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MELINDA HAAG (CABN 132612)  
United States Attorney

**Filed**  
SEP 12 2013  
RICHARD W. WIEKING  
CLERK, U.S. DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

UNITED STATES OF AMERICA, )  
 )  
Plaintiff, )  
 )  
v. )  
 )  
JONATHAN HOANG, )  
 )  
Defendant. )

No. 12-CR-00583-EJD  
VIOLATION: 15 U.S.C. §§ 78j(b) and 78ff,  
17 C.F.R. §§ 240.10b-5 (Securities Fraud)

SUPERSEDING INFORMATION

The United States Attorney charges:

Relevant Entity and Individuals

1. Defendant JONATHAN HOANG, at all times relevant to this Superseding Information, resided in the Northern District of California. At various times, HOANG has represented to other individuals that he owned or controlled stock in various companies and has offered to sell said stock.

2. An adult male individual who will be identified herein as "the Purchaser" entered into an agreement to purchase stock from HOANG. At all times relevant to this Superseding Information, the Purchaser resided in the Northern District of California. As discussed below,

1 HOANG offered to the Purchaser 2,500 shares of stock in Uthervese Digital, Inc. (“Uthervese  
2 Digital”) that he (HOANG) claimed to own. The Purchaser signed a purported “Subscription  
3 Agreement” to document the sale, and gave HOANG a check for \$2,500 as the purchase money  
4 for the stock.

5 3. Uthervese Digital is incorporated in Canada. Uthervese Digital created software  
6 for and hosted a website for virtual worlds (such as Redlight Center) where customers interacted  
7 with each other as characters they created within the virtual space. In November 2012, the stock  
8 of Uthervese Digital was owned by its founder and his staff.

9 The Purported Sale of Stock in Uthervese Digital

10 4. In or about November 2012, HOANG told the Purchaser that he (HOANG)  
11 owned shares of stock in Uthervese Digital. HOANG offered to sell the Purchaser a portion of  
12 the shares he owned. At the time he made these representations, HOANG did not own stock  
13 issued by Uthervese Digital.

14 5. In or about November 2012, HOANG represented to the Purchaser that:  
15 (a) Uthervese Digital operated a website called Redlight Center; (b) Uthervese Digital was in  
16 the process of being acquired by another company, and (c) the shares of Uthervese Digital would  
17 dramatically increase in value after the acquisition. The representations that Uthervese Digital  
18 was in the process of being acquired by another company and that its stock price would increase  
19 after the acquisition were false. In November 2012, Uthervese Digital was not involved in  
20 negotiations with another person or entity for the acquisition of Uthervese Digital.

21 6. As part of the process of inducing the Purchaser to buy the stock, on or about  
22 November 8, 2012, HOANG (who was in the Northern District of California at the time) sent an  
23 electronic communication (a text message) from Metro PCS cellular telephone (408) 489-4707 to  
24 a telephone used by the Purchaser. The message stated:

25 Term sheet already done bro. Due diligent completed and final acquisition  
26 contract was executed and signed off by both companies on 11/30/2012 with coe  
[sic] of January 07, 2013.

27 In this message, HOANG represented to the Purchaser that the acquisition was near completion.

28 7. On or about November 8, 2012, in the Northern District of California, HOANG

1 met with the Purchaser. During the meeting, HOANG induced the Purchaser to sign a document  
2 captioned "Subscription Agreement for Shares Offered by Jonathan V. Hoang, An Unmarried  
3 Man On Behalf of Uthervse Digital, Inc., a Canadian Corporation." HOANG was identified in  
4 this document as "Seller." This document stated that "Purchaser agrees to purchase Two  
5 Thousand Five Hundred (2,500) shares of Uthervse Digital, Inc. Series "A" Preferred Option  
6 Stock (the "Stock") for purchase price of One Dollar (\$1.00) per share or an aggregate purchase  
7 price of Two Thousand Five Hundred and 00/100 Dollars (\$2,500.00) ...." The "Subscription  
8 Agreement" also contained other provisions to make it appear to be a typical contract for the sale  
9 of stock in a private transaction, including the following: "Because of the exemptions from the  
10 registration requirements of the federal Securities Act of 1933 (the "Act") and from the  
11 California Corporate Securities Law of 1968 (the "Law") relied upon by the Seller in making the  
12 sale of the Stock to the Purchaser, the Purchaser hereby warrants that the Purchaser: 2.3 Is  
13 purchasing the Stock for investment for the Purchaser's own account only .... 2.6 Further  
14 understands that the Stock must be held indefinitely unless it is subsequently registered under the  
15 Act and qualified under the Law or an exemption from such registration and such qualification is  
16 available."

17 8. Also during this meeting on or about November 8, 2012, HOANG induced the  
18 Purchaser to give HOANG a check in the amount of \$2,500, made payable to HOANG. On the  
19 memo line of the check, "exercise option Redlight Center" was written.

