Case No. 2024-C-052905
Digital Media Solutions, LLC

STATE OF NEW YORK
DEPARTMENT OF STATE

| | |
|---|---|
| In the Matter of the Alleged Violations of the Do Not Call Registry | **CONSENT ORDER** 2024-C-052905 |

-by-

All Controlling Persons of Digital Media Solutions, LLC

1. The Department of State (the "Department") is an executive agency of the State of New York charged with enforcement of § 399-z of the General Business Law.

2. The Department initiated an investigation of Digital Media Solutions, LLC, and any persons with direct control or supervision over Digital Media Solutions, LLC, based on complaints received by the Department alleging violations of New York State General Business Law § 399-z and 19 New York Codes, Rules and Regulations (NYCRR), Part 220 including, but not limited to, unsolicited telemarketing sales calls having being made caused to be made to customers when said customer's telephone numbers were on the national do-not-call registry, established by the Federal Trade Commission, for a period of thirty-one (31) days prior to the date each call was made.

3. Following the initiation of the investigation, Digital Media Solutions, Inc. and its subsidiaries filed for Chapter 11 bankruptcy in the Southern District of Texas (Case Number: 9-24-bk-90468). Subsequently, the investigation proceeded against all persons the Department identified as having direct control or supervision, as defined in General Business Law §§ 399-z(g) and (h), over the conduct of the telemarketing company, Digital Media Solutions, LLC, including but not limited to certain officers, directors, members, managers, and principals (hereafter referred to as the "Individual Respondents").

4. The Individual Respondents have asserted that Digital Media Solutions, Inc. and all of its subsidiaries, including Digital Media Solutions, LLC, are currently in the process of restructuring under the supervision of the United States Bankruptcy Court.

5. This agreement is entered into prior to any determination having being made as to the culpability or liability of any of the individuals identified by the Department as bearing responsibility for alleged violations of New York State General Business Law § 399-z and 19 New York Codes, Rules and Regulations (NYCRR), Part 220 arising from telemarketing sales calls made to New York residents by or on behalf of Digital Media Solutions, LLC.

6. By executing this Consent Order and consenting to its entry, the parties acknowledge that this agreement represents a conclusion of the Department's enforcement proceeding with respect to the Individual Respondents only, and that the parties are waiving the right to a hearing in the manner provided by law, all post-hearing procedures, and judicial review by any court.

7. Because of the unique circumstances of this matter, the parties have agreed that in lieu of conducting such proceedings, the Individual Respondents shall return the fully executed and notarized consent order along with a civil penalty of **$300,000.00**, which shall constitute payment in full with respect to resolution of the investigation of the Individual Respondents only, **on or before July 18, 2025**, unless agreed otherwise in writing by the parties to this Consent Order

***NOW***, in consideration of the above, the parties consent to entry of an **ORDER** with the following terms and conditions:

TC1. The undersigned authorized representative of the Individual Respondents shall return the fully executed and notarized Consent Order so that it is received by the Department as required by paragraph eight (8) of this Consent Order. The mailing address to send the executed document is: NYS Department of State, Division of Consumer Protection, Attn: Katie Sherwin, Division Director, One Commerce Plaza, 99 Washington Avenue, Suite 500, Albany, NY 12231.

TC2. A civil penalty in the amount of **three-hundred thousand dollars ($300,000.00)** shall be paid to **"NYS Department of State"** and delivered contemporaneously with execution of this Consent Order.

TC3. The Consent Order herein expressly depends upon representations made by the Individual Respondents both oral and written, formal or informal which relate to the subject matter of the Consent Order, as well as the accuracy, truthfulness and completeness of all such representations to the Department. If any such representation is determined to be limited, inaccurate or untruthful, the Department shall not be bound by the terms herein and shall initiate any lawfully authorized action against the Individual Respondents.

TC4. The effective date of this Order shall be the date on which the Secretary of State or their designee signs the same. The Department will provide the undersigned authorized representative of the Individual Respondents with a fully executed copy of this Order as soon as practicable after the Secretary of State or their designee signs the same.

TC5. The failure of the Individual Respondents to comply fully and in timely fashion with any provision of this Order shall constitute a default and a failure to perform an obligation under this Order. Such default shall result in a referral to the Office of Attorney General for collection of the full civil penalty for each identified violation as identified in New York General Business Law §399-z(14)(a) and pursuant to New York Executive Law §63. Respondents hereby acknowledge that under such scenario, the civil penalty would be owed by reason of Respondents' violations of, *inter alia*, New York General Business Law §399-z and the regulations promulgated thereunder in the event that such violation has been established by either the Department or the Office of Attorney General under the procedures established by law for such determination.

TC6. This Order constitutes the entire agreement of the parties, and no provision of the agreement shall be deemed waived or otherwise modified except as is specifically set forth in a writing executed by the Secretary of State or their designee indicating an intent to modify this Order.

TC7. Nothing contained in this Order shall be construed as barring, diminishing, adjudicating or in any way affecting: (1) any legal, administrative or equitable rights or claims, actions, suits, causes of action or demand whatsoever that the Department may have against anyone, other than the Individual Respondents; (2) any right of the Department to enforce administratively or at law or in equity, the terms, provisions, and conditions of this Order; or (3) any right of the Department to bring any future action, either administrative or judicial, for any future violations of the applicable law, the implementing regulations or conditions contained in orders if any, issued by the Department to the Individual Respondents.

TC8. The penalty set forth in this Consent Order is neither intended to be nor shall be construed by the Individual Respondents as a benchmark for any penalty that may be imposed upon any determination of future violations of New York General Business Law § 399-z.

Case No. 2024-C-052905
Digital Media Solutions, LLC

Dated: July 10, 2025
Albany, New York

NEW YORK STATE
DEPARTMENT OF STATE

By: _____
Katie Sherwin, Director
Division of Consumer Protection

Dated: July 10, 2025
New York, New York

KLEIN MOYNIHAN TURCO LLP

By: _____
Neil E. Asnen, Authorized Representative
*Attorneys for Individual Respondents*

STATE OF

ss.:

COUNTY OF New York )

On this 10th day of July in the year 2025 before me, the undersigned, personally appeared Neil E. Asnen, Authorized Representative, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that they executed the same in their capacity and that by their signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.

_____
Notary Public

DANIELLE GILMAN
Notary Public, State of New York
No. 01GI0034070
Qualified in Nassau County
Comission Expires February 21, 2029