THIRD DISTRICT COURT OF APPEAL OF FLORIDA

Gordon Venters v. Paul James Holding, LLC

No. 3D25-0023 · No. 3D25-0023 · Decided March 18, 2026

SUMMARY

The Third District Court of Appeal of Florida affirmed the circuit court's judgment in favor of Paul James Holding, LLC. The court cited section 517.211(1), Florida Statutes, and precedent concerning joint and several liability and rescission or damages arising from the sale of unregistered securities.

CASE DETAILS

COURT	Third District Court of Appeal of Florida
WRITING FOR THE COURT	Before EMAS, Logue, and Gooden, JJ.
JURISDICTION	Florida Third District Court of Appeal
DECIDED	March 18, 2026
DOCKET	3D25-0023
DISPOSITION	affirmed
PROCEDURAL POSTURE	Appeal from the Circuit Court for Miami-Dade County; the Third District Court of Appeal affirmed.
PRECEDENTIAL VALUE	Published
PARTIES	Gordon Venters v. Paul James Holding, LLC

TOPICS

appellate procedure · commercial litigation · statutory interpretation · rescission · remedies

PRACTICE AREAS

securities law · commercial litigation · appellate procedure · remedies

QUESTIONS PRESENTED

1. Whether the circuit court's judgment should be affirmed in light of section 517.211(1), Florida Statutes, governing liability for sales of unregistered securities.

HOLDINGS

1. Persons making the sale of an unregistered security, and directors, officers, partners, or agents who personally participated in or aided the sale, are jointly and severally liable to the purchaser under section 517.211(1), Florida Statutes, for rescission if the purchaser still owns the security or for damages if the purchaser has sold it.

KEY QUOTATIONS

> *"Each person making the sale [of unregistered securities] and every director, officer, partner, or agent of or for the seller, if the director, officer, partner, or agent has personally participated or aided in making the sale, is jointly and severally liable to the purchaser in an action for rescission, if the purchaser still owns the security, or for damages, if the purchaser has sold the security"* (2)

> *"Failure to register [a security] results in strict liability for the recision of the transactions."* (2)

FACTUAL BACKGROUND

The opinion concerns the sale of unregistered securities and the statutory liability of persons involved in making such sales. The available opinion does not provide additional factual detail about the transactions or the parties' conduct.

PROCEDURAL HISTORY

Gordon Venters appealed a decision of the Circuit Court for Miami-Dade County. The Third District Court of Appeal issued a per curiam opinion affirming the judgment.

DISPOSITION

affirmed

CASES CITED

- Musolino v. Yeshiva Machzikei Hadas Belz, 137 F. App'x 321, 323 (11th Cir. 2005)

OPINION

PER CURIAM.

Third District Court of Appeal State of Florida Opinion filed March 18, 2026. Not final until disposition of timely filed motion for rehearing. ________________ No. 3D25-0023 Lower Tribunal No. 22-13921-CA-01 ________________ Gordon Venters, Appellant, vs. Paul James Holding, LLC, Appellee. An Appeal from the Circuit Court for Miami-Dade County, Ariana Fajardo Orshan, Judge.

Florida Litigation Group, and Inger M. Garcia (Loxahatchee), for appellant. Assouline & Berlowe, P.A., and Eric N. Assouline and Francisco J. Barreto, for appellee. Before EMAS, LOGUE, and GOODEN, JJ. PER CURIAM. Affirmed. See § 517.211(1), Fla. Stat. (providing that "[e]ach person making the sale [of unregistered securities] and every director, officer, partner, or agent of or for the seller, if the director, officer, partner, or agent has personally participated or aided in making the sale, is jointly and severally liable to the purchaser in an action for rescission, if the purchaser still owns the security, or for damages, if the purchaser has sold the security”); Musolino v. Yeshiva Machzikei Hadas Belz, 137 F. App’x 321, 323 (11th Cir.

2005) (“Failure to register [a security] results in strict liability for the recision of the transactions.” (citing § 517.211(1), Fla. Stat.)). 2