20 COUNT ONE: 15 U.S.C. §§ 78j(b) and 78ff, 17 C.F.R. §§ 240.10b-5 (Securities Fraud)

21 9. Paragraphs 1 through 8 are realleged as if fully set forth herein.

22 10. On or about November 8, 2012, in the Northern District of California and  
23 elsewhere, the defendant,

24 JONATHAN HOANG,

25 willfully and knowingly, directly and indirectly, by use of the means and instrumentalities of  
26 interstate commerce, in connection with the purchase and sale of securities, did use and employ  
27 manipulative and deceptive devices and contrivances, by (a) employing devices, schemes, and  
28 artifices to defraud; (b) making untrue statements of material facts and failing to state material

1 facts necessary in order to make the statements made, in the light of the circumstances under  
2 which they were made, not misleading; and (c) engaging in acts, practices, and courses of  
3 business which operated and would operate as a fraud and deceit upon persons, specifically, by:

- 4 a. Entering into a transaction with the Purchaser in which HOANG received
- 5 the purchase money in exchange for stock in Uthervese Digital that
- 6 HOANG did not possess or own;
- 7 b. Representing to the Purchaser that HOANG owned the stock he was
- 8 selling, when, in fact, HOANG owned no such stock;
- 9 c. Representing to the Purchaser that Uthervese Digital was about to be
- 10 acquired by another company and its stock's value would increase
- 11 dramatically after the acquisition, when in fact no such acquisition was in
- 12 process.

13 All in violation of Title 15, United States Code, Sections 78j(b) and 78ff; and Title 17,  
14 Code of Federal Regulations, Section 240.10b-5.

15  
16 DATED: 9/12/13

MELINDA HAAG  
United States Attorney

  
18 J. DOUGLAS WILSON  
19 Chief, Criminal Division

20  
21 (Approved as to form:   
22 Thomas A. Colthurst  
23 Assistant United States Attorney  
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AO 257 (Rev. 6/78)

**DEFENDANT INFORMATION RELATIVE TO A CRIMINAL ACTION - IN U.S. DISTRICT COURT**

BY:  COMPLAINT  INFORMATION  INDICTMENT  
 SUPERSEDING

**OFFENSE CHARGED**

COUNT ONE: 15 U.S.C. §§ 78j(b) and 78ff, 17C.F.R. §§ 240.10b-5 (Securities Fraud)

- Petty
- Minor
- Misdemeanor
- Felony

PENALTY: Maximum Prison Sentence- 20 years  
Maximum Fine- \$5,000,000.00  
Maximum supervised release- 3 years  
\$100 Special assessment

Name of District Court, and/or Judge/Magistrate Location

NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

DEFENDANT - U.S.

JONATHAN HOANG

DISTRICT COURT NUMBER  
12-CR-00583-EJD

**Filed**  
SEP 12 2013

**DEFENDANT**

**IS NOT IN CUSTODY**

Has not been arrested, pending outcome this proceeding.

- 1)  If not detained give date any prior summons was served on above charges
- 2)  Is a Fugitive
- 3)  Is on Bail or Release from (show District)

**IS IN CUSTODY**

- 4)  On this charge
- 5)  On another conviction }  Federal  State
- 6)  Awaiting trial on other charges  
If answer to (6) is "Yes", show name of institution

Has detainer been filed?  Yes  No

If "Yes" give date filed

DATE OF ARREST

Month/Day/Year

Or... if Arresting Agency & Warrant were not

DATE TRANSFERRED TO U.S. CUSTODY

Month/Day/Year

This report amends AO 257 previously submitted

**PROCEEDING**

Name of Complainant Agency, or Person (& Title, if any)

person is awaiting trial in another Federal or State Court, give name of court

this person/proceeding is transferred from another district per (circle one) FRCrp 20, 21, or 40. Show District

this is a re prosecution of charges previously dismissed which were dismissed on motion of:

U.S. ATTORNEY  DEFENSE

SHOW DOCKET NO.

this prosecution relates to a pending case involving this same defendant

MAGISTRATE CASE NO.

prior proceedings or appearance(s) before U.S. Magistrate regarding this defendant were recorded under

Name and Office of Person

Furnishing Information on this form Melinda Haag

U.S. Attorney  Other U.S. Agency

Name of Assistant U.S. Attorney (if assigned)

AUSA THOMAS A. COLTHURST

**ADDITIONAL INFORMATION OR COMMENTS**

**PROCESS:**

SUMMONS  NO PROCESS\*  WARRANT

Bail Amount: \_\_\_\_\_

If Summons, complete following:

Arraignment  Initial Appearance

\*Where defendant previously apprehended on complaint, no new summons or warrant needed, since Magistrate has scheduled arraignment

Defendant Address:

Date/Time: \_\_\_\_\_ Before Judge: \_\_\_\_\_

Comments: