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**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF CALIFORNIA**

FEDERAL TRADE COMMISSION,  
  
Plaintiff,  
  
v.  
  
TRIANGLE MEDIA CORPORATION,  
JASPER RAIN MARKETING LLC,  
HARDWIRE INTERACTIVE, INC.,  
GLOBAL NORTHERN TRADING  
LIMITED, BRIAN PHILLIPS, and  
DEVIN KEER  
  
Defendants.

Case No.: 18 cv 1388 LAB  
  
Hon. Larry Alan Burns

**[MODIFIED] STIPULATED ORDER  
FOR PERMANENT INJUNCTION  
AND MONETARY JUDGMENT AS  
TO DEFENDANTS HARDWIRE  
INTERACTIVE INC., GLOBAL  
NORTHERN TRADING LIMITED,  
AND DEVIN KEER**

Plaintiff, Federal Trade Commission (“Commission”), filed its Complaint for Permanent Injunction and Other Equitable Relief in this matter, pursuant to Section 13(b) of the Federal Trade Commission Act (“FTC Act”), 15 U.S.C. § 53(b), Section 5 of the Restore Online Shoppers’ Confidence Act (“ROSCA”), 15 U.S.C. § 8404, and Section 918(c) of the Electronic Fund Transfer Act (“EFTA”), 15 U.S.C. § 1693o(c). The Commission and Defendants Hardwire Interactive Inc., Global Northern Trading Limited, and Devin Keer stipulate to the entry of this Stipulated Order for Permanent  
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1 Injunction and Monetary Judgment (“Order”) to resolve all matters in dispute in this  
2 action between them.

3 **THEREFORE, IT IS ORDERED** as follows:

4 **FINDINGS**

5 A. This Court has jurisdiction over this matter.

6 B. The Complaint alleges that Stipulating Defendants participated in deceptive  
7 and unfair acts or practices in violation of Section 5(a) of the FTC Act, 15 U.S.C. § 45(a),  
8 Section 4 of the ROSCA, 15 U.S.C. § 8403, and Section 907(a) of the EFTA, 15 U.S.C.  
9 § 1693e(a), and Section 1005.10(b) of Regulation E, 12 C.F.R. § 1005.10(b), in the  
10 marketing and sale online of skin care products, electronic cigarettes, and supplements.

11 C. Stipulating Defendants neither admit nor deny any of the allegations in the  
12 Complaint, except as specifically stated in this Order. Only for purposes of this action,  
13 the Stipulating Defendants admit the facts necessary to establish jurisdiction.

14 D. Stipulating Defendants waive any claim they may have under the Equal  
15 Access to Justice Act, 28 U.S.C. § 2412, concerning the prosecution of this action  
16 through the date of this Order, and agree to bear their own costs and attorney fees.

17 E. Stipulating Defendants waive all rights to appeal or otherwise challenge or  
18 contest the validity of this Order.

19 **DEFINITIONS**

20 For purposes of this Order, the following definitions apply:

21 A. **“Billing Information”** means any data that enables any person to access a  
22 customer's account, such as a credit card, checking, savings, share or similar account,  
23 utility bill, mortgage loan account, or debit card.

24 B. **“Charge,” “Charged,” or “Charging,”** means any attempt to collect  
25 money or other consideration from a consumer, including but not limited to causing  
26 Billing Information to be submitted for payment, including against a consumer’s credit  
27 card, debit card, bank account, telephone bill, or other account.

1 C. **“Clear(ly) and Conspicuous(ly)”** means that a required disclosure is  
2 difficult to miss (i.e., easily noticeable) and easily understandable by ordinary consumers,  
3 including in all of the following ways:

4 1. In any communication that is solely visual or solely audible, the  
5 disclosure must be made through the same means through which the communication is  
6 presented. In any communication made through both visual and audible means, such as a  
7 television advertisement, the disclosure must be presented simultaneously in both the  
8 visual and audible portions of the communication even if the representation requiring the  
9 disclosure is made in only one means;

10 2. A visual disclosure, by its size, contrast, location, the length of time it  
11 appears, and other characteristics, must stand out from any accompanying text or other  
12 visual elements so that it is easily noticed, read, and understood;

