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

**TO: Richard Nguyen**  
**BHSH**  
**BHSHFUNDS.COM**  
**BUY HIGH SELL HIGHER**  
**BUYHIGH.NET**  
**BUYHIGH.BIZ**  
**BUYHIGH.ORG**  
5434 West Highland Street  
Santa Ana, CA 92704  
and  
15397 Brookhurst Street  
Westminster CA 92683  
and  
615 N. Guadalupe #1  
Redondo Beach, CA 90277

**DESIST AND REFRAIN ORDER**

**(For violations of sections 25110, 25230 and 25401 of the Corporations Code)**

The California Corporations Commissioner finds that:

1. At all relevant times, BHSH; BHSHFUNDS.COM; BUY HIGH SELL HIGHER; BUYHIGH.NET; BUYHIGH.BIZ; and BUYHIGH.ORG (herein, collectively as “BUY HIGH”) are or were business entities of unknown formation with a principal place of business purportedly located in Southern California and doing business in California by way of the Internet. BUY HIGH did or does operate inter-related website businesses for the purported purpose of providing online “stock picking”, investment advisory, and investment account / trading services, by way of the Internet. BUY HIGH purports to have been established in 1995.

2. At all relevant times, Richard Nguyen (herein "Nguyen"), an individual purportedly residing in Southern California and transacting business online in California, was or is a representative of BUY HIGH, soliciting BUY HIGH on the Internet to potential investors,

1 representing to potential investors that he would act in an intermediary capacity between the investor  
2 and BUY HIGH, and giving investment advice since at least 2006.

3 3. Beginning in or about February 2006, Nguyen and BUY HIGH offered and sold  
4 securities in the form of investment contracts in a BUY HIGH trading fund by way of the Internet.  
5 These trading funds would then be used to purchase investment interests in various corporations or  
6 businesses selected by or recommended for investment by Nguyen and BUY HIGH. In return,  
7 investors would receive monthly income payments, based on their investment interest, from the  
8 purported profits of the BUY HIGH trading fund and related investments.

9 4. Beginning in or about February 2006, BUY HIGH and Nguyen offered and sold the  
10 above described investment contracts online in California to unaccredited California investors.

11 5. Beginning in at least February 2006, BUY HIGH and Nguyen engaged in  
12 misrepresentations, untrue statements of material fact or omissions of material facts with regard to the  
13 offer and sale of investment contracts online in California by posting statements on BUY HIGH  
14 websites that were or are likely to mislead customers. Specifically, BUY HIGH and Nguyen are  
15 engaged in a scheme in which BUY HIGH and Nguyen collect investor funds under the guise of  
16 providing investment advisory services such as providing online “stock picking”, investment  
17 advisory, and investment account / trading services, and do not actually provide such services or  
18 make such investments.

19 6. These investment contracts were offered and sold in California in issuer transactions.  
20 The Department of Corporations has not issued a permit or other form of qualification authorizing  
21 any person to offer and sell these investment contracts in California.

22 7. BUY HIGH and Nguyen offered their services and acted as investment advisers from at  
23 least 2006 to the present. BUY HIGH and Nguyen provided discretionary investment advice to one or  
24 more investors. Discretionary investment advice to investors included, “stock picking” services,  
25 emailed buying and selling “signals” and fund / portfolio management and assistance.

26 8. BUY HIGH and Nguyen received compensation for the investment advisory services  
27 they provided to one or more investors in an amount dependent upon the amount or type of service  
28 each investor desired, payable on a monthly basis, referred to as a “membership fee.”

1           9.     Neither BUY HIGH and Nguyen had or has a valid investment adviser certificate issued  
2 by the Department of Corporations or the U.S. Securities and Exchange Commission from at least  
3 February 2006 to the present.

4           Based on the foregoing findings, the California Corporations Commissioner finds that the  
5 investment contracts in BSHS trading funds offered and sold by Richard Nguyen; BSHS;  
6 BSHSFUNDS.COM; BUY HIGH SELL HIGHER; BUYHIGH.NET; BUYHIGH.BIZ; and  
7 BUYHIGH.ORG are securities subject to qualification under the California Corporations Code.  
8 These securities are or have been offered and sold without being qualified or exempt, in violation of  
9 Section 25110 of the California Corporations Code.

10           Pursuant to Section 25532 of the California Corporations Code, Richard Nguyen; BSHS;  
11 BSHSFUNDS.COM; BUY HIGH SELL HIGHER; BUYHIGH.NET; BUYHIGH.BIZ; and  
12 BUYHIGH.ORG are hereby ordered to desist and refrain from the further offer or sale in California  
13 of securities, including but not limited to investment contracts, unless and until qualification has been  
14 made under said law or unless exempt.

15           Also, based upon the foregoing findings, the California Corporations Commissioner is of the  
16 opinion that Richard Nguyen; BSHS; BSHSFUNDS.COM; BUY HIGH SELL HIGHER;  
17 BUYHIGH.NET; BUYHIGH.BIZ; and BUYHIGH.ORG, have conducted business as investment  
18 advisers in California without first applying for and securing from the commissioner a certificate  
19 authorizing them to do so, in violation of section 25230 of the California Corporations Code.

20 Pursuant to section 25532 of the California Corporations Code, Richard Nguyen; BSHS;  
21 BSHSFUNDS.COM; BUY HIGH SELL HIGHER; BUYHIGH.NET; BUYHIGH.BIZ; and  
22 BUYHIGH.ORG are hereby ordered to desist and refrain from acting as investment advisers in  
23 California unless and until they have first applied for and secured from the Commissioner a  
24 certificate, then in effect, authorizing them to act as investment advisers, or unless exempt.

25           Finally, the California Corporations Commissioner is of the opinion that the securities  
26 referenced herein were offered and sold in California by means of written or oral communications  
27 which included an untrue statement of a material fact or omitted to state a material fact necessary in  
28 order to make the statements made, in the light of the circumstances under which they were made, not

1 misleading, in violation of section 25401 of the California Corporations Code. Pursuant to section  
2 25532 of the California Corporations Code, Richard Nguyen; BSHH; BSHHFUNDS.COM; BUY  
3 HIGH SELL HIGHER; BUYHIGH.NET; BUYHIGH.BIZ; and BUYHIGH.ORG, are hereby ordered  
4 to desist and refrain from offering or selling any security in California, by means of any written or  
5 oral communication which includes an untrue statement of a material fact or omits to state a material  
6 fact necessary in order to make the statements made, in the light of the circumstances under which  
7 they were made, not misleading.

8 This Order is necessary, in the public interest, for the protection of investors and consistent  
9 with the purposes, policies, and provisions of the California Corporations Code.

10 Dated: November 19, 2007  
11 Sacramento, California

12 PRESTON DUFAUCHARD  
13 California Corporations Commissioner

14 By \_\_\_\_\_  
15 ALAN S. WEINGER  
16 Lead Corporations Counsel  
17 Enforcement Division  
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