

**STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
204 NORTH ROBINSON AVENUE, SUITE 400
OKLAHOMA CITY, OKLAHOMA 73102**



In the Matter of:

Carbon Farms and Retreat, LLC,
Kylynn Coleman Dempsey, and
Super Woman Productions, LLC,

Respondents.

ODS File No. 23-178

FINAL ORDER TO CEASE AND DESIST

The Administrator of the Oklahoma Department of Securities (“Administrator” and “Department”) issues this Final Order against Carbon Farms and Retreat, LLC, Kylynn Coleman Dempsey, and Super Woman Productions, LLC (collectively, “Respondents”), pursuant to Section 1-604 of the Oklahoma Uniform Securities Act of 2004 (“Act”), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (2025). This Final Order is issued after Respondents received notice and opportunity for hearing through personal service and service upon the Administrator but failed to respond. For purposes of this Final Order, the Administrator adopts the following Findings of Fact and Conclusions of Law.

Findings of Fact

1. Carbon Farms and Retreat, LLC (“Carbon Farms”), an Oklahoma limited liability company located in Jones, Oklahoma, is purported to be in the business of growing cannabis plants. Carbon Farms is not, and has never been, registered under the Act in any capacity.
2. Carbon Farms was organized on April 5, 2021, in Oklahoma with a listed address of 12404 East Britton Road, Jones, Oklahoma 73049. The address remains unchanged.
3. Super Woman Productions, LLC (“Super Woman Productions”), an Ohio limited liability company, located in Cleveland, Ohio, is purported to be in the business of growing cannabis plants. Super Woman Productions is not, and has never been, registered under the Act in any capacity.
4. Kylynn Coleman Dempsey (“Coleman”) is the founder and CEO of Carbon Farms and Super Woman Productions. Coleman purportedly resides in Cleveland, Ohio.
5. Coleman is not currently, nor has she ever been, registered as a broker-dealer or agent under the Act.
6. Neither the Carbon Farms limited liability company interests, nor the Super Woman Productions limited liability company interests (“Membership Interests”), have been registered

under the Act nor under federal law with the United States Securities and Exchange Commission (“SEC”) nor has a notice for exemption from registration been filed.

7. Respondents utilized Zoom meetings to facilitate the advertisement and sale of Membership Interests in Carbon Farms and Super Woman Productions. These Zoom meetings took place from December 2021 through April 2022.

8. Respondents solicited investors nationwide to purchase Membership Interests in 4 different level opportunities. Membership Interests ranged in price from \$100 to \$450,000. The investors were promised returns upwards of 300% of their initial investment. The investors have not received any return on their investment, nor a repayment of the principal amount of their initial investment(s).

9. Respondents failed to produce cannabis plants on the purported farm located in Jones, Oklahoma.

10. The Department has attempted to serve Coleman both at her Oklahoma address and, in conjunction with the Ohio Securities Division, at her purported address in Ohio, twice at each location, to no avail.

11. The Department issued a *Notice of Service on the Administrator and Affidavit of Compliance*; and an *Order to Cease and Desist* (“Order”) and *Notice of Opportunity for Hearing* (“Notice”) on December 31, 2024, addressed to Carbon Farms, Coleman, and Super Woman Productions at the purported addresses in Oklahoma and Ohio.

12. Pursuant to Section 1-604, since Respondents have not requested a hearing within thirty (30) days after the date of service of the Order and Notice and none is ordered by the Administrator, the Order becomes final by operation of law.

To the extent any of these Findings of Fact are more properly characterized as Conclusions of Law, they should be so considered.

Conclusions of Law

1. The Membership Interests are securities as defined by Section 1-102 of the Act.
2. Respondents offered and/or sold unregistered securities in the state of Oklahoma, in violation of Section 1-301 of the Act.
3. Coleman transacted business as an agent in this state on behalf of Carbon Farms and Super Woman Productions without the benefit of registration under the Act, in violation of Section 1-402 of the Act.
4. Carbon Farms associated with an unregistered agent who transacted business in this state on its behalf, in violation of Section 1-402 of the Act.

5. Super Woman Productions associated with an unregistered agent who transacted business in this state on its behalf, in violation of Section 1-402 of the Act.