13 3. An audible disclosure, including by telephone or streaming video,  
14 must be delivered in a volume, speed, and cadence sufficient for ordinary consumers to  
15 easily hear and understand it;

16 4. In any communication using an interactive electronic medium, such as  
17 the Internet or software, the disclosure must be unavoidable;

18 5. The disclosure must use diction and syntax understandable to ordinary  
19 consumers and must appear in each language in which the representation that requires the  
20 disclosure appears;

21 6. The disclosure must comply with these requirements in each medium  
22 through which it is received, including all electronic devices and face-to-face  
23 communications;

24 7. The disclosure must not be contradicted or mitigated by, or  
25 inconsistent with, anything else in the communication; and

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1 subsidiaries, affiliates, successors, and assigns, and any fictitious business entities or  
2 business names created or used by these entities, or any of them.

3 L. **“Stipulating Individual Defendant”** means Devin Keer.

4 M. **“Stipulating Defendants”** means the Stipulating Individual Defendant and  
5 all of the Stipulating Corporate Defendants, individually, collectively, or in any  
6 combination.

7 N. **“Telemarketing”** means any plan, program, or campaign which is  
8 conducted to induce the purchase of any product, service, plan, or program by use of one  
9 or more telephones, and which involves a telephone call, whether or not covered by the  
10 Telemarketing Sales Rule, 16 C.F.R. Part 310.

## 11 **ORDER**

### 12 **I. PROHIBITION AGAINST MISREPRESENTATIONS**

13 **IT IS ORDERED** that Stipulating Defendants, their officers, agents, employees,  
14 and attorneys, and all other persons in active concert or participation with any of them,  
15 who receive actual notice of this Order, whether acting directly or indirectly, in  
16 connection with promoting or offering for sale any good or service with a Negative  
17 Option Feature, are permanently restrained and enjoined from misrepresenting or  
18 assisting others in misrepresenting, expressly or by implication, any fact material to  
19 consumers concerning any good or service, such as:

20 A. Any cost to the consumer to purchase, receive, use, or return the initial good  
or service;

21 B. That the consumer will not be Charged for any good or service;

22 C. That a good or service is offered on a “free,” “trial,” “sample,” “bonus,”  
23 “gift,” “no obligation,” “discounted” basis, or words of similar import, denoting or  
24 implying the absence of an obligation on the part of the recipient of the offer to  
25 affirmatively act in order to avoid Charges, including where a Charge will be assessed

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1 pursuant to the offer unless the consumer takes affirmative steps to prevent or stop such  
2 a Charge;

3 D. That the consumer can obtain a good or service for a processing, service,  
4 shipping, handling, or administrative fee with no further obligation;

5 E. The purpose(s) for which the consumer’s Billing Information will be used;

6 F. The date by which the consumer will incur any obligation or be Charged  
7 unless the consumer takes an affirmative action on the Negative Option Feature;

8 G. That a transaction has been authorized by the consumer;

9 H. Any material aspect of the nature or terms of a refund, cancellation,  
10 exchange, or repurchase policy for the good or service;

11 I. Any material restrictions, limitations, or conditions to purchase, receive, or  
12 use any good or service;

13 J. Any material aspect of the performance, efficacy, nature, or central  
14 characteristics of a good or service; or

15 K. Any other material fact.

16 Compliance with this Section is separate from, and in addition to, the disclosures required  
17 by Sections II and III, *infra*.

18 **II. REQUIRED DISCLOSURES RELATING TO NEGATIVE OPTION**  
19 **FEATURES**

20 **IT IS FURTHER ORDERED** that Stipulating Defendants, Stipulating  
21 Defendants’ officers, agents, employees, and attorneys, and all other persons in active  
22 concert or participation with any of them, who receive actual notice of this Order,  
23 whether acting directly or indirectly, in connection with promoting or offering for sale  
24 any good or service with a Negative Option Feature, are permanently restrained and  
enjoined from:

25 A. Representing directly or indirectly, expressly or by implication, that any  
26 good or service that includes a Negative Option Feature is being offered on a free, trial,

1 no obligation, reduced, or discounted basis, without disclosing Clearly and  
2 Conspicuously, and immediately adjacent to, any such representation:

3 1. The extent to which the consumer must take affirmative action(s) to  
4 avoid any Charges: a) for the offered good or service, b) of an increased amount after the  
5 trial or promotional period ends, and c) on a recurring basis;

6 2. The total cost (or range of costs) the consumer will be Charged and, if  
7 applicable, the frequency of such Charges unless the consumer timely takes steps to  
8 prevent or stop such Charges; and

9 3. The deadline(s) (by date or frequency) by which the consumer must  
10 affirmatively act in order to stop all recurring Charges.

