

**COMMONWEALTH OF MASSACHUSETTS  
OFFICE OF THE SECRETARY OF THE COMMONWEALTH  
SECURITIES DIVISION  
ONE ASHBURTON PLACE  
ROOM 1701 BOSTON, MASSACHUSETTS 02108**

IN THE MATTER OF:

WINGS NETWORK;

WINGSNETWORK;

WINGSNETWORK.COM;

WINGSNETWORKGLOBAL.COM;

TROPIKGADGET;

SUCCESS WEALTH101, INC.;

GRUPO INTERNACIONAL;

SERGIO TAN AKA;

VINICIUS AGUIAR;

GEOVANI BENTO; and

PRISCILA BENTO.

)

)

)

ADMINISTRATIVE

) COMPLAINT

)

) Docket No. E-20.14-0037

)

)

)

)

)

)

)

)

**RESPONDENTS**

**ADMINISTRATIVE COMPLAINT**

**I. PRELIMINARY STATEMENT**

The Enforcement Section of the Massachusetts Securities Division of the Office of the Secretary of the Commonwealth (the "Enforcement Section" and the "Division," respectively) files this complaint (the "Complaint") in order to commence an adjudicatory proceeding against Respondents Wings Network; Wingsnetwork; Wingsnetwork.com; Wingsnetworkglobal.com; Tropikgadget; Success Wealth 101, Inc.; Grupo Internacional; Sergio Tanaka; Vinicius Aguiar; Geovani Bento; and Priscila Bento (collectively "Respondents") for violations of MASS. GEN. Laws ch. 110A, the Massachusetts Uniform Securities Act ("Act"), and 950 MASS. CODE REGS. 10.00 et seq. ("Regulations"). The Enforcement Section alleges that Respondents, acting individually and collectively, fraudulently offered and sold unregistered and non-exempt securities

in the Commonwealth without being registered as a broker-dealer, broker-dealer agent, investment adviser, or investment adviser representative. The Enforcement Section further alleges that the offers and sales of securities were part of a pyramid scheme to defraud Massachusetts investors.

Specifically, the Enforcement Section seeks, after notice and an opportunity for a hearing, an order: (1) finding as fact the allegations and facts set forth below; (2) requiring Respondents to permanently cease and desist from acting as unregistered broker-dealers and/or investment advisers and/or investment adviser representatives; (3) requiring Respondents to permanently cease and desist from effectuating the offer and sale of unregistered securities in the Commonwealth; (4) requiring Respondents to permanently cease and desist from fraudulent activity in violation of the Act and Regulations; (5) requiring Respondents to provide an accounting of all proceeds received as a result of the alleged wrongdoing, (6) requiring Respondents to disgorge all proceeds and other direct or indirect remuneration received as a result of the alleged wrongdoing; (7) requiring Respondents to offer remuneration to fairly compensate all investors who suffered losses attributable to the alleged wrongdoing; (8) imposing an administrative fine on Respondents in such amount and upon such terms and conditions as the Director or Presiding Officer may determine; and (9) taking any other necessary action which may be in the public interest and appropriate for the protection of Massachusetts investors.

## **II. SUMMARY**

The Enforcement Section of the Division brings this action as a result of the alleged fraudulent activities of Respondents in connection with the offer and sale of securities targeting the Spanish and Portuguese-speaking communities in the Commonwealth. Specifically, Respondents offer a multilevel marketing business opportunity called "Wings Network". Wings Network is one of the most recent multilevel marketing schemes to target minority communities.

According to information provided by Wings Network, within five months of starting its operations, a total of \$12,546,226.00 has been collected by Wings Network from eight thousand nine hundred and fourteen (8,914) Massachusetts investors. This Administrative Complaint details the operation of one Wings Network promoter group within the Boston area, that of Respondents Geovani and Priscila Bento who used Wings Network to divest Massachusetts investors of over \$348,460.00 beginning in December of 2013. The Enforcement Section believes the Wings Network scheme operated by Geovani and Priscila Bento is typical of the Wings Network scheme perpetrated throughout Massachusetts.

