

1-21-2020

VIRGINIA:

IN THE CIRCUIT COURT OF THE CITY OF RICHMOND

COMMONWEALTH OF VIRGINIA,
EX REL. MARK R. HERRING,
ATTORNEY GENERAL,

Plaintiff,

v.

VA CERTIFICATE SERVICE, LLC,
a Virginia limited liability company,

SERVE: Joel H. Peck, Clerk
Virginia State Corporation Commission
Statutory agent for
VA Certificate Service, LLC
Tyler Building, 1st floor
1300 E. Main St.
Richmond, Virginia 23219

Defendant.

CIVIL ACTION NO. CL20-349-6

RECEIVED AND FILED
CIRCUIT COURT

JAN 21 2020
EDWARD F. EWETT, CLERK
BY [Signature] D.C.

COMPLAINT

The Plaintiff, Commonwealth of Virginia, by, through, and at the relation of its Attorney General, Mark R. Herring (the "Plaintiff" or the "Commonwealth"), petitions this Court to declare that the activities in which the Defendant VA Certificate Service, LLC, a Virginia limited liability company ("VACS" or the "Defendant"), has engaged constitute violations of Virginia Code § 18.2-216. The Plaintiff prays that this Court grant the relief requested in this Complaint and states the following in support thereof:

JURISDICTION AND VENUE

1. The Commonwealth brings this action pursuant to the authority set forth in Virginia Code § 59.1-68.2, which authorizes the Attorney General to seek injunctive relief for

violations of § 18.2-216.

2. The Circuit Court of the City of Richmond has authority to entertain this action and to grant the relief requested herein pursuant to Virginia Code §§ 8.01-620 and 17.1-513.

3. Venue is permissible in this Court pursuant to Virginia Code § 8.01-262 (1), (2), (3), and (4) because the Defendant has a principal office and registered office in the City of Richmond, fact witnesses or other evidence to the action are located, and the Defendant regularly conducts substantial business activity, in the City of Richmond, and part of the cause of action arose in the City of Richmond. Venue is preferred in this Court pursuant to Virginia Code § 8.01-261(15)(c) because some or all of the acts to be enjoined are, or were, being done in the City of Richmond.

PARTIES

4. The Plaintiff is the Commonwealth of Virginia, by, through, and at the relation of Mark R. Herring, Attorney General of Virginia.

5. The Defendant is a Virginia limited liability company having its principal office and registered office address at 3126 W. Cary St., 267, Richmond, Virginia 23221.

FACTS

6. VACS is a business that purports to provide businesses a “Virginia Certificate of Good Standing” through mailers sent under the name “VA Certificate Services.” VACS solicits potential customers through targeted mailings.

7. The Circuit Court of the City of Richmond has no assumed or fictitious name certificate on file for “VA Certificate Services” nor has the City of Richmond issued a business license for the organization.

8. VACS has a principal office and registered office listed with the Virginia State

Corporation Commission (the “SCC”) at 3126 W. Cary St., 267, Richmond, Virginia 23221, which is a UPS Store. VACS lists Royce Wedge with the SCC as a member or manager for, and registered agent of, VACS. VACS also uses the Richmond, Virginia address on mailers sent to businesses in Virginia. The Commonwealth has reason to believe Mr. Wedge resides in Saint Petersburg, Florida.

9. Based on two complaints the Office of the Attorney General of Virginia received regarding VACS, as well as information obtained through its investigation, the Commonwealth has reason to believe that VACS has engaged in deceptive or misleading practices with regard to the advertisement of “Virginia Certificate of Good Standing” services.

10. On or around August through December of 2019, VACS sent targeted mailings to at least eight businesses with registered offices located in Alexandria, Norfolk, Richmond, Sterling, and Virginia Beach, including six Virginia limited liability companies, one Virginia stock corporation, and one Delaware limited liability company that is authorized to transact business in Virginia.

11. The mailers included a form titled “2019 CERTIFICATE OF GOOD STANDING REQUEST FORM,” which informs businesses: “You have one step left in order to attain your elective Virginia Certificate of Good Standing.” The form is formatted quite similarly to Annual Report forms that the SCC provides to Virginia corporations, and has a “Notice Date” as well as a “Please Respond By” date seven-to-ten days after the “Notice Date.” The mailers include items such as “IMPORTANT!,” a “Document Number,” and appear to confirm that documents filed with the SCC are “complete” and that the businesses it solicits are properly registered. In general the mailers give the impression that they come from an official state agency, but in small print include a disclaimer stating, “[t]his is not a government agency.” The mailers twice

reference inaccurately Virginia's "Secretary of State" when corporate filings in Virginia are filed instead with the Virginia State Corporation Commission. A copy of the form is attached hereto as Exhibit A.

12. Any person can procure directly from the SCC a certificate of good standing, which are issued for corporations, or a certificate of fact of existence, which are issued for Virginia limited liability companies, for a fee of \$6.00. Moreover, either type of certificate can be obtained online through the SCC's website.