11 B. Obtaining Billing Information from a consumer for any transaction  
12 involving a good or service that includes a Negative Option Feature, without first  
13 disclosing Clearly and Conspicuously, and immediately adjacent to where a consumer  
14 provides Billing Information:

15 1. The extent to which the consumer must take affirmative action(s) to  
16 avoid any Charges: a) for the offered good or service, b) of an increased amount after the  
17 trial or promotional period ends, and c) on a recurring basis;

18 2. The total cost (or range of costs) the consumer will be Charged, the  
19 date the initial Charge will be submitted for payment, and, if applicable, the frequency of  
20 such Charges unless the consumer timely takes affirmative steps to prevent or stop such  
21 Charges;

22 3. The deadline(s) (by date or frequency) by which the consumer must  
23 affirmatively act in order to stop all recurring Charges;

24 4. The name of the seller or provider of the good or service and, if the  
25 name of the seller or provider will not appear on billing statements, the billing descriptor  
26 that will appear on such statements;

27 5. A description of the good or service;



1 of the consumer to do so. To obtain express informed consent, Stipulating Defendants  
2 must:

3 A. For all written offers (including over the Internet or other web-based  
4 applications or services), obtain consent through a check box, signature, or other  
5 substantially similar method, which the consumer must affirmatively select or sign to  
6 accept the Negative Option Feature, and no other portion of the offer. Stipulating  
7 Defendants shall disclose Clearly and Conspicuously, and immediately adjacent to such  
8 check box, signature, or substantially similar method of affirmative consent, only the  
9 following, with no additional information:

10 1. The extent to which the consumer must take affirmative action(s) to  
11 avoid any Charges: a) for the offered good or service, b) of an increased amount after the  
12 trial or promotional period ends, and c) on a recurring basis;

13 2. The total cost (or range of costs) the consumer will be Charged and, if  
14 applicable, the frequency of such Charges unless the consumer timely takes affirmative  
15 steps to prevent or stop such Charges; and

16 3. The deadline(s) (by date or frequency) by which the consumer must  
17 affirmatively act in order to stop all recurring Charges.

18 B. For all oral offers, prior to obtaining any Billing Information from the  
19 consumer:

20 1. Clearly and Conspicuously disclose the information contained in  
21 Subsection II.B; and

22 2. Obtain affirmative unambiguous express oral confirmation that the  
23 consumer: a) consents to being Charged for any good or service, including providing, at  
24 a minimum, the last four (4) digits of the consumer's account number to be Charged,  
25 b) understands that the transaction includes a Negative Option Feature, and  
26 c) understands the specific affirmative steps the consumer must take to prevent or stop  
27 further Charges.

1 For transactions conducted through Telemarketing, Stipulating Defendants shall  
2 maintain for three (3) years from the date of each transaction an unedited voice recording  
3 of the entire transaction, including the prescribed statements set out in Subsection III.B.  
4 Each recording must be retrievable by date and by the consumer's name, telephone  
5 number, or Billing Information, and must be provided upon request to the consumer, the  
6 consumer's bank, or any law enforcement entity.