6. Respondents made untrue statements of material facts and/or omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, in connection with the offer and/or sale of securities, in violation of Section 1-501 of the Act.

7. The Order is final by operation of law.

8. It is in the public interest for the Administrator to issue this Final Order.

To the extent that any of these Conclusions of Law are more properly characterized as Findings of Fact, they should be so considered.

Final Order

IT IS HEREBY ORDERED (1) that Respondents cease and desist offering and/or selling unregistered securities and making untrue statements of material fact and/or omitting material facts in connection with the offer and/or sale of securities; (2) that Coleman cease and desist transacting business in the state without registration as an agent; (3) that Carbon Farms cease and desist associating with unregistered agents who transact business in this state on its behalf; and (4) that Super Woman Productions cease and desist associating with unregistered agents who transact business in this state on its behalf.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 18th day of March 2025.

(SEAL)



MELANIE HALL, ADMINISTRATOR OF THE
OKLAHOMA DEPARTMENT OF SECURITIES



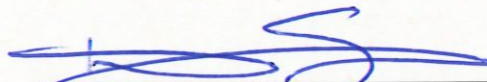
CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 18th day of March 2025, a true and correct copy of the above and foregoing *Final Order to Cease and Desist* was mailed, by certified mail, return receipt requested, delivery restricted, with postage prepaid thereon, addressed to:

Carbon Farms and Retreat, LLC
Kylynn Coleman Dempsey
Super Woman Productions, LLC
2049 East 8th Street
Cleveland, OH 44115

Carbon Farms and Retreat, LLC
Kylynn Coleman Dempsey
Super Woman Productions, LLC
12404 E. Britton Road
Jones, OK 73049

Kylynn Coleman Dempsey
916 Eddy Drive
Cleveland, OH 44108



Michelle Statham, Paralegal

OKLAHOMA DEPARTMENT OF SECURITIES
204 North Robinson, Suite 400
Oklahoma City, Oklahoma 73102

Return Receipt
Requested



7016 0750 0000 3561 2955

RESTRICTED DELIVERY

Kylynn Coleman Dempsey
916 Eddy Drive
Cleveland, OH 44108

Kylynn Coleman Dempsey
916 Eddy Drive
Cleveland, OH 44108

23-178

OKLAHOMA DEPARTMENT OF SECURITIES
204 North Robinson, Suite 400
Oklahoma City, Oklahoma 73102

Return Receipt
Requested



7016 0750 0000 3561 2955

RESTRICTED DELIVERY

Kylynn Coleman Dempsey
916 Eddy Drive
Cleveland, OH 44108

CERTIFIED MAIL



7016 0750 0000 3561 2931

RESTRICTED DELIVERY

Carbon Farms and Retreat, LLC
Kylynn Coleman Dempsey
12404 E. Britton Road
Jones, OK 73049

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FIRST-CLASS MAIL
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\$017.54⁹
03/18/2025 ZIP 73102
043M31248827
US POSTAGE

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US POSTAGE

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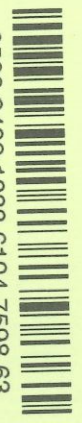
FO 23-178 Amc

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

Kylynn Coleman Dempsey
 916 Eddy Drive
 Cleveland, OH 44108

RESTRICTED DELIVERY



9590 9402 1833 6104 7598 63

2. Article Number (Transfer from service label)
7016 0750 0000 3561 2955

PS Form 3811, July 2015 PSN 7530-02-000-9053

COMPLETE THIS SECTION ON DELIVERY

A. Signature Agent
 Addressee

B. Received by (Printed Name) C. Date of Delivery

D. Is delivery address different from item 1? Yes
 If YES, enter delivery address below: No

3. Service Type

Adult Signature Priority Mail Express®
 Adult Signature Restricted Delivery Registered Mail™
 Adult Signature Restricted Delivery Registered Mail Restricted Delivery
 Certified Mail® Return Receipt for Merchandise
 Certified Mail Restricted Delivery Signature Confirmation™
 Collect on Delivery Restricted Delivery Signature Confirmation Restricted Delivery

