 1-8, 12-13; page 132, lines 22 – 25; page 130, lines 25; page 131, lines 1-4. See also exhibit 12 (complaint by J. Wayne Fortner)

⁷ Testimony of J Wayne Fortner, August 28th, 2025, transcript page 97, lines 11-14; page 96, line 17-18; page 97, lines 21 – 22. Testimony of Kiara Hunt- Jennings, transcript page 122, lines 1-7; page 123, lines 5-9

⁸ Testimony of Braddock LaGrua, (Georgia Securities Division, Exams and Registration Manager) September 5, 2025, transcript pages 25, 57, 60, 82 – 88. Exhibits 17, 18, 22, 26, 28. Exhibit 22. Testimony of Angel Quick, August 28th, 2025, page 160 lines 19 – 21. See also Exhibit 14 (Statement of Levi L. Fortner). Exhibit 30 (Fortner complaint documents)

⁹ Testimony of Respondent Scott Porter, August 28, 2025, transcript page 19, Line 17; page 27, lines 21-23; page 60, line 25; page 61, lines 1-4; page 65, lines 23-25; page 66, lines 1-5.

See also Exhibit 9 paragraph D. “When President Thomas Ford introduced the Greenwood USD (GRN/GUSD) coins, cash transactions became necessary for entry into the DuCoin system. Members were required to purchase coins from DuCoin Exchange using credit or debit cards.”

¹⁰ Testimony of Respondent Scott Porter, August 28, 2025, transcript page 58, lines 1-7; page 62, lines 18 – 23. See also Exhibit 9. Response to question 19(C).

19. Lack of formal instruments. No stock certificates or written “stock contracts” were issued; investors nonetheless testified that they understood they were participating for financial gain at daily percentage rates.

20. Missing records and investor lists. Respondents failed to produce complete investor lists, wallet addresses, or authentic exchange records; multiple witnesses who paid funds testified, yet their information was not produced despite subpoenas and orders. Testimony by Petitioner’s Exams and Registration Manager detailing the examination of respondents’ financial records was largely unopposed as to content, payments, transfers and disbursements.¹¹

D. Web Presence and Misrepresentations

21. Respondents operated websites (e.g., DuingAds.net) listing fabricated “employees” and client relationships to bolster legitimacy; those pages were later removed.¹² Respondents did not provide the requested information about the purported personnel. Evidence presented showed platform and solicitation communications promised fixed returns (daily rewards and/or returns of up to 1.5%) based on the amount contributed (invested).

E. Scope and Impact

22. Evidence shows well over 100 affected investors nationwide; a significant subset appears to be seniors or vulnerable adults. Investor funds were depleted through commingling and transfers unrelated to any discernable bona fide investment program.¹³

F. Findings and Conclusions: Unregistered Broker-Dealer Agents and Unregistered Investment Adviser Representatives (Ford and Porter)

A. Applicable Law

23. Agents (broker-dealer context). It is unlawful for an individual to transact business in this state as an agent unless the individual is registered or is exempt from registration. “Agent” means an individual who represents a broker-dealer or an issuer in effecting or attempting to effect purchases or sales of securities. [O.C.G.A. § 10-5-31(a) (agent registration requirement) ; O.C.G.A. § 10-5-2(1) (definition of “agent”)].

¹¹ Financial records analysis by the Securities Division confirmed that contributions from multiple participants (investors) were deposited and commingled into shared accounts at Wells Fargo and Navy Federal then transferred among DuPont network, One Family Media and personal accounts of Ford and Porter. See also Footnote 2

¹² See Exhibit 6

¹³ See Exhibit 12 (...”DuCoin website showed over 400 members and over \$15,000,000 had been invested.”) Financial records reviewed by Petitioner’s witness LaGrua, indicate substantial numbers of individuals transferring fiat currency through wire transfer, Zelle, credit cards and other forms of monetary transmission to Respondents,

24. Investment Adviser Representatives. It is unlawful for an individual to transact business in this state as an investment adviser representative unless the individual is registered or is exempt. “Investment adviser representative” includes an individual who, for an investment adviser or federal covered adviser, (i) makes recommendations or otherwise gives investment advice regarding securities; (ii) determines what recommendation or advice should be given; (iii) receives compensation to solicit, offer, or negotiate for the sale of (or for selling) investment advice; or (iv) supervises such persons. [O.C.G.A. § 10-5-33(a) (investment adviser representative registration requirement); O.C.G.A. § 10-5-2(19) (definition of “investment adviser representative”)].

