

**BEFORE THE SECURITIES COMMISSIONER
OF THE STATE OF KANSAS**



In the Matter of:

Inter Reef Ltd. d/b/a Profitable Sunrise,
Roman Novak,
Radoslav Novak,
David P. Cozzocrea,
Focus Up Ministries, Inc. d/b/a NJF Global Group,
Nanci Jo Frazer a.k.a. Nancy J. Frazer
and their representatives and agents,

Docket No. 13 E 021
KSC No. 2013-6088

Respondents.

Pursuant to K.S.A. 17-12a604

CEASE AND DESIST ORDER
and
NOTICE OF INTENT TO IMPOSE ADMINISTRATIVE SANCTIONS

COMES NOW the above-entitled matter for consideration by the Securities
Commissioner of Kansas. Upon due deliberation, the Commissioner finds as follows:

Findings of Fact

JURISDICTION

1. Pursuant to K.S.A. 17-12a604, if the Securities Commissioner of Kansas finds that a person has engaged, is engaging, or is about to engage in an act, practice, or course of business constituting a violation of the Kansas Uniform Securities Act (KUSA), K.S.A. 17-12a101 et seq., or a rule adopted or order issued under the KUSA or that a person has materially aided, is materially aiding, or is about to materially aid an act, practice, or course of business constituting a violation of the KUSA, or a rule adopted or order issued under the KUSA, the Securities Commissioner of Kansas may issue an order directing the person to cease and desist from engaging in the act, practice, or course of business or take other action necessary or appropriate to comply with this act.

2. Pursuant to K.S.A. 17-12a602, staff for the Securities Commissioner of Kansas has conducted an investigation to determine whether Respondents have violated or are about to violate the KUSA.

3. Staff for the Securities Commissioner of Kansas alleges that Respondents engaged in, were about to engage in, materially aided, or were about to materially aid an act, practice, or course of business constituting violations of K.S.A. 17-12a301.

4. K.S.A. 17-12a301 is part of the KUSA.

5. Accordingly, the Securities Commissioner of Kansas has jurisdiction over this matter.

RESPONDENTS

6. Inter Reef, Ltd. d/b/a Profitable Sunrise (Profitable Sunrise) is a private limited liability company incorporated in the United Kingdom on or about September 13, 2011. Its last known business address is 590 A Kingsbury Road, Birmingham, United Kingdom, B24 9ND.

7. Roman Novak is the owner and founder of Profitable Sunrise. His last known business address is 590A Kingsbury Road, Birmingham, United Kingdom, B24 9ND.

8. Radoslav Novak is the brother of Roman Novak and responsible for the marketing of Profitable Sunrise. His last known business address is 590A Kingsbury Road, Birmingham, United Kingdom, B24 9ND.

9. David P. Cozzocrea (Cozzocrea) is an individual with a last known residential address of [REDACTED]

10. Focus Up Ministries, Inc. d/b/a NJF Global Group (NJF) is a nonprofit corporation formed pursuant to the laws of the state of Ohio. Its last known business address is 337 Center Street, Bryan, Ohio 43506.

11. Nanci Jo Frazer a.k.a. Nancy J. Frazer (Frazer) is an individual with a last known business address of 337 Center Street, Bryan Ohio 43506.

12. Frazer is the founder of Focus Up Ministries, Inc. and NJF Global Group.

SELLING UNREGISTERED SECURITIES

13. K.S.A. 17-12a301 makes it unlawful for a person to offer or sell a security in the State of Kansas unless the security is registered under the KUSA or the security is exempt from registration under the KUSA.

14. Profitable Sunrise maintained a website, <http://www.profitablesunrise.com>, that provided information regarding an investment opportunity for potential investors.

15. The Profitable Sunrise business model was as follows:

- a. the investors would set up an account with Profitable Sunrise via the Profitable Sunrise Website.
- b. the investors would then wire or transfer money to an account that Profitable Sunrise maintained with a bank located in the Czech Republic.
- c. Profitable Sunrise purported to use the funds from investors to make short term high interest loans to businesses.
- d. Profitable Sunrise would pay investors a daily interest rate of 1.6% to 2.7% for the use of their money.

16. The Profitable Sunrise website offered five investment plans which were described in the following manner:

- a. Starter Plan. The minimum investment is \$10.00. Interest rate is 1.6% per business day. Investment term is 180 business days. Compounding is available. Principal amount is returned upon maturity.
- b. Regular Plan. The minimum investment is \$500.00. Interest rate is 1.8% per business day. Investment term is 180 business days. Compounding is available. Principal amount is returned upon maturity.

- c. Advanced Plan. The minimum investment is \$2,500.00. Interest rate is 2% per business day. Investment term is 180 business days. Compounding is available. Principal amount is returned upon maturity.
- d. Private Plan. This plan is available to groups only. All the details are discussed individually.
- e. Long Haul Plan.
 - Long Haul is one of the investment plans available at Profitable Sunrise
 - 240 business days from the date of the first deposit is the duration of the Long Haul investment plan.
 - In the Long Haul the compounding is set at 100% and cannot be disabled during the whole investment term.
 - The interest rate paid under the Long Haul is 2.7% per business day.
 - The Long Haul can only be started from November 1, 2012 till March 1, 2013.
 - The minimum deposit in the Long Haul is \$500.00.
 - E-currency deposits are not accepted in the Long Haul.
 - The Easter Gift Balance will be paid to all customers during the Easter week. You will not be able to leave it in your account principal.
 - After the Easter, the daily interest rate will be reduced to 2.35% in the Long Haul.
 - The compounding can be disabled or limited in any account at our sole discretion.
 - After March 1, 2013, you will not be able to make additional deposits into the Long Haul.