Wings Network purportedly .offers for sale a product involving technologically advanced and innovative mobile marketing platforms that allows consumers to download electronic content for a fee. However, the product is ancillary to the business of recruiting other investors to become participants in Wings Network by purchasing one of the starter packages. The marketing materials, online selling presentations and assertions by the individual Respondents make it clear that the primary purpose of Wings Network is to recruit additional members. Furthermore, the opportunity can only be realized if the prospective investors make mandatory payments for a starter package and pay a membership fee. The Enforcement Section asserts that the Wings Network multilevel marketing business opportunity is actually a thinly veiled pyramid scheme.

The use of trendy internet terms combined with meaningless high) technology buzzwords and slick websites are all devices to dazzle prospective investors and induce them to purchase their way into the Wings Network scheme. The product itself is redundant because it is not necessary to use any product, including Respondents' product, to download electronic content. In fact, none of the Massachusetts investors ever used the product and were told that the product

and sales of the product were unimportant to the true purpose of the program. The true purpose of the program was to recruit additional participants into the Wings Network and investors were told that recruitment was how the investor was going to make any significant money."

Respondents Geovani and Priscila Bento are presenters and promoters of Wings Network in the Boston area. Since February 2014, they have hosted English and Spanish language presentations at a Somerville hotel on Thursdays and additionally make door-to-door sales visits targeting Spanish and Portuguese-speaking communities. The Wings Network websites and presentations included pictures of cash, luxury properties, and luxury cars. On websites and in presentations, Respondents employ relentless selling tactics designed to entice members of these communities with the Wings Network get rich quick scheme and induce them to invest their hard-earned savings in the "opportunity of a lifetime."

In reality, the Wings Network business model is unsustainable because any money that Wings Network makes is money that comes from the purchase of starter packages by new participants and not derived from the sale of products. The starter packages make it clear that the focus of Wings Network is on the recruitment of others into the program and that selling the product is unnecessary to make money. The starter package barely mentions the product and mainly provides virtual tools geared almost exclusively toward the recruitment of other participants. Ostensibly, three starter packages are offered to prospective investors, but participants are always pressured to purchase the most expensive package - the "Elite" package that costs the investor \$1499.00. Purchase of the Elite package allows the participant to buy their way into the "Consultant" level that promises to provide large passive residual income returns immediately. Wings Network promoters and presenters universally repeat the mantra that purchase of the Elite package with the recruitment of two additional Elite package

participants will result in guaranteed income of \$750.00 a month for all participants who purchase the Elite package.

Respondents Priscila and Geovani Bento, also made promises that each investor in Wings Network needed only recruit two additional members at the Elite level to gain guaranteed income of \$750.00 a month. Once the prospective investor decides to join he or she write a checks or wire transfers \$1548.00 (the Elite package price plus \$49.00 membership fee) to Respondents Geovani Bento or Priscila Bento. The Wings Network utilizes a system of points that are awarded to each participant based upon the package purchased and the recruitment of additional participants. Once a participant pays for a package, the participant is given access to the Back Office area of the Wings Network website where points can be viewed. In order to be paid, Massachusetts investors are instructed to transfer their points to the Wings Network account of Respondents Geovani or Priscila Bento.

Once the points are received, Respondents Geovani or Priscila Bento make a payout in cash, although such payments were always considerably less than the guaranteed monthly amount. When Massachusetts investors received the first monthly payment falling far short of the guaranteed \$750.000 many of them attempted to question Respondent Priscila Bento without success. Similarly, when investors tried to cancel their Wings Network membership, they received no response.

From December 2013 through April 2014, Respondents Geovani and Priscila Bento induced at least one hundred and twenty-nine (129) Massachusetts residents to join Wings Network by purchasing starter packages, typically the Elite package. During this same five month time period, Respondents Geovani and Priscila Bento collected over \$348,460.00 from Massachusetts investors. Of the collected amount, \$231,044.00 was wire transferred to

Respondent Sergio Tanaka and Respondent Tropikgadget. These numbers are only a small portion of the \$12,546,226.00 overall sales made in Massachusetts by promoters including Vinicius Aguiar and his businesses Grupo Internacional. Eagle Team and Grupo Aguiar. Wings Network starter packages continue to be sold in the Commonwealth.

