



Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission's jurisdiction over him and the subject matter of these proceedings, and the findings contained in Section III.2. below, which are admitted, Respondent consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Rule 102(e) of the Commission's Rules of Practice, Making Findings, and Imposing Remedial Sanctions ("Order"), as set forth below.

### III.

On the basis of this Order and Respondent's Offer, the Commission finds that:

1. Fuselier, age 57, resides in Brookfield, Connecticut. Since February 15, 2012, Fuselier has been the chairman, president, chief executive officer, chief financial officer, and principal accounting officer of New Leaf Brands, Inc. ("New Leaf"). From August 2, 2012 to November 18, 2016, Fuselier was the chairman, chief executive officer, and principal financial and accounting officer of Integrated Freight Corporation ("Integrated Freight").

2. On June 6, 2017, the Commission filed a complaint against Fuselier in *SEC v. David N. Fuselier, Roy W. Erwin, and Integrated Freight Corporation*, Civil Action Number 1:17-cv-04240-VM, in the United States District Court for the Southern District of New York. On November 16, 2017, the court entered an order permanently enjoining Fuselier, by consent, from future violations of Section 17(a) of the Securities Act of 1933 ("Securities Act") and Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") and Rules 10b-5, 13a-14(a), 13b2-1, and 13b2-2 thereunder; and from aiding and abetting any violation of Sections 13(a) and 13(b)(2)(A) of the Exchange Act and Rules 12b-20, 13a-1, 13a-11, and 13a-13 thereunder.

3. The Commission's complaint alleged, among other things, that Fuselier caused New Leaf and Integrated Freight to fraudulently sell non-operational subsidiaries to a third-party for the purpose of improving New Leaf's and Integrated Freight's financial statements by removing the significant liabilities associated with each of the subsidiaries. Fuselier concealed the true nature of the transactions from New Leaf's and Integrated Freight's outside auditors, which resulted in the filing of materially false and misleading reports with the Commission during the period July 2012 to April 2015.

### IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanction agreed to in Respondent Fuselier's Offer.

Accordingly, it is hereby ORDERED, effective immediately, that Fuselier is suspended from appearing or practicing before the Commission as an accountant.

By the Commission.

Brent J. Fields  
Secretary