7 **IV. SIMPLE MECHANISM TO CANCEL NEGATIVE OPTION FEATURE**

8 **IT IS FURTHER ORDERED** that Stipulating Defendants, Stipulating  
9 Defendants' officers, agents, employees, attorneys, and all other persons in active  
10 concert or participation with any of them, who receive actual notice of this Order,  
11 whether acting directly or indirectly, in connection with promoting or offering for sale  
12 any good or service with a Negative Option Feature, are permanently restrained and  
13 enjoined from failing to provide a simple mechanism for the consumer to: (1) avoid  
14 being Charged, or Charged an increased amount, for the good or service and (2)  
15 immediately stop any recurring Charges. Such mechanism must not be difficult, costly,  
16 confusing, or time consuming, and must be at least as simple as the mechanism the  
17 consumer used to initiate the Charge(s). In addition:

18 A. For consumers who entered into the agreement to purchase a good or service  
19 including a Negative Option Feature over the Internet or through other web-based  
20 applications or services, Stipulating Defendant must provide a mechanism, accessible  
21 over the Internet or through such other web-based application or service that consumers  
22 can easily use to cancel the product or service and to immediately stop all further  
23 Charges.

24 B. For consumers who entered into the agreement to purchase a good or service  
25 including a Negative Option Feature through an oral offer and acceptance, Stipulating  
26 Defendants must maintain a telephone number and a postal address that consumers can  
27 easily use to cancel the product or service and to immediately stop all further Charges.

1 Stipulating Defendants must assure that all calls to this telephone number shall be  
2 answered during normal business hours and that mail to the postal address is retrieved  
3 regularly.

4 **V. PREAUTHORIZED ELECTRONIC FUND TRANSFERS**

5 **IT IS FURTHER ORDERED** that Stipulating Defendants, their officers, agents,  
6 employees, and attorneys, and all other persons in active concert or participation with any  
7 of them, who receive actual notice of this Order, whether acting directly or indirectly, in  
8 connection with promoting or offering for sale any good or service, are permanently  
9 restrained and enjoined from:

10 A. Failing to timely obtain written authorization signed or similarly  
11 authenticated by the consumer for any Preauthorized Electronic Fund Transfer from a  
12 consumer's account before initiating any Preauthorized Electronic Fund Transfer; or

13 B. Failing to timely provide the consumer a copy of a valid written  
14 authorization signed or similarly authenticated by the consumer for any Preauthorized  
15 Electronic Fund Transfer.

16 **VI. MONETARY JUDGMENT AND PARTIAL SUSPENSION**

17 **IT IS FURTHER ORDERED** that:

18 A. Judgment in the amount of \$123,095,438.18 is entered in favor of the  
19 Commission against Stipulating Defendants, jointly and severally, as equitable monetary  
20 relief.

21 B. Stipulating Defendants are ordered to pay to the Commission \$3,027,388.36,  
22 which, as Stipulating Defendants stipulate, their undersigned counsel holds in escrow for  
23 no purpose other than payment to the Commission. Such payment must be made within 7  
24 days of entry of this Order by electronic fund transfer in accordance with instructions  
25 previously provided by a representative of the Commission. Upon such payment, the  
26 remainder of the judgment is suspended, subject to the Subsections below.

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1 C. The Commission’s agreement to the suspension of part of the judgment is  
2 expressly premised upon the truthfulness, accuracy, and completeness of Stipulating  
3 Defendants’ sworn financial statements and related documents (collectively, “financial  
4 representations”) submitted to the Commission, namely:

- 5 1. Devin Keer’s September 3, 2018, sworn Financial Statement of  
6 Individual Defendant, including attachments;
- 7 2. Hardwire Interactive Inc.’s July 23, 2018, sworn Corporate Financial  
8 Disclosure Form, including attachments; and
- 9 3. Global Northern Trading Limited’s March 19, 2019, sworn Corporate  
10 Financial Disclosure Form, including attachments.

11 D. The suspension of the judgment will be lifted as to any Stipulating  
12 Defendant if, upon motion by the Commission, the Court finds that the Stipulating  
13 Defendant failed to disclose any material asset, materially misstated the value of any  
14 asset, or made any other material misstatement or omission in the financial  
15 representations identified above.

16 E. If the suspension of the judgment is lifted, the judgment becomes  
17 immediately due as to that Stipulating Defendant in the amount specified in Subsection A  
18 above, which the parties stipulate only for purposes of this Section represents the  
19 consumer injury alleged in the Complaint, less any payment previously made pursuant to  
20 this Section, plus interest computed from the date of entry of this Order.

21 F. Stipulating Defendants relinquish dominion and all legal and equitable right,  
22 title, and interest in all assets transferred pursuant to this Order, and all assets held by the  
23 Receiver, and may not seek the return of any assets.