With this action, the Enforcement Section of the Division seeks to stop Wings Network and the other Respondents from offering and selling unregistered and non-exempt securities in the Commonwealth and to prevent further financial harm to Spanish and Portuguese-speaking communities from Respondents' illegal pyramid scheme disguised as a multilevel marketing business opportunity.

### **III. JURISDICTION AND AUTHORITY**

1. The Massachusetts Securities Division is a Division of the Office of the Secretary of the Commonwealth with jurisdiction over matters relating to securities as provided for by the Massachusetts Uniform Securities Act, MASS. GEN. Laws ch. 110A (the "Act") and the regulations promulgated thereunder. The Act authorizes the Division to regulate: (a) the offers and/or sales of securities; (b) those individuals offering and/or selling securities within the Commonwealth; and (c) those individuals transacting business as broker-dealers and investment advisers within the Commonwealth.

2. The Division brings this action pursuant to the enforcement authority conferred upon it by Section 407 A of the Act and MASS. GEN. Laws ch. 30A, wherein the Division has the authority to conduct an adjudicatory proceeding to enforce the provisions of the Act and all regulations and rules promulgated thereunder.

3. This proceeding is brought in accordance with §§ 101, 201, 301 and 407A of the Act and its Regulations. Specifically, the acts and practices constituting violations originated from and/or occurred within the Commonwealth of Massachusetts.

4. The Division specifically reserves the right to amend this Complaint and/or bring additional administrative complaints to reflect information developed during the current and ongoing investigation.

#### **IV. RELEVANT TIME PERIOD**

5. Except as otherwise expressly stated, the conduct described herein occurred during the period from November 1, 2013 up to and including the present.

#### **V. RESPONDENTS**

6. Wings Network, WingsNetwork, Wingsnetwork.com, and Wingsnetworkglobal.com (Collectively "Wings Network") are multilevel marketing business names and websites created and paid for by Respondent Sergio Tanaka.

7. Tropikgadget refers to. Tropikgadget FZE and Tropikgadget Unipessoal LDA located at P.O. Box 53855, Office no. E-12F-37, Hamriyah Free Zone, Sharjah, United Arab Emirates and with an additional location in Morada Caminho Do Engenho Velho 24, Madeira Portugal.

Tropikgadgent also maintains administrative headquarters at Avenida D. Joao II 1.06.258 lot, building Red Sea - 1st Floor B, 1990-095 Lisbon, Portugal. Tropikgadget holds rights to Wings Network marketing and brand services and operates through Wings Network. Sergio Tanaka and Josefar de Sousa Silva are listed as the founders of Tropikgadget. Narendrakumar Mansukhlal Modha is listed as the owner of Tropikgadget FZE.

