

In the Matter of:

THE COMMISSIONER OF FINANCIAL
PROTECTION AND INNOVATION,

Complainant,
v.

Affirm Capital Corporation,
Respondent.

CONSENT ORDER

The Commissioner of Financial Protection and Innovation (Commissioner) and Affirm Capital Corp (Respondent) enter into this Consent Order.

I. RECITALS

A. The Commissioner has jurisdiction over the licensing and regulation of persons engaged in the business of finance lending and/or brokering under the California Financing Law (CFL). Cal. Fin. Code § 22000 *et seq.*

B. The CFL prohibits engaging in the business of a finance lender or broker without obtaining a license from the Commissioner. Cal. Fin. Code § 22100.

CONSENT ORDER

1 C. Respondent is a corporation organized under the laws of California with its principal
2 place of business at 675 W Ness #101, Fresno, California 93711.

3 D. The Commissioner has never previously issued a license to Respondent under the
4 CFL, but Respondent applied for a CFL license on June 26, 2023, and that application is currently
5 pending.

6 E. During the Commissioner's review of this application, counsel for Respondent
7 provided information to the Commissioner showing that Respondent brokered loans without a
8 license beginning on July 7, 2023, in violation of Financial Code section 22100, subdivision (a).

9 F. Respondent admits to the jurisdiction of the Commissioner and agrees to enter this
10 Consent Order to resolve this matter without the necessity of a hearing or litigation.

11 NOW THEREFORE, in consideration of the foregoing, and the terms and conditions set
12 forth herein, the Parties agree as follows:

13 **II. TERMS AND CONDITIONS**

14 1. Purpose. This Consent Order resolves the issues before the Commissioner, set forth
15 above, in a manner that avoids the expense of a hearing and other possible court proceedings,
16 protects consumers, is in the public interest, and is consistent with the purposes, policies, and
17 provisions of the CFL.

18 2. Finality of Consent Order. Respondent agrees to comply with this Consent Order and
19 stipulates this Consent Order is hereby deemed final.

20 3. Administrative Penalty. Respondents shall pay a penalty of \$5,000 (Penalty) for the
21 violations recited herein due and payable concurrent with the Respondent's execution of this
22 Consent Order. Penalty should be made payable to the Commissioner in the form of a cashier's
23 check or Automated Clearing House deposit and transmitted to the attention of Accounting –
24 Enforcement Division, Department of Financial Protection & Innovation, 651 Bannon Street, Suite
25 300, Sacramento, CA 95811. Notice of such payment shall promptly be sent to the attention of
26 Cameron Kim, Counsel, at Cameron.kim@dfpi.ca.gov. The Commissioner acknowledges receipt of
27 payment of the Penalty and from Respondents before or contemporaneous with the Commissioner's
28 execution of this Consent Order.

1 4. Desist and Refrain Order. Pursuant to Financial Code section 22707.5, Respondent
2 hereby agrees to desist and refrain from violating the CFL, including without limitation Financial
3 Code section 22100.

4 5. Review of CFL License Application. As of the Effective Date of this Consent
5 Order, the Commissioner shall proceed with its review of Respondent's CFL license application.
6 The issuance of a lending license does not mean the Commissioner has concluded that
7 Respondent's prior activities or products subject to the CFL, or the prior activities or products
8 subject to the CFL of an affiliate of Respondent, complied with the CFL or any other provision of
9 law in connection therewith. In consideration for Respondent's agreement to the terms of this
10 Consent Order, the Department will timely review and consider any future or pending application
11 and this Consent Order will not be the sole basis of any action to deny such application.

12 6. Waiver of Hearing Rights. Respondents acknowledge that the Commissioner is
13 ready, willing, and able to proceed with the filing of an administrative enforcement action on the
14 charges contained in this Consent Order. Respondents hereby waive the right to any hearings, and to
15 any reconsideration, appeal, or other right to review which may be afforded pursuant to the CFL, the
16 California Administrative Procedure Act, the California Code of Civil Procedure, or any other
17 provision of law. Respondents further expressly waive any requirement for the filing of an action
18 pursuant to California Government Code Section 11415.60(b). By waiving such rights, Respondents
19 effectively consent to this Consent Order and all the terms become final.

20 7. Failure to Comply with Consent Order. Respondents agree that if they fail to meet
21 any requirement of this Consent Order, the Commissioner may invoke all available remedies under
22 the CFL. Respondents hereby waive any notice and hearing rights to contest the immediate
23 revocation which may be afforded under the CFL, the California Administrative Procedure Act, the
24 California Code of Civil Procedure, or any other provision of law in connection therewith.

25 8. Information Willfully Withheld or Misrepresented. Notwithstanding paragraph 13
26 below, the Commissioner may revoke this Consent Order and may pursue any and all remedies
27 available under law against Respondents if the Commissioner discovers that Respondents knowingly
28 or willfully withheld or misrepresented material information.