24 G. The facts alleged in the Complaint will be taken as true, without further  
25 proof, in any subsequent civil litigation by or on behalf of the Commission, including in a  
26 proceeding to enforce its rights to any payment or monetary judgment pursuant to this  
27 Order, such as a nondischargeability complaint in any bankruptcy case.

1 H. The facts alleged in the Complaint establish all elements necessary to sustain  
2 an action by the Commission pursuant to Section 523(a)(2)(A) of the Bankruptcy Code,  
3 11 U.S.C. § 523(a)(2)(A), and this Order will have collateral estoppel effect for such  
4 purposes.

5 I. Stipulating Defendants acknowledge that their Taxpayer Identification  
6 Numbers (Social Security Numbers or Employer Identification Numbers), which  
7 Stipulating Defendants must submit to the Commission, may be used for collecting and  
8 reporting on any delinquent amount arising out of this Order, in accordance with 31  
9 U.S.C. § 7701.

10 J. All money paid to the Commission pursuant to this Order may be deposited  
11 into a fund administered by the Commission or its designee to be used for equitable  
12 relief, including consumer redress and any attendant expenses for the administration of  
13 any redress fund. If a representative of the Commission decides that direct redress to  
14 consumers is wholly or partially impracticable or money remains after redress is  
15 completed the Commission may apply any remaining money for such other equitable  
16 relief (including consumer information remedies) as it determines to be reasonably  
17 related to Defendants' practices alleged in the Complaint. Any money not used for such  
18 equitable relief is to be deposited to the U.S. Treasury as disgorgement. Stipulating  
19 Defendants have no right to challenge any actions the Commission or its representatives  
20 may take pursuant to this Subsection.

21 **VII. CUSTOMER INFORMATION**

22 **IT IS FURTHER ORDERED** that Stipulating Defendants, their officers, agents,  
23 employees, and attorneys, and all other persons in active concert or participation with any  
24 of them, who receive actual notice of this Order, are permanently restrained and enjoined  
25 from directly or indirectly:

26 A. Failing to provide sufficient customer information to enable the Commission  
27 to efficiently administer consumer redress. Stipulating Defendants represent that they

1 have provided this redress information to the Commission. If a representative of the  
2 Commission requests in writing any information related to redress, Stipulating  
3 Defendants must provide it, in the form prescribed by the Commission, within 14 days.

4 B. Disclosing, using, or benefitting from customer information, including the  
5 name, address, telephone number, email address, social security number, other  
6 identifying information, or any data that enables access to a customer's account  
7 (including a credit card, bank account, or other financial account), that any Defendant  
8 obtained prior to entry of this Order in connection online transactions promoting or  
9 offering for sale any good or service with a Negative Option Feature; and

10 C. Failing to destroy such customer information in all forms in their possession,  
11 custody, or control within 30 days after receipt of written direction to do so from a  
12 representative of the Commission.

13 *Provided, however,* that customer information need not be disposed of, and may be  
14 disclosed, to the extent requested by a government agency or required by law, regulation,  
15 or court order.

### 16 **VIII. COOPERATION**

17 **IT IS FURTHER ORDERED** that Stipulating Defendants must fully cooperate  
18 with representatives of the Commission in this case and in any investigation related to or  
19 associated with the transactions or the occurrences that are the subject of the Complaint.  
20 Stipulating Defendants must provide truthful and complete information, evidence, and  
21 testimony. Stipulating Individual Defendant must appear and Stipulating Corporate  
22 Defendants must cause their officers, employees, representatives, or agents to appear  
23 (including telephonically or by video) for interviews, discovery, hearings, trials, and any  
24 other proceedings that a Commission representative may reasonably request upon 5 days  
25 written notice, or other reasonable notice, at such times as a Commission representative  
26 may designate, without the service of a subpoena. Stipulating Defendants agree that

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1 depositions will be conducted in accordance with the Federal Rules of Civil Procedure  
2 and that a U.S. court reporter will administer any oath.

3 **IX. RECEIVERSHIP TERMINATION**

4 **IT IS FURTHER ORDERED** that the appointment of the Receiver over the  
5 Stipulating Corporate Defendants pursuant to Section XVI. of the Preliminary Injunction  
6 is hereby continued as modified by this Section.