8. Success Wealth 101 Inc. was incorporated in Massachusetts on December 5, 2013 and is located at 119 Prospect Street, Marlborough, Massachusetts 01752. Respondent Geovani Bento is listed as the President, Treasurer, Secretary, and Director.
9. Grupo Internacional refers to Eagle Tearri and Grupo Aguiar and all three are doing business as names for the WingsNetwork business of Respondent Vinicius Aguiar located at 200 E. Main Street, Suite 14, Marlborough, Massachusetts 01752.
10. Sergio Tanaka ("Tanaka") is an individual with United States addresses in Sunny Isles Florida and Davie Florida. Under the umbrella of SAWA BONA, he purportedly owns fourteen companies: Seta Points, Aikon LLC, Wings Network, Sawabona Resources Mining, 7 Payment Processor, Louvre ECO, Coaching Club, Seta Global Sports, Teleactiva Portugal, Real Emperor, Data Center, Inst. Investigacao Sawabona, RHMTEC MMN and TNK Comunicacao. Tanaka is also one of the founders of Tropikgadget that operates its business through Wings Network and associated individuals and business entities. In the United States, Tanaka is also listed as a corporate officer of the PDT 5204 LLC, a limited liability company organized in Florida on September 6, 2013 with a location at 21301 Powerline Road, Ste. 207, Boca Raton, Florida 33433. Tanaka is also listed as a corporate officer of Echo 406 LLC, a limited liability company organized in Florida on October 10, 2013 with a location at 21301 Powerline Road, Ste. 207, Boca Raton, Florida 33433. Tanaka is also listed as a corporate officer of Aikon LLC, a limited liability company organized in Florida on October 25, 2013 with a location at 21301 Powerline Road, Ste. 207, Boca Raton, Florida 33433.
11. Vinicius Aguiar ("Aguiar") is an individual with a business address at 223 Main Street, Marlborough, Massachusetts 01752; 200 E. Main Street, Suite 14, Marlborough, Massachusetts 01752 and 14 Hudson Street, Marlborough, Massachusetts 01752. He also has a residential

address in Marlborough, Massachusetts. According to the corporations records of the Massachusetts Secretary of State, Respondent Vinicius Aguiar operates a company called BRAZUSA Communication Company from July 25, 2009 through April 24, 2014. He also uses the names Eagle Team, Grupo Aguiar and Grupo Internacional to conduct transactions in the Wings Network multilevel marketing scheme. Respondent Aguiar and his wife, Thais Aguiar, are listed as Directors of Wings Network in the February 2014 Wings Network magazine called "Connect."

12.s Geovani Bento is a Massachusetts resident who has addresses located in Auburn, Massachusetts and Marlborough, Massachusetts. Respondent Geovani Bento is a Brazilian national and according to his sworn testimony is not permitted to work in the United States.

13.s Priscila Bento is a Massachusetts resident who has addresses in Auburn, Massachusetts and Marlborough, Massachusetts. Respondent Priscila Bento is a Brazilian national and according to her sworn testimony is permitted to work in the United States.

#### **RELATED PARTY**

14.s Carlos Luis da Silveira Barbosa ("Barbosa") is an individual residing in Portugal. He is listed on the Wings Network website as the CEO of Wings Network and is listed as a member of the Economists Order of Portugal with twenty years of experience in the market (market is not defined in any Wings Network materials). Barbosa was videotaped in April 2014 giving a Wings Network presentation in Boston to over nine hundred and sixty (960) Massachusetts Investors.

## **VII. FACTUAL ALLEGATIONS**

1. Respondent Tanaka claims to be the owner of Tropikgadget and Wings Network. Respondent Tanaka also claims to be the owner of SA WABONA, an umbrella organization that includes Wings Network and Tropikgadget.
2. Related party Barbosa is the CEO of Wings Network according to the Wings Network website and online presentations.
3. Respondent Tropikgadget operates its business through Wings Network and associated individuals and business entities. According to the Wings Network website, Tropikgadget has its administrative headquarters in Madeira Island, Portugal and its tax headquarters in Dubai, UAE.
4. The business license of Tropikgadget was reported as revoked in Madeira, Portugal on April 29, 2014.
5. The Wings Network website states that Tropikgadget "holds marketing rights to the product and brand services of the trademark Wings Network" and that Tropikgadget "operates, through Wings Network, with digital products and services."
6. Respondents Geovani and Priscila Bento are promoters and presenters of Wings Network operating in Massachusetts. Respondents Geovani and Priscila Bento operate through Respondent Success Wealth 101, Inc., a Massachusetts corporation.
7. Respondent Aguiar is also a promoter and presenter of Wings Network operating in Massachusetts. Respondent Aguiar operates through the doing business as names of Grupo Internacional and Eagle Team and Grupo Aguiar.
8. According to the February 2014 "Connect" magazine, Vinicius Aguiar and his wife, Thais Aguiar, have attained the Wings Network compensation level of "Director."

