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Commissioner of Financial Protection and Innovation
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8 Attorneys for Complainant

9 BEFORE THE DEPARTMENT OF FINANCIAL PROTECTION AND INNOVATION
10 OF THE STATE OF CALIFORNIA

11 In the Matter of:

12 THE COMMISSIONER OF FINANCIAL
13 PROTECTION AND INNOVATION,

14 Complainant,

15 v.

16 SKILL SAMURAI, INC.,

17 Respondent.

STIPULATION TO CONSENT ORDER

18
19 IT IS HEREBY STIPULATED AND AGREED between SKILL SAMURAI, INC.
20 (Respondent) and the CALIFORNIA COMMISSIONER OF FINANCIAL PROTECTION AND
21 INNOVATION (Commissioner) as follows:

22 WHEREAS, on November 13, 2023, the Commissioner issued a Consent Order, including a
23 Desist and Refrain Order, an Assessment of Administrative Penalties, Rescission and Refund, Notice
24 to Consent Order, and Remedial Education, against Respondent (Order) for violations of the
25 California Franchise Investment Law (FIL).

26 WHEREAS, in 2023, Respondent paid the Assessment of Administrative Penalties in the
27 amount of \$5,000 in full to the Department of Financial Protection and Innovation (Department) as
28 set forth in the Order.

1 WHEREAS, Respondent failed to comply with the Rescission and Refund, Notice to Consent
2 Order and Remedial Education requirements in the Order because Respondent asserts that it is
3 insolvent.

4 WHEREAS, Respondent wishes to resolve all matters, pending or that relate to matters
5 previously filed with the Commissioner by Respondent, including the unfulfilled portions of the
6 Order (Rescission and Refund, Notice to Consent Order and Remedial Education), with the
7 Commissioner.

8 NOW, THEREFORE, in consideration of the foregoing, and the terms and conditions set
9 forth herein, the parties agree as follows:

- 10 1. Respondent waives all rights to any hearing of the Stipulation to Consent Order
11 (Stipulation) and waive any review by a court of law of the Stipulation.
- 12 2. Respondent acknowledges and agrees that it violated Corporations Code sections
13 31123 and 31203 of the FIL set forth in the Stipulation.
- 14 3. Respondent agrees to comply with the Desist and Refrain Order set forth in the Order
15 as follows: Pursuant to Corporations Code section 31406, Skill Samurai, Inc. is hereby ordered to
16 desist and refrain from the violations of Corporations Code sections 31123 and 31203.
- 17 4. Respondent agrees to not offer or sell franchises, or assist in the offer or sell of
18 franchises, in the state of California until December 31, 2029.
- 19 5. Respondent agrees that, if Respondent becomes solvent, Respondent shall refund all
20 monies to Skill Samauri Inc. franchisees as set forth in the Order.
- 21 6. Respondent agrees that nothing in this Stipulation shall preclude the Commissioner,
22 or her agents or employees, to the extent authorized by law, from assisting in any investigation
23 and/or action brought by any other federal, state, or local agency, or from referring the matter to any
24 of those agencies; and Respondent further agrees that this Stipulation shall not bind or otherwise
25 prevent any of those agencies from performing their duties.
- 26 7. Respondent enters into this Stipulation voluntarily and without coercion and
27 acknowledges that no promises, threats, or assurances have been made by the Commissioner or her
28 agents or employees about this Stipulation.

1 8. Respondent agrees that this Stipulation may be executed in one or more separate
2 counterparts, each of which when so executed, shall be deemed an original, and these counterparts
3 shall together constitute and be one and the same instrument.

4 9. Respondent hereby acknowledges that the Stipulation are and will be a matter of
5 public record.

6 10. Each signatory hereto covenants that he/she possesses all necessary capacity and
7 authority to sign and enter into this Stipulation and undertake the obligations set forth herein.

8
9 Dated: 9/23/2024

CLOTHILDE V. HEWLETT
Commissioner of Financial Protection and Innovation

10
11
12 By: _____

13 COLLEEN MONAHAN
14 Deputy Commissioner

15
16 Dated: 8/22/2024

SKILL SAMURAI, INC.

17
18
19 By: _____

20 JEFF HUGHES
21 Chief Executive Officer