25. Burden to prove exemptions/exclusions. In administrative enforcement matters, a person claiming an exemption, exception, preemption, or exclusion bears the burden to prove it. [Ga. Comp. R. & Regs. 590-4-6-.05(d)–(e) and O.C.G.A. § 10-5-74(f) (burden on exemptions/exclusions)].

26. Remedies (context). Upon final order, civil penalties may be imposed up to \$50,000 per violation and up to \$500,000 for more than one violation. [O.C.G.A. § 10-5-73(d) (civil penalties)].

B. Findings of Fact

27. Securities solicitations and sales efforts. The preponderance of the evidence demonstrates that Respondents Ford and Porter directly solicited prospective investors, discussed specific securities offerings, and effected or attempted to effect transactions by connecting investors to the issuer, providing information and recruitment (sales) efforts through telephone conversations and group Zoom calls, and coordinating steps toward purchase. These activities were undertaken for the purpose of consummating securities sales and were not ministerial.

28. Individualized recommendations / advisory conduct. The record shows that Ford and Porter provided purchases and sales of tokens, advice, promises of “reward” and recommendations tailored to particular investors and engaged in compensation-linked solicitations tied to introductions and ongoing investor relationships. Their communications went beyond generalized marketing and included opinions about the advisability of investing in the referenced securities for particular participants (investors).

29. Compensation and expectation of compensation. The evidence establishes that each of the Respondents either received or expected to receive compensation in connection with these securities activities and related advisory solicitations, including compensation tied to investor participation.

30. No registration; no proven exemption. Certified records and respondent admissions reflect that during the relevant period neither Ford nor Porter was registered in Georgia as an agent (O.C.G.A. § 10-5-31) or as an investment adviser representative (O.C.G.A. § 10-5-33). Respondents offered no persuasive evidence establishing any applicable exemption or exclusion and therefore failed to carry their burden.

C. Conclusions

31. Respondents Ford and Porter each transacted business in Georgia as an agent while unregistered and not exempt, in violation of O.C.G.A. § 10-5-31(a), as they represented an issuer in effecting or attempting to effect purchases or sales of securities within the meaning of O.C.G.A. § 10-5-2(1).

32. Respondents also transacted business as investment adviser representatives while unregistered and not exempt, in violation of O.C.G.A. § 10-5-33(a), by making recommendations and otherwise giving the equivalent of investment advice regarding securities and receiving or seeking compensation to solicit, offer, or negotiate for the sale of, or for selling, investment advice, within the meaning of O.C.G.A. § 10-5-2(19).

33. Respondents did not meet their burden to prove any exemption, exclusion, or other defense under the Act or rules, see Ga. Comp. R. & Regs. 590-4-6-.05(d)–(e) and O.C.G.A. § 10-5-74(f) and therefore remain subject to administrative remedies under Article 6, including the civil penalty framework of O.C.G.A. § 10-5-73(d).

V. Findings and Conclusions: One Family Media Group, LLC and DuPont Network, Inc. — Broker-Dealer Status and Investment Adviser Status

A. Applicable Law

34. Broker-Dealer (definition). “Broker-dealer” means a person engaged in the business of effecting transactions in securities for the account of others or for the person’s own account but does not include an issuer in limited circumstances and other statutory exclusions. [O.C.G.A. § 10-5-2(3)].

35. Investment Adviser (definition). “Investment adviser” means a person who, for compensation, engages in the business of advising others, directly or through publications or writings, as to the value of securities or the advisability of investing in, purchasing, or selling securities, or who, for compensation and as part of a regular business, issues or promulgates analyses or reports concerning securities, subject to statutory exclusions. [O.C.G.A. § 10-5-2(18)].

36. Registration requirements. It is unlawful for any person to transact business in this state as a broker-dealer or as an investment adviser unless such person is registered or exempt/preempted. [O.C.G.A. § 10-5-30(a) (broker-dealer registration)]; [O.C.G.A. § 10-5-32(a) (investment adviser registration)].