13. At least one of the limited liability companies referenced in Paragraph No. 10 above paid \$67.25 to the Defendant for the services and has received nothing in return.

14. On information and belief, the complaints the Office of the Attorney General of Virginia has received to date may represent only a fraction of those harmed by VACS.

CAUSE OF ACTION

COUNT I: Virginia Code § 18.2-216

15. The Plaintiff re-alleges and incorporates by reference the allegations of Paragraphs 1 through 14 above.

16. Virginia Code § 18.2-216(A) provides, in part, that:

Any person, firm, corporation or association who, with intent to sell or in anywise dispose of merchandise, securities, service or anything offered by such person, firm, corporation or association, directly or indirectly, to the public for sale or distribution or with intent to increase the consumption thereof, or to induce the public in any manner to enter into any obligation relating thereto, [. . .] makes, publishes, disseminates, circulates or places before the public, or causes, directly or indirectly to be made, published, disseminated, circulated or placed before the public, in a newspaper or other publications [. . .] or in any other way, an advertisement of any sort regarding merchandise, securities, service, land, lot or anything so offered to the public, which advertisement contains any promise, assertion, representation or statement of fact which is untrue, deceptive or misleading, or uses any other method, device or practice which is fraudulent, deceptive or misleading to induce the public to enter into any obligation, shall be guilty of a Class 1 misdemeanor.

17. By sending mailers which appear to originate from a government source; and by misleading individuals with respect to filing requirements and the status of filings in Virginia, VACS has engaged in “deceptive or misleading” practices with regard to the advertisement of its services in violation of Virginia Code § 18.2-216.


18. The Attorney General may seek injunctive relief for violations of Virginia Code § 18.2-216 under § 59.1-68.2.

PRAYER FOR RELIEF

WHEREFORE, the Plaintiff, Commonwealth of Virginia, prays that this Court:

- A. Permanently enjoin VACS from any future violations of Virginia Code § 18.2-216 pursuant to § 59.1-68.2; and
- B. Order such other and further relief as may be deemed proper and just.

COMMONWEALTH OF VIRGINIA,
EX REL. MARK R. HERRING,
ATTORNEY GENERAL

By: 
Stephen John Sovinsky

Mark R. Herring
Attorney General

Cynthia E. Hudson
Chief Deputy Attorney General

Samuel T. Towell
Deputy Attorney General

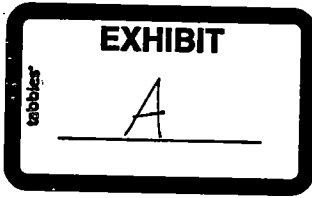
Richard S. Schweiker, Jr.
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Assistant Attorney General
Consumer Protection Section
202 North Ninth Street
Richmond, Virginia 23219
Phone: (804) 823-6341
Fax: (804) 786-0122
Email: ssovinsky@oag.state.va.us

VA CERTIFICATE SERVICES
3126 WEST CARY STREET STE 267
RICHMOND, VA 23221

2019 CERTIFICATE OF GOOD STANDING REQUEST FORM




FOR QUESTIONS CALL:
1 (855) 212-0171



MON-FRI 9am - 5pm EST

616*****ALL FOR AADC 230***2-3

IMPORTANT! FOLLOW INSTRUCTIONS EXACTLY WHEN COMPLETING THIS FORM. PLEASE PRINT CLEARLY.

Document Number: S8473391	Notice Date: 8/20/2019	Please Respond By: 8/27/2019
Business Address: [REDACTED]		

Congratulations on registering your business with the State of Virginia. Your Articles have been filed with the secretary of state and are complete. You have one step left in order to attain your elective Virginia Certificate of Good Standing. Below is a form for your newly registered business. Please confirm the accuracy of the information below for your Virginia Certificate of Good Standing request.

A Virginia Certificate of Good Standing is issued by the Secretary of State and may be required for loans, to renew business licenses, or for tax or other business purposes. A certificate of Good Standing certifies that your Virginia business is in existence, is authorized to transact business in the state and complies with all state requirements. The Certificate of Good Standing shows the official evidence of an entity's existence and provides a statement of an entity's status, current legal name and date of formation. The Certificate of Good Standing bears the official seal of the Virginia Secretary of State.

Business Information

Business Name: [REDACTED]
Document Number: **S8473391**
Certificate of Status Fee: **\$67.25**

This is not a government agency

Step 1 BUSINESS INFORMATION Confirm Business Name & Document Number are Correct Above

Check or Money Order Enclosed

Email Address: _____

Make check or money order payable to:

VA CERTIFICATE SERVICES

Phone Number: _____

Notice Send Date: **8/20/2019**

Document #: **S8473391**



Amount enclosed: \$67.25

Step 2. Please print and sign your name for authorization.	
Print Name	Signature

Step 3. Return this completed form with payment in return envelope provided.