7 A. Within 7 days after entry of this Order, the Receiver shall transfer  
8 \$4,000,000 to the Commission from the funds previously transferred in this matter  
9 pursuant to the TRO and the Preliminary Injunction, by wire transfer pursuant to  
10 directions provided by counsel for the Commission, or as otherwise agreed to in writing  
11 by counsel for the Commission.

12 B. The Receiver is directed and authorized to accomplish the following within  
13 (90) days after entry of this Order, but any party or the Receiver may request that the  
14 Court extend the Receiver's term for good cause:

15 1. Complete the process of taking custody, control, and possession of all  
16 assets located in the United States of Hardwire Receivership Defendants, pursuant to  
17 Section XVII.B. of the Preliminary Injunction;

18 2. Complete the liquidation of all assets located in the United States of  
19 Hardwire Receivership Defendants;

20 3. Prepare and submit a report describing the Receiver's activities  
21 pursuant to this Order, and a final application for compensation and expenses; and

22 4. Distribute to Plaintiff any remaining liquid assets at the conclusion of  
23 the Receiver's duties.

24 C. Upon completion of above tasks, the duties of the receivership as to the  
25 Stipulating Corporate Defendants shall terminate.

26 *Provided, however,* this provision shall in no way effect the Receiver's duties with  
27 respect to any Defendant over which the Receiver has authority pursuant to the

1 Preliminary Injunction other than the Stipulating Corporate Defendants, and, specifically,  
2 shall in no way affect the duties of the Receiver with respect to Defendants Triangle  
3 Media Corporation and Jasper Rain Marketing LLC.

4 **X. DISSOLUTION OF ASSET FREEZE**

5 **IT IS FURTHER ORDERED** that the freeze on assets of Stipulating Defendants  
6 imposed pursuant to the Temporary Restraining Order entered on June 29, 2018 (Dkt.  
7 #11) and the Preliminary Injunction entered on August 25, 2018 (Dkt. #75) is modified to  
8 permit the payments and other transfers identified in Section VI above. The freeze on the  
9 Stipulating Corporate Defendants' assets shall remain in effect until such time as the  
10 Receiver receives payment of all Court-approved fees and expenses of the Receiver and  
11 the Receiver is discharged pursuant to Section IX of this Order. Upon completion of all  
12 payments and other obligations identified in Sections VI and IX, the asset freeze is  
13 dissolved as to Stipulating Defendants. A financial institution shall be entitled to rely  
14 upon a letter from a representative of the Commission stating that the freeze on a  
15 Stipulating Defendant's assets has been lifted.

16 **XI. ORDER ACKNOWLEDGEMENTS**

17 **IT IS FURTHER ORDERED** that Stipulating Defendants obtain  
18 acknowledgments of receipt of this Order:

19 A. Each Stipulating Defendant, within 7 days of entry of this Order, must  
20 submit to the Commission an acknowledgment of receipt of this Order sworn under  
21 penalty of perjury.

22 B. For 3 years after entry of this Order, Stipulating Individual Defendant for  
23 any business that such Defendant, individually or collectively with any other Defendants,  
24 is the majority owner or controls directly or indirectly, and Stipulating Corporate  
25 Defendant, must deliver a copy of this Order to: (1) all principals, officers, directors, and  
26 LLC managers and members; (2) all employees having managerial responsibilities for  
27 conduct related to the subject matter of the Order and all agents and representatives who

1 participate in conduct related to the subject matter of the Order; and (3) any business  
2 entity resulting from any change in structure as set forth in the Section titled Compliance  
3 Reporting. Delivery must occur within 7 days of entry of this Order for current  
4 personnel. For all others, delivery must occur before they assume their responsibilities.

5 C. From each individual or entity to which a Stipulating Defendant delivered a  
6 copy of this Order, that Stipulating Defendant must obtain, within 30 days, a signed and  
7 dated acknowledgment of receipt of this Order.

## 8 **XII. COMPLIANCE REPORTING**

9 **IT IS FURTHER ORDERED** that Stipulating Defendants make timely  
10 submissions to the Commission:

11 A. One year after entry of this Order, each Stipulating Defendant must submit a  
12 compliance report, sworn under penalty of perjury.