37. Burden on exemptions/exclusions. A person claiming an exemption, exception, preemption, or exclusion bears the burden to prove its applicability. [Ga. Comp. R. & Regs. 590-4-6-.05(d)–(e)].

38. Remedies context. Upon final order, civil penalties may be imposed up to \$50,000 per violation and up to \$500,000 for more than one violation. [O.C.G.A. § 10-5-73(d)].

B. Findings of Fact

39. Holding out and solicitation. The record establishes that One Family Media Group, LLC (“OFMG”) held itself out to investors and prospective investors as a participant in the placement of securities, soliciting investments and arranging investor communications through its principals.

40. Effecting or attempting to effect transactions. OFMG personnel arranged investor introductions, coordinated transactions, discussed timing and mechanics of funding, and followed up to close investments, collecting funds through its principals—conduct consistent with effecting or attempting to effect securities transactions.

41. Compensation structure indicative of broker activity. Evidence demonstrates that OFMG received compensation tied to investor participation or capital raised. In summary, OFMG through its principals, engaged in broker dealer activity by offering “staking” contracts (securities), received participant (investor) funds for its use directly, participated in transferring and disbursing investor funds and also secured compensation from the transactions (equivalent to broker fees).

42. Regularity of business and scope. The solicitations and closings were not isolated or incidental; rather, OFMG engaged in repeated, organized efforts across multiple investors and offerings, demonstrating that the conduct was within the regular course of business.

43. Handling of investor inquiries. OFMG through its principals, conveyed terms of the “bucket” program, offered guaranteed returns termed as “rewards”, responded to inquiries, and participated in discussions encouraging participants to invest.

44. Advisory indicia. Portions of the record reflect OFMG communications by Ford and Porter that evaluated the advisability of investing in the bucket program for particular recipients and presented views on expected returns or project viability, offered in a manner suggesting advice for compensation and as part of a regular business.

45. No Georgia registration; no proven exemption. Certified records reflect that OFMG was not registered in Georgia as a broker-dealer or as an investment adviser during the relevant period. OFMG did not carry its burden to establish any applicable exemption, exclusion, or preemption.

C. Conclusions

46. Broker-Dealer. Based on the preponderance of the evidence, OFMG engaged in the business of effecting or attempting to effect transactions in securities and, while unregistered and not exempt, transacted business in Georgia as a broker-dealer in violation of the Act’s registration provisions. [O.C.G.A. § 10-5-2(3).

47. Investment Adviser The record further supports a finding that OFMG acted as an investment adviser by, for compensation and as part of a regular business, advising others as to the value of or the advisability of investing in the subject securities. To the extent OFMG held itself out or provided individualized advice without registration or a proven exclusion, it violated the Act's investment-adviser registration provisions. [O.C.G.A. § 10-5-2(18)].

48. Exemptions/Exclusions. OFMG failed to meet its burden to prove any exemption, exclusion, or preemption. [Ga. Comp. R. & Regs. 590-4-6-.05(d)–(e)].

49. Remedies reserved. Considering the foregoing violations, OFMG is subject to administrative remedies under Article 6, including civil penalties consistent with O.C.G.A. § 10-5-73(d). The precise sanctions are addressed in the Order's Remedies section. [O.C.G.A. § 10-5-73(d)].

VI. CONCLUSIONS OF LAW

A. "Security" Determination—Form Is Irrelevant

50. The Act defines "security" to include investment contracts and both certificated and uncertificated securities. O.C.G.A. § 10-5-2(31). Under *Howey* and Georgia law, economic reality governs; the absence of stock certificates or signed "stock" contracts does not preclude a security finding.

B. Application of *Howey* to the Bucket Program

51. Investment of money. Investors paid fiat currency to obtain DuCoin allocations and to enter "buckets" with stated daily percentage increases.

52. Common enterprise. Participant fortunes were interwoven with Respondents and with each other: funds were pooled/commingled and circulated among Respondents with some payments back to participant investors generally from other investors..

53. Porter/OFMG/DuPont/Ford/Crossroads; payouts depended on continued inflows from participants and profits from ventures and operations that Respondents exclusively controlled. This satisfies the codified common-enterprise element, O.C.G.A. § 10-5-2(31)(D).

