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**UNITED STATES DISTRICT COURT
DISTRICT OF NEVADA**

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

vs.

MARCO GLISSON,

Defendant.

Case No.

COMPLAINT

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1 **JURISDICTION AND VENUE**

2 1. This Court has jurisdiction over this action pursuant to Sections 20(b),
3 20(d)(1) and 22(a) of the Securities Act of 1933 (“Securities Act”), 15 U.S.C. §§
4 77t(b), 77t(d)(1) & 77v(a) and Sections 21(d)(1), 21(d)(3)(A), 21(e) and 27 of the
5 Securities Exchange Act of 1934 (“Exchange Act”), 15 U.S.C. §§ 78u(d)(1),
6 78u(d)(3)(A), 78u(e) & 78aa. Defendant has, directly or indirectly, made use of
7 the means or instrumentalities of interstate commerce, of the mails, or of the
8 facilities of a national securities exchange in connection with the transactions, acts,
9 practices, and courses of business alleged in this Complaint.

10 2. Venue is proper in this district pursuant to Section 22(a) of the
11 Securities Act, 15 U.S.C. § 77v(a), and Section 27 of the Exchange Act, 15 U.S.C.
12 § 78aa, because certain of the transactions, acts, practices, and courses of conduct
13 constituting violations of the federal securities laws occurred within this district.

14 **DEFENDANT**

15 3. Defendant Marco Glisson, age 53, resides in Las Vegas, Nevada. Until
16 August 2006, Glisson was employed as an automobile worker, and worked at a
17 restaurant called “the Deli Dog House” in Janesville, Wisconsin, where he lived
18 before moving to Las Vegas. Glisson has never been, and has never applied with
19 the Securities and Commission (“Commission”) to be, a registered securities broker
20 or dealer. Glisson has never been associated with any registered broker or dealer.

21 **SUMMARY**

22 4. Between December 2005 and April 2007, Glisson repeatedly violated
23 the federal securities laws by acting as an unregistered broker-dealer and engaging
24 in hundreds of purchases and sales of the deregistered securities of CMKM
25 Diamonds, Inc. (“CMKM”) with individuals throughout the United States and
26 Canada. CMKM’s registration with the Commission (“Commission”) had been

1 revoked on October 28, 2005. Essentially, Glisson “made a market” in
2 unregistered CMKM securities. Glisson profited from these unlawful transactions
3 by selling the deregistered CMKM securities at substantially higher prices than he
4 paid for them. Glisson made gross proceeds of approximately \$2 million as result
5 of his illicit transactions.

6 5. Glisson identified potential buyers and sellers of deregistered CMKM
7 securities by frequenting a number of internet chat rooms devoted to discussions
8 regarding CMKM and held himself out as a broker and dealer of CMKM stock.
9 Additionally, Glisson attracted buyers and sellers through referrals from past
10 customers. After receiving inquiries from interested buyers and sellers, Glisson
11 contacted them and negotiated the terms of a purchase or sale. In most instances,
12 Glisson made and received payments in connection with his purchases and sales
13 via wire transfers to and from a number of bank accounts he controlled.

14 6. The Commission seeks a permanent injunction against Glisson
15 prohibiting him from future violations of the federal securities laws, as well as an
16 order requiring the payment of disgorgement with prejudgment interest and civil
17 penalties and an order prohibiting Glisson from participating in the offering of any
18 penny stock.

19 GLISSON’S SCHEME

20 7. In early 2005, the Commission instituted an administrative proceeding
21 against CMKM, which ultimately resulted in the revocation of the registration of
22 CMKM’s stock on October 28, 2005.

23 8. In the wake of the deregistration of CMKM’s securities, and at a time
24 when registered broker-dealers refused to execute trades in the newly deregistered
25 stock, Glisson set himself up as a dealer, and to a lesser extent, a broker, of
26 CMKM stock. Glisson had never been, or applied to be, registered with the

1 Commission as a broker or dealer. Despite this, in December 2005, Glisson
2 entered the business of purchasing and selling deregistered CMKM securities.

3 9. To effectuate his unlawful transactions, Glisson contacted 1st Global
4 Stock Transfer LLC ("1st Global"), the firm that had served as CMKM's transfer
5 agent. Glisson asked 1st Global's owner if 1st Global was still willing to perform
6 transfer agent services with respect to CMKM stock. 1st Global agreed to act as
7 the transfer agent and confirm the validity of the CMKM stock certificates that
8 Glisson purchased, and then cancel and reissue the certificates in accordance with
9 Glisson's instructions. Between December 2005 and April 2007, 1st Global
10 repeatedly canceled CMKM stock certificates and then reissued them in Glisson's
11 name, or in the names of new purchasers as identified by Glisson.

