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STATE OF CALIFORNIA
BUSINESS, TRANSPORTATION AND HOUSING AGENCY
DEPARTMENT OF CORPORATIONS

TO: Caesar A. Guyot III
5 Saddleridge
Aliso Viejo, California 92656

DESIST AND REFRAIN ORDER
(For violations of section 25110, 25210 and 25401 of the Corporations Code)

The California Corporations Commissioner finds that:

1. At all relevant times, Caesar A. Guyot III (hereinafter, "Guyot") was a resident of the State of California, holding himself out as a mortgage lender and real estate salesperson, and as an investor in the Brixon Group Ltd. (hereinafter "Brixon"), a business entity, the exact nature of which is unknown at this time.
2. Beginning in or about November 2001, Guyot offered or sold securities in the State of California in the form of investment contracts representing interests in a "Proprietary Private Placement Investment" through a "Capital Private Placement Agreement" with Brixon.
3. Between November 2001 and August 2002, Guyot offered or sold investment contracts representing interests in the "Proprietary Private Placement Investment" in the amount of \$15,000 to at least one investor, and in the amount of \$30,000 to at least one other investor.
4. The purported purpose of the offering was to raise funds to buy and sell banknotes and world market currency.

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2 5. These securities were offered or sold in this State in issuer transactions. The Department of
3 Corporations has not issued a permit or other form of qualification authorizing any person to offer
4 and sell these securities in this State.

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6 6. Guyot did not have a valid broker-dealer certificate issued by the Department of Corporations
7 or the U.S. Securities and Exchange Commission (SEC) at any time.

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9 7. In connection with these offers and sales, Guyot represented to investors that:

10 a. The term of the Brixon investment contract was one year, and upon the expiration of the
11 contract the original principal would be returned to the investor or could be reinvested.

12 b. Brixon had been successfully operating for over five years and had never missed a
13 payment to investors.

14 c. The Brixon investment was exempt from the U.S. Securities Act of 1933.

15 d. The Brixon investment was secured.

16 e. Investors in Brixon would receive a four percent per month return on their investment.

17 f. Investors in Brixon would double, or almost double, their principal.

18 g. Investors in Brixon would receive their first payment approximately four to six weeks
19 from the date of the investment.

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21 Based upon the foregoing findings, the California Corporations Commissioner is of the
22 opinion that the investment contracts representing an interest in the "Proprietary Private Placement
23 Investment" through the "Capital Private Placement Agreement" with Brixon are securities subject to
24 qualification under the California Corporate Securities Law of 1968 and are being or have been
25 offered or sold without being qualified in violation of Corporations Code section 25110. Pursuant to
26 section 25532 of the Corporate Securities Law of 1968, Caesar A. Guyot III is hereby ordered to
27 desist and refrain from the further offer or sale of securities in the State of California, including but
28 not limited to, investment contracts, unless and until qualification has been made under the law.

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In addition, based upon the foregoing, the California Corporations Commissioner is of the opinion that Caesar A. Guyot III has effected transactions in securities as a broker-dealer without having first applied for and secured from the Commissioner a certificate authorizing him to act in that capacity, in violation of section 25210 of the Corporate Securities Law of 1968. Pursuant to section 25532 of the Corporate Securities Law of 1968, Caesar A. Guyot III is hereby ordered to desist and refrain from effecting any transaction in, or inducing or attempting to induce the purchase or sale of, any security in this state, unless and until he has applied for and secured from the Commissioner a certificate, then in effect, authorizing him to act in that capacity.

Further, the California Corporations Commissioner is of the opinion that the securities representing interests in a "Proprietary Private Placement Investment" through Brixon were offered or sold in this State by means of written or oral communications, which included an untrue statement of a material fact or omitted to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, in violation of section 25401 of the Corporate Securities Law of 1968. Pursuant to section 25532 of the Corporate Securities Law of 1968, Caesar A. Guyot III is hereby ordered to desist and refrain from offering or selling or buying or offering to buy any security in the State of California including, but not limited to, investment contracts, by means of any written or oral communication which includes an untrue statement of a material fact or omits to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading.

This Order is necessary, in the public interest, for the protection of investors and consistent

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with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

Dated: October 24, 2005
 Los Angeles, California

WAYNE STRUMPFER
Acting California Corporations Commissioner

By: _____
ALAN S. WEINGER
Acting Deputy Commissioner
Enforcement Division