54. Expectation of profits from the efforts of others. The program promised fixed daily percentage increases (with representations of guaranteed principal) administered by Respondents; investors had no managerial control. Essential efforts were those of Ford and Porter.¹⁴

¹⁴ In addition to witness testimony on the control and operation of all aspects of the program exclusively by Respondents, Respondent Porter in a partial subpoena response stated that he handled members payments, coordinated with other members to provide information on the scheme, helped raise funds and facilitated the sale of digital coins. Exhibit 9, question 14.

C. “Returns” vs. “Rewards”

55. Respondents’ contention that participants received “rewards,” (sometimes referred to as “bonus) not “returns,” or “profit” is a semantic distinction without legal effect here. The terms were used interchangeably to denote value or monetary gain credited at stated daily rates. Relabeling does not change the Howey analysis where economic substance shows a promised profit. Courts look to economic reality, not labels or paperwork, in determining whether a scheme is an “investment contract” and thus a security. See *SEC v. W.J. Howey Co.*, 328 U.S. 293 (1946) (defining investment contract without regard to formal certificates); *United Hous. Found., Inc. v. Forman*, 421 U.S. 837 (1975) (focus on expectation of profits rather than nominal form); *SEC v. Glenn W. Turner Enters., Inc.*, 474 F.2d 476 (9th Cir. 1973) (pyramid/promotional scheme is an investment contract based on economic reality). Promises of fixed daily/periodic “returns” are not outside the securities laws; fixed-yield arrangements can satisfy Howey’s profits element. *SEC v. Edwards*, 540 U.S. 389 (2004) (payphone “fixed return” program was an investment contract). The Eleventh Circuit likewise treats diverse, document-light vehicles as investment contracts, including viatical and forex programs, emphasizing pooling and reliance on others’ efforts. See *SEC v. Mutual Benefits Corp.*, 408 F.3d 737 (11th Cir. 2005) (viatical settlements); *SEC v. Unique Fin. Concepts, Inc.*, 196 F.3d 1195 (11th Cir. 1999) (forex investment program- ‘Profits’ include any return—fixed or variable—sought by the investor). Courts routinely hold Ponzi-style offerings to be securities because participants contribute value to a common enterprise with the expectation of financial gain, whether described as “profits,” “returns,” or “rewards.” See, e.g., *SEC v. Infinity Grp. Co.*, 212 F.3d 180 (3d Cir. 2000) (Ponzi program was an investment contract- TIGC marketed an “Asset Enhancement Program” promising annual returns of 138% to 181%, depending on the investment amount.); *SEC v. Shavers*, 2013 WL 4028182 (E.D. Tex. Aug. 6, 2013) (Bitcoin-denominated Ponzi investments promising up to 1% daily interest were investment contracts and established that virtual currency-based investment schemes can fall under SEC jurisdiction). Georgia law follows the same substance-over-form approach, recognizing investment contracts where investors’ fortunes are interwoven and profits are expected from promoters’ efforts, regardless of whether formal stock certificates or written “stock” contracts exist. See *Dunwoody Country Club of Atlanta v. Fortson*, 243 Ga. 236 (1979) (adopting Howey under Georgia law). Accordingly, the fact that Respondents characterized payouts as “rewards” rather than “returns,” or used non-traditional instruments (crypto “buckets,” app balances, or similar), does not remove the scheme from the Act where the Howey elements are otherwise met.

D. Statutory Violations

56. By offering/selling the “bucket program” (an investment contract) in Georgia without registration and without any exemption or federal-covered status, Respondents violated O.C.G.A. § 10-5-20.

57. Broker-Dealer/Agent. OFMG and DuPont effected transactions and handled investor funds without broker-dealer registration (O.C.G.A. § 10-5-30). Ford and Porter acted as agents without registration (O.C.G.A. § 10-5-31) and received transaction-based compensation.

58. Investment Adviser/Representatives. DuPont and OFMG engaged in investment-adviser activity without registration (O.C.G.A. § 10-5-32). Ford and Porter acted as investment-adviser representatives without registration (O.C.G.A. § 10-5-33).

