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**STATE OF WASHINGTON
DEPARTMENT OF FINANCIAL INSTITUTIONS
SECURITIES DIVISION**

IN THE MATTER OF DETERMINING
Whether there has been a violation of the
Franchise Investment Protection Act of
Washington by:

The Franchise Consulting Company, Inc. and
Nicholas Neonakis a.k.a. Nick Neonakis;

Respondents.

Order No. S-22-3408-24-FO01

ENTRY OF FINDINGS OF FACT AND
CONCLUSIONS OF LAW AND FINAL ORDER TO
CEASE AND DESIST AS TO THE FRANCHISE
CONSULTING COMPANY, INC. AND
NICHOLAS NEONAKIS A.K.A. NICK NEONAKIS

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THE STATE OF WASHINGTON TO: The Franchise Consulting Company, Inc. and
Nicholas Neonakis a.k.a. Nick Neonakis

On December 8, 2023, the Securities Administrator of the state of Washington issued Statement of Charges and Notice of Intent to Enter Order to Cease and Desist, Order No. S-22-3408-SC01 (“Statement of Charges”). The Statement of Charges, together with a Notice of Opportunity for Hearing (“Notice”) and an Application for Adjudicative Hearing (“Application”), were served on Respondents, The Franchise Consulting Company, Inc. and Nicholas Neonakis a.k.a. Nick Neonakis, on December 19, 2023. The Notice advised Respondents, The Franchise Consulting Company, Inc. and Nicholas Neonakis a.k.a. Nick Neonakis, that the Application must be received within twenty days from the date of service. Respondents, The Franchise Consulting Company, Inc. and Nicholas Neonakis a.k.a. Nick Neonakis, failed to request an administrative hearing within twenty days of service.

The Securities Administrator therefore adopts as final the following Findings of Fact and Conclusions of Law as set forth in the Statement of Charges and enters a final order against Respondents The Franchise Consulting Company, Inc. and Nicholas Neonakis a.k.a. Nick Neonakis to cease and desist from violations of the Franchise Investment Protection Act.

ENTRY OF FINDINGS OF FACT AND
CONCLUSIONS OF LAW AND FINAL
ORDER TO CEASE AND DESIST

DEPARTMENT OF FINANCIAL INSTITUTIONS
Securities Division
PO Box 41200
Olympia, WA 98507-1200
360-902-8760

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2 **FINDINGS OF FACT**

3 **Respondents**

4 1. The Franchise Consulting Company, Inc. is a Florida entity formed on April 11, 2016 with its
5 principal place of business in Coral Gables, Florida. It is in the business of offering consulting services to
6 franchisors and prospective franchisees.

7 2. Nicholas Neonakis a.k.a. Nick Neonakis is the founder, president and Chief Executive Officer
8 of TFCC.

9 **Nature of the Conduct**

10 3. From approximately 2016 through present, Respondents TFCC and Neonakis have offered
11 consulting services to franchisors and prospective franchisees through its website at
12 <https://www.thefranchiseconsultingcompany.com>.

13 4. On its website, TFCC offers to assist business owners the opportunity to grow their business
14 through franchising. TFCC offers prospective franchisors a free consultation and market analysis. TFCC
15 negotiates commission agreements with existing franchisors in which TFCC and its contractors will receive
16 a commission for each sale made to a franchisee that was introduced by them to the franchisor. TFCC and its
17 contractors have received in excess of \$1,000,000 in commissions paid in connection with at least nineteen
18 franchise sales in Washington.

19 5. On its website, Respondents TFCC and Neonakis solicit prospective franchisees who are
20 looking to purchase a franchise by offering them a free consultation.

21 6. TFCC works through a network of independent contractors (“contractor(s)”) who hold
22 themselves out as TFCC franchise consultants that will assist prospective franchise purchasers in evaluating
23

1 and purchasing franchise business opportunities. TFCC refers prospective franchisees to its contractors. TFCC
2 and its contractors assist prospective franchisees in assessing their capabilities and goals, pre-screen suitable
3 franchise opportunities, and assist with aspects of the sales process. TFCC and its contractors do not charge
4 the purchasers fees or commissions for these services, but rely on commissions paid by franchisors for
5 completed sales.

6 7. TFCC and Neonakis have entered into an “Independent Consultant Agreement” with its
7 contractors and TFCC and Neonakis have required contractors who reside in Washington or offer franchises
8 in Washington to be registered with the Securities Division as franchise brokers.

9 **Registration Status**

10 8. Respondents TFCC and Neonakis are not currently registered as franchise brokers in the state
11 of Washington and have not previously been so registered.

12 **CONCLUSIONS OF LAW**

13 1. The offer or sale of franchises as described above constitutes the offer or sale of a franchise
14 as defined in RCW 19.100.010(6), RCW 19.100.010(12), and RCW 19.100.010(17).

15 2. Respondents The Franchise Consulting Company, Inc. and Nicholas Neonakis a.k.a. Nick
16 Neonakis offered franchises in violation of RCW 19.100.140 because they were not registered as a franchise
17 broker with the state of Washington at the time of offers and/or sales of franchises to Washington residents.

18 Based upon the foregoing and finding it in the public interest:

19 **FINAL ORDER**

20 IT IS HEREBY ORDERED that Respondents, The Franchise Consulting Company, Inc. and Nicholas
21 Neonakis a.k.a. Nick Neonakis, and their agents and employees, shall each cease and desist from offering or
22 selling franchises in violation of RCW 19.100.140, the franchise broker registration section of the Franchise
23 Investment Protection Act of the state of Washington.

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2 **AUTHORITY AND PROCEDURE**

3 This ORDER is entered pursuant to RCW 19.100.248 and is subject to the provisions of Chapter
4 34.05 RCW. Respondents have the right to petition the superior court for judicial review of this agency action
5 under the provisions of Chapter 34.05 RCW. For the requirements for judicial review, see RCW 34.05.510
6 and sections following.

7 **WILLFUL VIOLATION OF THIS ORDER IS A CRIMINAL OFFENSE.**

8 SIGNED and ENTERED this 26th day of March, 2024.



13 /s/

14 William M. Beatty
15 Securities Administrator

16 Approved by:

17 /s/

18 Brian Guerard
19 Chief of Enforcement

Presented by:

/s/

Martin Cordell
Financial Legal Examiner

20 Reviewed by:

21 /s/

22 Huong Lam
23 Financial Legal Examiner Supervisor

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Securities Division
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