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

TO: Benedict H. Van aka Hung Viet Van
HereUare, Inc.
228 Hamilton Ave. 3rd Floor
Palo Alto, CA 94301

ECity, Inc.
575 Middlefield Road
Palo Alto, CA 94301

DESIST AND REFRAIN ORDER

(For violations of section 25110 and 25401 of the Corporations Code)

The California Corporations Commissioner finds that:

1. HereUare, Inc. (“HereUare”), formerly known as PeopleNet International Corporation, was incorporated in the state of Delaware on February 5, 1997, and had a principal place of business at 5201 Great America Parkway, Suite 446, Santa Clara, CA 95054 and subsequently at 228 Hamilton Avenue, 3rd Floor, Palo Alto, CA, 94301, until its status as a corporation was forfeited in California on November 10, 2010. Beginning in March 2002, and at all relevant times thereafter, Benedict H. Van, aka Hung Viet Van, (“Benedict Van”) was Chairman and Chief Executive Officer of HereUare.

2. ECity, Inc. (“ECity”) was incorporated in Delaware on March 18, 2008, and had a principal place of business at 575 Middlefield Road, Palo Alto, CA 94301, until its status as a corporation was forfeited in California on November 1, 2010. At all relevant times Benedict Van was a Director and President of ECity.

3. Beginning before May 2007, HereUare and Benedict Van have offered and sold securities in the form of stock, and beginning around March 2008, ECity has offered to sell securities in the form of stock. Investors have lost their principal investment and promised interest.

1 4. The purported purpose of the solicitations was to seek capital for companies that had
2 developed websites, internet software and telecommunications solutions.

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

6 6. In offering and selling these securities to the public, HereUare, ECity, and Benedict
7 Van engaged in general solicitations including solicitations at meetings and seminars.

8 7. In connection with these offers, HereUare and Benedict Van said that investors could
9 expect to receive returns of 20% in the first 12 months, and HereUare, ECity and Benedict Van
10 omitted to disclose material facts, specifically that HereUare had never been profitable, had
11 successive years of net losses, lacked revenue history and did not have a proven business model to
12 generate revenue, had few capital resources and was dependent upon future financing to generate the
13 cash necessary to operate its business.

14 Based on the forgoing findings, the California Corporations Commissioner is of the opinion
15 that the investments offered by HereUare, ECity, and Benedict Van constitute securities, which are
16 subject to qualification under the California Corporate Securities Law of 1968, and that these
17 securities have been and are being offered without being qualified, and are not exempt, in violation of
18 Corporations Code section 25110.

19 Pursuant to Corporations Code section 25532, HereUare, Inc., ECity, Inc., and Benedict H.
20 Van, aka Hung Viet Van, are hereby ordered to desist and refrain from the further offer or sale in the
21 State of California of securities, including but not limited to stock, unless and until qualification has
22 been made under the law or unless exempt.

23 Based on the forgoing findings, the California Corporations Commissioner is of the further
24 opinion that securities were offered by means of written or oral communications that included untrue
25 statements of material facts and failed to disclose material facts in violation of 25401 of the
26 Corporations Code.

27 Pursuant to Corporations Code section 25532, HereUare, Inc., ECity, Inc. and Benedict H.
28 Van, aka Hung Viet Van, are hereby ordered to desist and refrain from offering or selling or buying

1 or offering to buy securities in this state, including but not limited to stock, by means of any written
2 or oral communication which includes an untrue statement of a material fact or omits to state a
3 material fact necessary in order to make the statements made, in light of the circumstances under
4 which they are made, not misleading.

5 This Order is necessary, in the public interest, for the protection of investors and consistent
6 with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

7 Dated: February 16, 2011
8 Los Angeles, California

9 PRESTON DuFAUCHARD
10 California Corporations Commissioner

11 By _____
12 ALAN S. WEINGER
13 Deputy Commissioner
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