

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 93725 / December 7, 2021

ADMINISTRATIVE PROCEEDING
File No. 3-20669

In the Matter of

CHARLES LLOYD AND
LLOYD MARKETING, LLC

Respondents.

ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 15(b) OF THE
SECURITIES EXCHANGE ACT OF 1934,
MAKING FINDINGS, AND IMPOSING
REMEDIAL SANCTIONS

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Charles Lloyd (“Lloyd”) and Lloyd Marketing, LLC (“Lloyd Marketing” and collectively “Respondents”).

II.

In anticipation of the institution of these proceedings, Respondents have submitted an Offer of Settlement (the “Offer”) which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission’s jurisdiction over them and the subject matter of these proceedings and the findings contained in paragraph III.2 below, which are admitted, Respondents consent to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

III.

On the basis of this Order and Respondents' Offer, the Commission finds that

1. Lloyd, age 49, resides in Tucson, Arizona. At all relevant times he was a managing member of Lloyd Marketing, an Arizona limited liability company with its principal place of business in Tucson, Arizona. Neither Lloyd nor Lloyd Marketing has ever been registered with the Commission in any capacity.

2. On November 24, 2021, a judgment was entered by consent against Lloyd and Lloyd Marketing permanently enjoining each of them from future violations of Sections 5(a) and 5(c) of the Securities Act of 1933 ("Securities Act") and Section 15(a) of the Exchange Act, and further enjoining Lloyd from future violations of 17(a) of the Securities Act and Sections 10(b) of the Exchange Act and Rule 10b-5 thereunder, in the civil action entitled *Securities and Exchange Commission v. Smart Initiatives, LLC, et al.*, Civil Action Number 20-cv-01493-MCS-SHK, in the United States District Court for the Central District of California.

3. The Commission's complaint alleged that from at least November 2017 to January 2018, Lloyd worked as a sales agent for Anthony Todd Johnson and Jeremy Johnson, and both Lloyd and his marketing entity, Lloyd Marketing, received transaction-based compensation, in the form of commissions, for soliciting investors for the Johnsons' marijuana-related Valley View Enterprises, LLC, Target Equity LLC, and GPA Enterprises LLC unregistered securities offerings. Thereafter, between January and September 2018, Lloyd conducted at least two unregistered securities offerings: (1) Extraction Capital Tier 1, LLC ("ECT1"), which had a maximum offering amount of \$5 million, and raised \$2.9 million from approximately 61 investors, located in multiple states, for the stated purpose of investing in C-Quadrant LLC ("C-Quadrant"), a startup cannabidiol ("CBD") extraction facility located in Salinas, California; and (2) Green Growth Ventures, LLC ("GGV"), which had a maximum offering amount of \$4.5 million, and raised approximately \$755,000 from approximately 16 investors, located in multiple states, for the stated purpose of investing in Target Equity, which, in turn, was invested in a marijuana farm located in Salinas, California. In connection with the ECT1 and GGV offerings, the complaint alleges that Lloyd made a number of material misrepresentations and omissions to investors, including that investors were guaranteed 100% annual returns.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondents Lloyd's and Lloyd Marketing's Offer.

Accordingly, it is hereby ORDERED pursuant to Section 15(b) of the Exchange Act, that Respondent Lloyd Marketing be, and hereby is, censured.

Pursuant to Section 15(b)(6) of the Exchange Act, Respondent Lloyd be, and hereby is:

barred from association with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization; and

barred from participating in any offering of a penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a broker, dealer or issuer for purposes of the issuance or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

Any reapplication for association by Respondent Lloyd will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, compliance with the Commission's order and payment of any or all of the following: (a) any disgorgement or civil penalties ordered by a Court against the Respondent in any action brought by the Commission; (b) any disgorgement amounts ordered against the Respondent for which the Commission waived payment; (c) any arbitration award related to the conduct that served as the basis for the Commission order; (d) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (e) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

By the Commission.

Vanessa A. Countryman
Secretary