12 10. Glisson frequented a number of internet chat rooms in which current
13 and prospective CMKM shareholders exchanged information and propagated
14 rumors regarding CMKM. The chat rooms provided Glisson with a pool of
15 individuals in which to solicit purchases and sales of CMKM stock. Under the
16 screen name "Deli dog" or "Deli," Glisson entered the chat rooms and posted
17 messages indicating that he was willing to purchase and sell CMKM stock and
18 provided contact information for interested parties. As a result, prospective
19 purchasers and sellers used chat room discussions, email messages and telephone
20 calls to contact Glisson. Glisson also identified prospective purchasers and sellers
21 through referrals from individuals with whom he engaged in transactions involving
22 CMKM stock.

23 11. Glisson negotiated the purchase price after being contacted by a seller.
24 Typically, Glisson tried to pay \$0.0001 per share for CMKM stock, but he
25 sometimes paid as much as \$0.0005 per share. When contacted by prospective
26 purchasers, Glisson provided a standard response, including (1) his contact

1 information; (2) payment instructions, consisting of directions as to how to wire
 2 funds to Glisson's bank or credit union account, or to the account of a nominee that
 3 Glisson controlled; and (3) the following price schedule for CMKM stock,
 4 indicating that he generally sold CMKM shares for between \$0.0003 and \$0.00025
 5 per share depending on volume:

SHARES	+	CERT FEE	=	\$\$\$\$
1M = 300.00	+	50.00	=	350.00
2M = 500.00	+	50.00	=	550.00
5M = 1250.00	+	50.00	=	1,300.00
10M = 2500.00	+	50.00	=	2,550.00
50M = 12,500.00	+	50.00	=	12,550.00
100M = 25,000.00	+	50.00	=	25,050.00

17 12. Glisson did not always adhere to the price schedule. At times, he sold
 18 at prices both higher and lower than those set forth in the schedule.

19 13. During the relevant time period, Glisson purchased and then sold
 20 billions of shares of deregistered CMKM securities. Because Glisson sold the
 21 securities for less than one cent per share, he sold in large volumes to make a
 22 profit. To supply these large sales, he purchased massive amounts of CMKM
 23 stock from individuals throughout the United States and Canada.

24 14. For example, from December 2005 to May 2006, Glisson spent
 25 approximately \$793,825 to make 34 purchases of CMKM securities from
 26 approximately 8 different individuals in the United States and Canada, whom he

1 had identified as having large holdings of CMKM securities. Glisson executed the
2 purchases by wiring the agreed-upon funds from his account(s) to the bank account
3 of the seller, who then sent the stock certificates to Glisson. Upon receipt of the
4 certificates, Glisson forwarded the certificates to 1st Global, along with
5 instructions to cancel and re-issue them in his name and/or in the names of
6 individuals to whom he had sold CMKM stock.

7 15. Between December 2005 and May 2006, Glisson sold CMKM stock
8 in at least 100 transactions with at least 65 individuals throughout the United States
9 and Canada. Through these sales, Glisson obtained gross proceeds of more than
10 \$850,000. For the period from June 2006 to April 2007, Glisson grossed at least
11 an additional \$925,000 from his unlawful sales of CMKM stock.

12 16. Glisson acted as a dealer of CMKM securities by purchasing and
13 selling them for his own account. He profited by selling the securities at higher
14 prices than he paid for them. On occasion, Glisson also acted as a broker of
15 CMKM securities by purchasing and selling CMKM securities for the accounts of
16 others. In these instances, he profited by realizing the equivalent of sales
17 commissions. In order to broker transactions, Glisson located a party interested in
18 selling and a party interested in buying CMKM securities. Glisson then contacted
19 the seller and determined the price at which she was willing to sell her shares.
20 Next, Glisson contacted the buyer and negotiated a purchase price higher than the
21 price at which the seller was willing to sell.

22 17. For example, in December 2005, Glisson brokered a transaction for an
23 individual who wanted to sell 185 million shares of CMKM for \$72,000. Glisson
24 identified a buyer willing to purchase these shares for \$75,000. Glisson received
25 \$75,000 from the purchaser, then tendered \$72,000 to the sellers, kept \$3,000 for
26 himself, and directed 1st Global to cancel and re-issue the stock certificate in the

1 name of the new purchaser.