13 1. Each Stipulating Defendant must: (a) identify the primary physical,  
14 postal, and email address and telephone number, as designated points of contact, which  
15 representatives of the Commission may use to communicate with Stipulating Defendant;  
16 (b) identify all of that Stipulating Defendant's businesses by all of their names, telephone  
17 numbers, and physical, postal, email, and Internet addresses; (c) describe the activities of  
18 each business, including the goods and services offered, the means of advertising,  
19 marketing, and sales, and the involvement of any other Defendant (which Stipulating  
20 Individual Defendant must describe if he knows or should know due to his own  
21 involvement); (d) describe in detail whether and how that Stipulating Defendant is in  
22 compliance with each Section of this Order; and (e) provide a copy of each Order  
23 Acknowledgment obtained pursuant to this Order, unless previously submitted to the  
24 Commission.

25 2. Additionally, Stipulating Individual Defendant must: (a) identify all  
26 telephone numbers and all physical, postal, email and Internet addresses, including all  
27 residences; (b) identify all business activities, including any business for which

1 Stipulating Individual Defendant performs services whether as an employee or otherwise  
2 and any entity in which Stipulating Individual Defendant has any ownership interest; and  
3 (c) describe in detail Stipulating Individual Defendant’s involvement in each such  
4 business, including title, role, responsibilities, participation, authority, control, and any  
5 ownership;

6 B. For 10 years after entry of this Order, each Stipulating Defendant must  
7 submit a compliance notice, sworn under penalty of perjury, within 14 days of any  
8 change in the following:

9 1. Each Stipulating Defendant must report any change in: (a) any  
10 designated point of contact; or (b) the structure of Stipulating Corporate Defendant or any  
11 entity that Stipulating Defendant has any ownership interest in or controls directly or  
12 indirectly that may affect compliance obligations arising under this Order, including:  
13 creation, merger, sale, or dissolution of the entity or any subsidiary, parent, or affiliate  
14 that engages in any acts or practices subject to this Order.

15 2. Additionally, Stipulating Individual Defendant must report any  
16 change in: (a) name, including aliases or fictitious name, or residence address; or (b) title  
17 or role in any business activity, including any business for which Stipulating Individual  
18 Defendant performs services whether as an employee or otherwise and any entity in  
19 which Stipulating Individual Defendant has any ownership interest, and identify the  
20 name, physical address, and any Internet address of the business or entity.

21 C. Each Stipulating Defendant must submit to the Commission notice of the  
22 filing of any bankruptcy petition, insolvency proceeding, or similar proceeding by or  
23 against such Stipulating Defendant within 14 days of its filing.

24 D. Any submission to the Commission required by this Order to be sworn under  
25 penalty of perjury must be true and accurate and comply with 28 U.S.C. § 1746, such as  
26 by concluding: “I declare under penalty of perjury under the laws of the United States of  
27 ///

1 America that the foregoing is true and correct. Executed on: \_\_\_\_\_” and supplying  
2 the date, signatory’s full name, title (if applicable), and signature.

3 E. Unless otherwise directed by a Commission representative in writing, all  
4 submissions to the Commission pursuant to this Order must be emailed to  
5 DEbrief@ftc.gov or sent by overnight courier (not the U.S. Postal Service) to: Associate  
6 Director for Enforcement, Bureau of Consumer Protection, Federal Trade Commission,  
7 600 Pennsylvania Avenue NW, Washington, DC 20580. The subject line must begin:  
8 *FTC v. Triangle Media Corporation, et al.*, FTC Matter No. X180035.