Mail Restricted Delivery Domestic Return Receipt

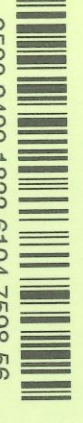
FO 23-178 Amc

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

Carbon Farms and Retreat, LLC
 Kylynn Coleman Dempsey
 12404 E. Britton Road

RESTRICTED DELIVERY



9590 9402 1833 6104 7598 56

2. Article Number (Transfer from service label)
7016 0750 0000 3561 2931

PS Form 3811, July 2015 PSN 7530-02-000-9053

COMPLETE THIS SECTION ON DELIVERY

A. Signature Agent
 Addressee

B. Received by (Printed Name) C. Date of Delivery

D. Is delivery address different from item 1? Yes
 If YES, enter delivery address below: No

3. Service Type

Adult Signature Priority Mail Express®
 Adult Signature Restricted Delivery Registered Mail™
 Adult Signature Restricted Delivery Registered Mail Restricted Delivery
 Certified Mail® Return Receipt for Merchandise
 Certified Mail Restricted Delivery Signature Confirmation™
 Collect on Delivery Restricted Delivery Signature Confirmation Restricted Delivery

Mail Restricted Delivery Domestic Return Receipt

COMPLETE THIS SECTION ON DELIVERY

A. Signature Agent
 Addressee

B. Received by (Printed Name) C. Date of Delivery

D. Is delivery address different from item 1? Yes
 If YES, enter delivery address below: No

3. Service Type

Adult Signature Priority Mail Express®
 Adult Signature Restricted Delivery Registered Mail™
 Adult Signature Restricted Delivery Registered Mail Restricted Delivery
 Certified Mail® Return Receipt for Merchandise
 Certified Mail Restricted Delivery Signature Confirmation™
 Collect on Delivery Restricted Delivery Signature Confirmation Restricted Delivery

Mail Restricted Delivery Domestic Return Receipt

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OKLAHOMA DEPARTMENT OF SECURITIES
204 North Robinson, Suite 400
Oklahoma City, Oklahoma 73102

Return Receipt
Requested



RESTRICTED DELIVERY

Carbon Farms and Retreat, LLC
Kylynn Coleman Dempsey
12404 E. Britton Road
Jones, OK 73102

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US POSTAGE

OKLAHOMA DEPARTMENT OF SECURITIES
204 North Robinson, Suite 400
Oklahoma City, Oklahoma 73102

CERTIFIED MAIL



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03/18/2025 ZIP 73102
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US POSTAGE

Return Receipt
Requested

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OF SECURITIES

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23-178

RESTRICTED DELIVERY

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Kylean Coleman Dempsy
916 Eddy Drive
Cleveland, OH 44108

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73102-0000

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UNABLE TO FORWARD
BC: 73102660000 45657-66576-18-44

OKLAHOMA DEPARTMENT OF SECURITIES
204 North Robinson, Suite 400
Oklahoma City, Oklahoma 73102

CERTIFIED MAIL



7016 0750 0000 3561 2924

RESTRICTED DELIVERY

Carbon Farms and Retreat, LLC
Kylynn Coleman Dempsey
2049 East 8th Street
Cleveland, OH 44115



quodient
FIRST-CLASS MAIL
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\$017.54⁹
03/18/2025 ZIP 73102
043M31248927

US POSTAGE

Return Receipt
Requested

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SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

Carbon Farms and Retreat, LLC
 Kylynn Coleman Dempsey
 2049 East 8th Street
 Cleveland, OH 44115

RESTRICTED DELIVERY



9590 9402 1833 6104 7598 49

2 Article Number (Maximum 13 digits)

7016 0750 0000 3561 2924

PS Form 3811, July 2015 PSN 7530-02-000-9053

COMPLETE THIS SECTION ON DELIVERY

A. Signature Agent

X Addressee

B. Received by (Printed Name) C. Date of Delivery

D. Is delivery address different from item 1? Yes No
 If YES, enter delivery address below:

3. Service Type

Adult Signature Priority Mail Express®

Adult Signature Restricted Delivery Registered Mail™

Certified Mail® Registered Mail Restricted Delivery

Certified Mail Restricted Delivery Return Receipt for Merchandise

Collect on Delivery Restricted Delivery Signature Confirmation™

In Delivery Restricted Delivery Signature Confirmation Restricted Delivery

Mail Mail Restricted Delivery

(over \$500)

Domestic Return Receipt

03-178