2 18. In June 2006, after the Commission had contacted him, Glisson
3 informed the Commission staff that his activities would cease immediately. After
4 suspending his activities for approximately three months, Glisson resumed his
5 purchases and sales in September 2006, and commented in internet chat rooms that
6 he would not cease buying and selling CMKM securities unless ordered to do so
7 by a court.

8 19. Glisson took steps to avoid detection after resuming his buying and
9 selling. Specifically, Glisson began using a different bank to send and receive
10 money on CMKM transactions. Next, Glisson stopped using his own accounts
11 altogether, and started utilizing the accounts of his new wife in connection with his
12 buying and selling activities. Finally, Glisson stopped using wire transfers in
13 connection with his purchases and sales, and instead, began to make and receive
14 payments exclusively through the mails.

15 20. In April 2007, 1st Global stopped performing transfer agent services
16 for Glisson, which had the effect of making it impossible for Glisson to continue
17 engaging in the business of buying and selling CMKM stock. Glisson attempted to
18 engage in transactions without using 1st Global by entering into private contractual
19 arrangements with prospective buyers in which he pledged to transfer all
20 ownership rights and benefits associated with the shares being sold. This effort
21 was unsuccessful.

22 **FIRST CLAIM FOR RELIEF**

23 **UNREGISTERED OFFER AND SALE OF SECURITIES**

24 **Violations of Sections 5(a) and 5(c) of the Securities Act**

25 21. The Commission realleges and incorporates by reference paragraphs 1
26 through 20 above.

1 22. Defendant Glisson, by engaging in the conduct described above,
2 directly or indirectly, made use of means or instruments of transportation or
3 communication in interstate commerce or of the mails, to offer to sell or to sell
4 securities, or to carry or cause such securities to be carried through the mails or in
5 interstate commerce for the purpose of sale or for delivery after sale.

6 23. No registration statement was filed with the Commission or was in
7 effect with respect to the offerings alleged herein.

8 24. By engaging in the conduct described above, Glisson violated, and
9 unless restrained and enjoined will continue to violate, Sections 5(a) and 5(c) of
10 the Securities Act, 15 U.S.C. §§ 77e(a) and 77e(c).

11 **SECOND CLAIM FOR RELIEF**

12 **FAILURE TO REGISTER AS A BROKER-DEALER**

13 **Violations of Section 15(a) of the Exchange Act**

14 25. The Commission realleges and incorporates by reference paragraphs 1
15 through 20 above.

16 26. Defendant Glisson, by engaging in the conduct described above, made
17 use of the mails or means or instrumentalities of interstate commerce to effect
18 transactions in, or to induce or attempt to induce the purchase or sale of, securities,
19 without being registered as a broker or dealer in accordance with Section 15(b) of
20 the Exchange Act, 15 U.S.C. § 78o(b).

21 27. By engaging in the conduct described above, defendants Glisson
22 violated, and unless restrained and enjoined will continue to violate, Section 15(a)
23 of the Exchange Act, 15 U.S.C. § 78o(a).

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PRAYER FOR RELIEF

WHEREFORE, the Commission respectfully requests that the Court:

I.

Issue findings of fact and conclusions of law that Glisson committed the alleged violations.

II.

Issue an order, in a form consistent with Fed. R. Civ. P. 65(d) permanently enjoining Glisson, his agents, servants, employees, and attorneys, and those persons in active concert or participation with any of them, who receive actual notice of the judgment by personal service or otherwise, and each of them, from violating Sections 5(a) and 5(c) of the Securities Act, 15 U.S.C. §§ 77e(a) & 77e(c), and Section 15(a) of the Exchange Act, 15 U.S.C. § 78o(a).

III.

Order Glisson to disgorge all ill-gotten gains from his illegal conduct, together with prejudgment interest thereon.

IV.

Order Glisson to pay civil penalties pursuant to Section 20(d) of the Securities Act, 15 U.S.C. § 77t(d), and Section 21(d)(3) of the Exchange Act, 15 U.S.C. § 78u(d)(3).

V.

Issue an order, in a form consistent with Rule 65(d) of the Federal Rules of Civil Procedure, permanently prohibiting Glisson from participating in any offering of penny stock pursuant to Section 20(g) of the Securities Act, 15 U.S.C. § 77t(g), and Section 21(d)(6) of the Exchange Act, 15 U.S.C. § 78u(d)(6).

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VI.

Retain jurisdiction of this action in accordance with the principles of equity and the Federal Rules of Civil Procedure in order to implement and carry out the terms of all orders and decrees that may be entered, or to entertain any suitable application or motion for additional relief within the jurisdiction of this Court.

VII.

Grant such other and further relief as this Court may determine to be just and necessary.

DATED: January 15, 2009



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