59. Antifraud. By promising fixed daily profits, representing crypto staking/asset-backing, fabricating indicia of legitimacy, and failing to disclose commingling and Ponzi-style payouts, Respondents violated O.C.G.A. § 10-5-50(1)-(2).

VII. DISPOSITION OF RESPONDENTS' POST-HEARING BRIEFS

60. Respondents' post-hearing filings (including Porter's separate narrative) are acknowledged and considered. They are largely conclusory and do not rebut Petitioner's bank-record tracing, consistent investor testimony, or the program's mechanics proving each Howey element. The briefs identify no record-supported legal basis undermining the central facts proved at hearing: money was collected from multiple persons for inclusion in "buckets" with promised daily percentage increases and with the understanding that Respondents would operate the program and generate the yield. The Respondents' briefs cite general authorities but do not meaningfully apply them to the exhibits, bank records, and sworn testimony. Collateral accusations (e.g., witness conduct) do not alter the findings and legal conclusions above.

VIII. RECOMMENDED ORDER (PROPOSED AGENCY ACTIONS)

FOR THE FOREGOING REASONS, the Hearing Officer RECOMMENDS that the Secretary of State/Commissioner enter a Final Agency Order providing:

A. Cease-and-Desist

61. THOMAS FORD shall CEASE AND DESIST from all violations of the Act.

62. SCOTT PORTER shall CEASE AND DESIST from all violations of the Act.

63. ONE FAMILY MEDIA GROUP, LLC shall CEASE AND DESIST from all violations of the Act.

64. DUPONT NETWORK, INC., shall CEASE AND DESIST from all violations of the Act.

65. CROSSROADS SOUND & STAGE THEATER, LLC shall CEASE AND DESIST from all violations of the Act.

66. DUCOIN and any related offering, program, bucket, or exchange (including any successor label or platform) shall CEASE AND DESIST from all violations of the Act.

B. Registration Bars and Restrictions

67. THOMAS FORD should be BARRED from registering with the Commissioner as an agent under O.C.G.A. § 10-5-31.

68. SCOTT PORTER should be BARRED from registering with the Commissioner as an agent under O.C.G.A. § 10-5-31.

69. ONE FAMILY MEDIA GROUP, LLC, DUPONT NETWORK, INC. and CROSSROADS SOUND & STAGE THEATER, LLC should be ordered to CEASE AND DESIST from offering or selling any security in Georgia unless the security is registered or exempt under the Act.

C. Civil Penalty and Costs

70. CIVIL PENALTY: Respondents THOMAS FORD, SCOTT PORTER, ONE FAMILY MEDIA GROUP, LLC, DUPONT NETWORK, INC., and CROSSROADS SOUND & STAGE THEATER, LLC should be held jointly and severally liable for a civil penalty of \$500,000.00 as stated in Petitioner's Proposed Order pursuant to O.C.G.A. § 10-5-73(d).

71. COSTS: The same Respondents should be held jointly and severally liable for the Secretary's investigative costs in the amount stated in Petitioner's Proposed Order of \$10,000.00, payable as directed in the Final Agency Order.

D. Reservation

72. The Final Agency Order should state that nothing therein waives or limits the Commissioner's authority as to persons not named or transactions not specifically referenced or not known at the time of issuance.

Note: This is a Recommended decision. The Secretary of State/Commissioner may adopt, modify, or reject these recommendations, or remand for further proceedings, consistent with the APA and Rule 590-4-6.

IX. NOTICE OF APPEAL RIGHTS (AFTER FINAL AGENCY DECISION)

73. This Recommended Order is not directly appealable. After the Secretary of State/Commissioner issues a Final Agency Decision, any party aggrieved thereby may seek judicial review under O.C.G.A. § 50-13-19 of the APA.

74. Time to File: A petition for judicial review must be filed within 30 days after service of the Final Agency Decision.

75. Venue: File in the Superior Court as provided by O.C.G.A. § 50-13-19(b).

76.Stay: Filing a petition does not automatically stay enforcement of the Final Agency Decision. A stay may be sought from the agency or the reviewing court under the APA.

RESPECTFULLY RECOMMENDED this 04 day of November, 2025.

Joseph P. Borg

Joseph P. Borg
Hearing Officer (Appointed)
Georgia Secretary of State, Securities & Charities Division

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