1 9. Future Actions by Commissioner. If Respondents fail to comply with any terms of
2 this Consent Order, the Commissioner may institute proceedings for any and all violations otherwise
3 resolved under this Consent Order. The Commissioner reserves the right to bring any future actions
4 against Respondents, for any and all unknown violations of the CFL or any other law under the
5 Commissioner's jurisdiction.

6 10. Assisting Other Agencies. Nothing in this Consent Order limits the Commissioner's
7 ability to assist any other government agency (whether city, county, state, or federal) with any
8 administrative, civil or criminal action brought by that agency against Respondents or any other
9 person based upon any of the activities alleged in this matter or otherwise.

10 11. Headings. The headings to the paragraphs of this Consent Order are inserted for
11 convenience only and will not be deemed a part hereof or affect the construction or interpretation of
12 the provisions hereof.

13 12. Binding. This Consent Order is binding on all heirs, assigns, and/or successors in
14 interest.

15 13. Reliance. Each of the parties represents, warrants, and agrees that in executing this
16 Consent Order it has relied solely on the statements set forth herein and the advice of its own
17 counsel, if represented. Each of the parties further represents, warrants, and agrees that in executing
18 this Consent Order it has placed no reliance on any statement, representation, or promise of any
19 other party, or any other person or entity not expressly set forth herein, or upon the failure of any
20 party or any other person or entity to make any statement, representation or disclosure of anything
21 whatsoever. The parties have included this clause: (1) to preclude any claim that any party was in
22 any way fraudulently induced to execute this Consent Order; and (2) to preclude the introduction of
23 parol evidence to vary, interpret, supplement, or contradict the terms of this Consent Order.

24 14. Waiver, Amendments, and Modifications. No waiver, amendment, or modification of
25 this Consent Order will be valid or binding unless it is in writing and signed by each of the Parties.
26 The waiver of any provision of this Consent Order will not be deemed a waiver of any other
27 provision. No waiver by either party of any breach of, or of compliance with, any condition or
28 provision of this Consent Order by the other party will be considered a waiver of any other condition

1 or provision or of the same condition or provision at another time.

2 15. Full Integration. This Consent Order is the final written expression and the complete
3 and exclusive statement of all the agreements, conditions, promises, representations, and covenant
4 between the Parties with respect to the subject matter hereof, and supersedes all prior or
5 contemporaneous agreements, negotiations, representations, understandings, and discussions
6 between and among the Parties, their respective representatives, and any other person or entity with
7 respect to the subject matter covered hereby.

8 16. Governing Law. This Consent Order will be governed by and construed in
9 accordance with California law. Each of the Parties consents to the jurisdiction of such court, and
10 hereby irrevocably waives, to the fullest extent permitted by law, the defense of an inconvenient
11 forum to the maintenance of such action or proceeding in such court.

12 17. Counterparts. This Consent Order may be executed in one or more separate
13 counterparts, each of which when so executed, shall be deemed an original. Such counterparts shall
14 together constitute a single document.

15 18. Effect Upon Future Proceedings. If Respondent is the subject of any future action by
16 the Commissioner to enforce this Consent Order, then the subject matter hereof may be used to
17 enforce the Consent Order.

18 19. Voluntary Agreement. Respondents enter into this Consent Order voluntarily and
19 without coercion and acknowledge that no promises, threats or assurances have been made by the
20 Commissioner or any officer, or agent thereof, about this Consent Order. The Parties each represent
21 and acknowledge that he, she or it is executing this Consent Order completely voluntarily and
22 without any duress or undue influence of any kind from any source.

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20. Notice. Any notice required under this Consent Order shall be provided to each party at the following addresses:

To Respondents: Albert Gonzalez
675 W Nees #101
Fresno, CA 93711
al@affirmcapitalca.com

To the Commissioner: Cameron Kim, Counsel
Department of Financial Protection and Innovation
320 West 4th Street, Suite 750
Los Angeles, California 90013
Cameron.kim@dfpi.ca.gov

21. Signatures. A fax or electronic signature shall be deemed the same as an original signature.

22. Public Record. Respondent hereby acknowledges that this Consent Order is and will be a matter of public record.

23. Effective Date. This Consent Order shall become final and effective when signed by all Parties and delivered by the Commissioner’s agent via e-mail to Respondent at the following email address: al@affirmcapitalca.com

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24. Authority to Sign. Each signatory hereto covenants that he, she, or they possess all necessary capacity and authority to sign and enter into this Consent Order and undertake the obligations set forth herein.

IN WITNESS WHEREOF, the Parties hereto have approved and executed this Consent Order on the dates set forth opposite their respective signatures.

Dated: June 25, 2025

KHALIL MOHSENI
Commissioner of Financial Protection and Innovation



By _____
MARY ANN SMITH
Deputy Commissioner
Enforcement Division

Dated: June 25, 2025

By _____
Name: Albert Gonzalez
Title: CEO
Affirm Capital Corp