9. On information and belief, at least eight thousand nine hundred fourteen (8,914) Massachusetts investors have joined Wings Network.
10. Massachusetts residents were specifically targeted through a Wings Network event held in Boston on or about April 5, 2014. According to the Wings Network “Connect” magazine, 960 people attended the event which was organized by Respondent Aguiar. Related party Barbosa and Respondent Tanaka also attended the event.

**A. Solicitation of Investors**

***1. Introduction to the Wings Network Pyramid Scheme***

- B. Wings Network claims to sell mobile and Online platforms that allow subscribers to purchase movies, apps, games, and e-books.
12. Certain Wings Network materials and presentations also state that Wings Network investors make money through royalties on every downloaded movie, e-book, app, or game.
13. Nowhere on its websites, marketing materials or presentations does Wings Network explain how it obtains royalties on electronic content.
14. Upon information and belief, Wings Network does not own the rights to sell the electronic content that it claims to sell.
15. The products that Wings Network sells are described vaguely as “unique highly consumable in demand products.” However, movies, e-books, apps, and games are easily downloaded every day by consumers without using Wings Network products or services.
16. The cost of products or services cannot be found in any Wings Network materials, advertisements or presentations.
17. Because it is not necessary to sell the product in order to make money through Wings Network, participants are advised not to concern themselves with product sales, but to

immediately start making money by purchasing the Elite package which pays their way into the "Consultant" level of the compensation plan. From there, Massachusetts investors were told that even more money could be made by recruiting new participants and inducing them to purchase Wings Network starter packages.

19. Many Massachusetts investors were introduced to Wings Network through Respondents Geovani and Priscila Bento. Throughout February, March and April of 2014, Respondents Geovani and Priscila Bento made Wings Network presentations at a Somerville hotel.

20. Rental of the meeting rooms for Wings Network presentations at the Somerville, Massachusetts hotel were paid for by Respondents Geovani and Priscila Bento, Vinicius Aguiar and other Wings Network promoters.

21. In addition, Respondents Geovani and Priscila Bento also went door-to-door in Spanish and Portuguese-speaking communities in the Boston area to induce Massachusetts residents to join Wings Network through the purchase of starter packages.

22. Respondents Geovani and Priscila Bento would also make informal group presentations held at the houses of new participants to recruit investors to purchase Wings Network starter packages'.

23. In addition, some Massachusetts investors also logged onto the web to view Wings Network webinars and online presentations offered by Respondents Geovani and Priscila Bento prior to purchasing starter packages.

24. Respondents Geovani and Priscila Bento initially required the participant to complete a "Pre-Registration" form and pay for his or her starter package. Almost all Massachusetts investors purchased the Elite package.

25. Massachusetts investors paid by cash, check or wire transfer to bank accounts controlled by Respondents Geovani and Priscila Bento.
26. Once an investor paid to join Wings Network, usually at the Elite level, the investor received access to the “Back Office“ area of the Wings Network website.
27. Through the Back Office, the investor could view the number of points in his or her account and through the Recruiter portion track the number of people that he or she sponsored and make sure that the points had been correctly awarded.
28. These points translate directly to dollars: 1 point equals \$1.00.
29. New participants are required to give the name of their sponsor prior to logging in for the first time.
30. In order to be paid, Massachusetts investors were required to transfer their points to Respondent Priscila Bento’s Wings Network account. After she received these points, she paid the investor either with a check or in cash.
31. However, in all payouts involving Massachusetts investors, the money paid to investors was less than the points transferred and substantially less than the amount guaranteed (\$750.00 per month) before becoming an investor.

## **2. *Recruitment of New Participants***

32. A review of the sales materials, websites and presentations reveals that the actual cost of the product is not provided.
33. The sales materials, websites and presentations describe the market for the products and make vague statements about the retail product and services, but most of the materials focus on the recruitment of additional participants.