9 **XIII. RECORDKEEPING**

10 **IT IS FURTHER ORDERED** that Stipulating Defendants must create certain  
11 records for 10 years after entry of the Order, and retain each such record for 5 years.  
12 Specifically, Stipulating Corporate Defendant and Stipulating Individual Defendant for  
13 any business that Stipulating Individual Defendant, individually or collectively with any  
14 other Defendants, is a majority owner or controls directly or indirectly, must create and  
15 retain the following records:

- 16 A. Accounting records showing the revenues from all goods or services sold;  
17 B. Personnel records showing, for each person providing services, whether as  
18 an employee or otherwise, that person’s: name; addresses; telephone numbers; job title or  
19 position; dates of service; and (if applicable) the reason for termination;  
20 C. Records of all consumer complaints and refund requests, whether received  
21 directly or indirectly, such as through a third party, and any response;  
22 D. All records necessary to demonstrate full compliance with each provision of  
23 this Order, including all submissions to the Commission;  
24 E. A copy of each unique advertisement or other marketing material.

25 **XIV. COMPLIANCE MONITORING**

26 **IT IS FURTHER ORDERED** that, for the purpose of monitoring Stipulating  
27 Defendants’ compliance with this Order, including the financial representations upon  
28

1 which part of the judgment was suspended and any failure to transfer assets as required  
2 by this Order:

3 A. Within 14 days of receipt of a written request from a representative of the  
4 Commission, each Stipulating Defendant must: submit additional compliance reports or  
5 other requested information, which must be sworn under penalty of perjury; appear for  
6 depositions; and produce documents for inspection and copying. The Commission is also  
7 authorized to obtain discovery, without further leave of court, using any of the procedures  
8 prescribed by Federal Rules of Civil Procedure 29, 30 (including telephonic and video  
9 depositions), 31, 33, 34, 36, 45, and 69.

10 B. For matters concerning this Order, the Commission is authorized to  
11 communicate directly with each Stipulating Defendant. Stipulating Defendants must  
12 permit representatives of the Commission to interview any employee or other person  
13 affiliated with any Defendant who has agreed to such an interview. The person  
14 interviewed may have counsel present.

15 C. The Commission may use all other lawful means, including posing, through  
16 its representatives as consumers, suppliers, or other individuals or entities, to Stipulating  
17 Defendants or any individual or entity affiliated with Stipulating Defendants, without the  
18 necessity of identification or prior notice. Nothing in this Order limits the Commission's  
19 lawful use of compulsory process, pursuant to Sections 9 and 20 of the FTC Act, 15  
20 U.S.C. §§ 49, 57b-1.

21 D. Upon written request from a representative of the Commission, any  
22 consumer reporting agency must furnish consumer reports concerning Stipulating  
23 Individual Defendant, pursuant to Section 604(1) of the Fair Credit Reporting Act, 15  
24 U.S.C. § 1681b(a)(1).

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**SO STIPULATED AND AGREED:**

**FEDERAL TRADE COMMISSION**



Date: 5/26/19

Samantha Gordon  
Matthew H. Wernz  
Federal Trade Commission, Midwest Region  
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Chicago, Illinois 60604  
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sgordon@ftc.gov  
mwernz@ftc.gov  
*Attorneys for Plaintiff*  
*Federal Trade Commission*

**FOR STIPULATING DEFENDANTS:**



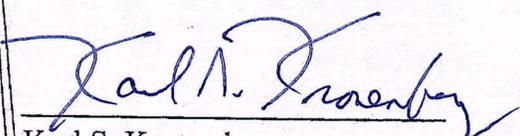
Date: March 19, 2019

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*Attorneys for Hardwire Interactive Inc. and Devin Keer*

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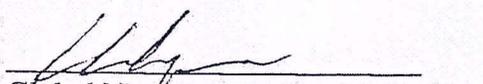
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**STIPULATING DEFENDANTS:**

\_\_\_\_\_  
Hardwire Interactive Inc. by  
Devin Keer, Director

Date: \_\_\_\_\_

  
\_\_\_\_\_  
Global Northern Trading Limited by  
Charlie Argue, Director

Date: March 19, 2019

\_\_\_\_\_  
Devin Keer, individually

Date: \_\_\_\_\_

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Date: \_\_\_\_\_

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**STIPULATING DEFENDANTS:**



Date: \_\_\_\_\_

\_\_\_\_\_  
Hardwire Interactive Inc. by  
Devin Keer, Director

Date: \_\_\_\_\_

\_\_\_\_\_  
Global Northern Trading Limited by  
Charlie Argue, Director



Date: \_\_\_\_\_

\_\_\_\_\_  
Devin Keer, individually