17. Investors with Profitable Sunrise had the opportunity to participate in a referral program.

18. Investors that participated in the referral program received 5% of amounts invested with Profitable Sunrise by persons referred to Profitable Sunrise by the investor participating in the referral program.

19. Information from the Profitable Sunrise website, <http://www.profitablesunrise.com>, could be viewed by anyone with internet access, including residents of Kansas.

20. Cozzocrea promoted the Profitable Sunrise investment scheme via a website known as KTFAlways.com, <http://www.ktfalways.com>.

21. As a result of Cozzocrea's promotion of Profitable Sunrise on KTFAlways.com, at least two Kansas investors, a husband and wife, contacted Cozzocrea to obtain more information regarding Profitable Sunrise on or about January 17, 2013.

22. Cozzocrea directed the husband and wife to the Profitable Sunrise website and provided them with instructions for setting up an account with Profitable Sunrise.

23. On or about January 24, 2013, the husband and wife sent a \$2,000.00 money order to Cozzocrea.

24. In exchange for the \$2,000.00 money order referenced in Paragraph 23 above, Cozzocrea transferred \$1,000.00 from his Profitable Sunrise account into the Profitable Sunrise account of the husband and \$1,000 into the Profitable Sunrise account of the wife.

25. Pursuant to the terms of the Profitable Sunrise referral program, Cozzocrea received a commission of 5% of the \$2,000.00 that was invested by the two Kansas investors referenced in Paragraph 23 above.

26. NJF offered investments in Profitable Sunrise through a private plan known as the NFJ Global Group Community.

27. NJF promoted investments in Profitable Sunrise via You Tube videos that featured Frazer.

28. The You Tube videos that NJF and Frazer used to promote investments in Profitable Sunrise could be viewed by anyone with internet access, including residents of Kansas.

29. On or about January 13, 2013, at least two Kansas investors, a husband and wife, invested a total of \$20,000.00 with Profitable Sunrise through NJF.

30. The investments that were offered by Profitable Sunrise and promoted by Cozzocrea, NJF, and Frazer are not currently registered, nor have they ever been registered, as securities with the Office of the Securities Commissioner of Kansas.

Conclusions of Law

1. The Securities Commissioner of Kansas has jurisdiction over this matter pursuant to K.S.A. 17-12a604(a).

2. The investments in Profitable Sunrise that are described herein are securities as defined by K.S.A. 17-12a102(28).

3. Inter Reef Ltd. d/b/a Profitable Sunrise offered or sold unregistered securities in the State of Kansas, in violation of K.S.A. 17-12a301.

4. Roman Novak offered or sold unregistered securities in the State of Kansas, in violation of K.S.A. 17-12a301.

5. Radoslav Novak offered or sold unregistered securities in the State of Kansas, in violation of K.S.A. 17-12a301.

6. David P. Cozzocrea materially aided in the offer or sale of unregistered securities in the State of Kansas, in violation of 17-12a301.

7. Focus Up Ministries, Inc. d/b/a NJF Global Group materially aided in the offer or sale of unregistered securities in the State of Kansas, in violation of 17-12a301.

8. Nanci Jo Frazer a.k.a. Nancy J. Frazer materially aided in the offer or sale of unregistered securities in the State of Kansas, in violation of 17-12a301.

IT IS THEREFORE ORDERED by the Securities Commissioner that:

1. Respondents cease and desist in the State of Kansas from selling, offering to sell, or materially aiding in the offer or sale, on behalf of themselves or on behalf of any other person/entity that they are acting in concert with, investments in Profitable Sunrise unless and until investments in Profitable Sunrise are properly registered in the State of Kansas or are exempt from registration in the State of Kansas.

2. Respondents cease and desist in the state of Kansas from soliciting offers to purchase or making offers to sell, or effecting or transacting sales of securities, or the securities of any other person or issuer, or directly or indirectly aiding and assisting in the same or attempting to do the same, unless and until Respondents refrain from all acts and practices which constitute violations or are about to constitute violations of the Kansas Uniform Securities Act.

FURTHERMORE, the Securities Commissioner hereby notifies the Respondents that he intends to impose, based upon the above Findings of Fact and Conclusions of Law, the following administrative sanctions:

1. A civil penalty of no more than \$25,000 against Inter Reef Ltd. d/b/a Profitable Sunrise,
2. A civil penalty of no more than \$25,000 against Roman Novak,
3. A civil penalty of no more than \$25,000 against David P. Cozzocrea,
4. A civil penalty of no more than \$25,000 against Focus Up Ministries, Inc. d/b/a NJF Global Group, and

5. A civil penalty of no more than \$25,000 against Nanci Jo Frazer a.k.a Nancy J. Frazer.

Opportunity for Hearing

If the Respondents wish to contest the Findings of Fact and Conclusions of Law set forth herein, the Respondents must file a request for hearing within thirty (30) days after service of this Order. The request for hearing must be in the manner and form prescribed by K.A.R. 81-11-5, and it must be filed with the Office of the Securities Commissioner of Kansas, 109 SW 9th Street, Suite 600, Topeka, Kansas 66612. The request for hearing must be verified under oath by the Respondents and, if the Respondents dispute any of the Findings of Fact or Conclusions of Law set forth herein, the Respondents shall specifically deny the findings/conclusions or they will be deemed admitted. In addition, the Respondents may offer evidence and argument to mitigate the findings/conclusions set forth herein. If the findings/conclusions are properly disputed, a hearing officer will be appointed and the matter will be set for hearing. If no request for hearing is filed within thirty (30) days after service of this Order, this Order will be modified to include the above enumerated sanctions and will become final by operation of law.

IT IS SO ORDERED BY THE COMMISSIONER.

Entered at Topeka, Kansas, this 24th day of April, 2013.




Joshua A. Ney
Interim Securities Commissioner
State of Kansas