34.e The Wings Network website states, “[t]he way to do the business is run through Independent Associates. It is important to understand that your success and the success of your fellow Associates depend on the integrity of the people who **market** our Products and Services.” e (sic). (emphasis added). e

35.e Massachusetts investors believed that recruitment of additional Elite package purchaserse was how they could make money and none of the known Massachusetts investors expected any e income from product sales. e

.e Materials Provided by Respondents Geovani and Priscila Bentoe

36.e The “Overview of the Wings Network” section of the marketing materials provided to Massachusetts investors states: e

The markets we participate in e

- e Mobile apps & application developmente
- e Streaming video & online gaminge
- e Cloud data storage contractse
- e Personal Web development eolse
- e Small business web development toolse
- e Business recruiting and marketing eolse

37.e The “Recruiting” handout provided to Massachusetts investors explains in detail how eoe find recruits, provides some sales scripts, and provides advice on how to interest the new recruit. e For example, the recruiting handoute states that participants should base their Wings Network e introductory conversations on the following: e

A egroup of elocal ebusiness epeople ehav ebeen e ked e o eLAUNCH e e new e International Company here in the U.S. They are the top people in the edustry e and eare putting the LEADERSHIP eeam together right now. eI thought of you e immediately. e They ere eshowing a eelect group of people the business model e Thursday Night at 7-ARE YOU AVAILABLE??? e

38. In addition, two invitation scripts are provided to the participants to help with the recruiting process. eBoth of them state, “[t]he business pays us royalties on virtual products like e

online movies and gaming. The company is opening in a few weeks – so we are truly in on the ground floor.”

39. The marketing materials provided to Massachusetts investors also included a handout titled “Business Steps” that emphasize only the recruiting aspect of Wings Network. It states that once the participant purchases the Elite package and recruits six other people to invest at the Elite package level, \$550.00 will be paid out *daily* to the participant.

40. This same “Business Steps” handout provides a place to start gathering names and numbers using another handout titled “Recall Sheet.” The Recall Sheet lists two columns of types of people that the participant should contact to help generate leads. A few examples include:

- Who is dissatisfied with their job
- Who is unhappy with their income
- Who was laid off
- Who was injured at work
- Who works too hard
- Who lives in your neighborhood
- Who you met on the street
- Who has lots of friends

b. Statements Made in Presentation

41. Many of the Massachusetts investors viewed Online videos and presentations before deciding to join Wings Network.

42. Statements from online presentations include:

A true ground floor opportunity. It’s a perfect storm of leadership combining with technology and services in perfect timing.  
***The number of people you personally bring into this company is unlimited. Meaning this money is unlimited also.***  
(Emphasis added.)

This is gonna be a worldwide multilevel marketing company . . . there’s a lot of top leaders that will be joining this company and you need to lock in your position as soon as possible because this thing is gonna go haywire.

43. None of the presentations offer basic information on the product, focusing instead on the recruitment of other investors to join Wings Network.

3.n ***Minimum Recruitment Effort Required to Reap Profits***

44.n Massachusetts investors were told by Respondents Geovani and Priscila Bento that it was not necessary to sell any products to achieve guaranteed income.

45.n In addition, Respondents Geovani and Priscila Bento stated that even though each investor could recruit as many people as he or she wanted to, it was only necessary to enroll two Elite package purchasers to start making \$750.00 a month.

46.n The “Overview” of the Wings Network marketing materials states “[a]s few as two people can complete your organization!”

47.n The “Overview” of the Wings Network marketing materials further states, “Add one Elite Member per team (or a total of 500 points) and earn \$750 per month through the first year of activity.”

48.n In addition, online presentation videos emphasize that little work is necessary to immediately start making \$750.00 per month, stating:

This is an amazing opportunity where we go out and make true residual income on services people not only need but are addicted to. Imagine having one conversation with somebody, getting a customer once, ***sharing a service one time and getting paid month after month over and over again.***  
(Emphasis added.)

About the Quick Start Bonus: “I love this because it’s ***immediate income.*** . . . every independent representative that you personally bring into this opportunity, they’re gonna pay you ***bonus money.***  
(Emphasis added.)

Once the products are out and company is launched and you refer someone to just the product, you earn 50% commissions.



































