

1 STATE OF CALIFORNIA  
2 BUSINESS, CONSUMER SERVICES AND HOUSING AGENCY  
3 DEPARTMENT OF BUSINESS OVERSIGHT

4 TO: Citizens Business Finance  
5 Vincent M. SanFilippo  
6 Donald Ryan  
7 2405 McCabe Way, Suite #212  
8 Irvine, California 92614-6244

9 **DESIST AND REFRAIN ORDER**  
10 **(For violations of section 22100 of the California Financial Code)**

11 The Commissioner of Business Oversight finds that:

12 1. At all relevant times, Citizens Business Finance (“CBF”) is, or was, a California  
13 corporation with its principal place of business located at 2405, McCabe Way, Suite #212, Irvine,  
14 California 92614. CBF purportedly engages in the business of marketing loans to small businesses.

15 2. At all relevant times herein, Vincent M. SanFilippo (“SanFilippo”) is, or was, the  
16 president of CBF.

17 3. At all relevant times herein, Donald Ryan (“Ryan”) is, or was, the chief executive  
18 officer of CBF.

19 4. CBF maintains a website at <http://www.cbfinanceinc.com>, where it advertises that it is  
20 “... committed to helping you meet your cash flow needs to grow your business....” CBF’s website  
21 further states:

22 We serve small and middle market businesses and large corporations with  
23 range of loan and financing options. The Comoaany[sic] provides  
24 unmatched convenience and industry leading support to our clients  
25 nationwide. We offer a valuable combination of experienced  
26 representatives who have a thorough understanding of financing options  
27 available for your business and extensive working knowledge of guidelines  
28 needed to get your financing approved quickly....

29 5. Beginning in at least March 2014, CBF and Ryan negotiated and entered into  
30 marketing agreements with finance lenders who provide financing to businesses purportedly in the  
31 form of merchant cash advances; purchases of future receivables; and loans.

1           6.       On or about March 18, 2014, WPL entered into a marketing agreement with at least  
2 one finance lender dated March 18, 2014 (“Marketing Agreement”) in which CBF agreed to act as a  
3 non-exclusive independent marketer of loans. The Marketing Agreement recites that the “... purpose  
4 of this Marketing Agreement is to establish the terms and conditions by which the Marketer will  
5 market the lending services” of the lender. Further, the Marketing Agreement provides that CBF “...  
6 will use its best efforts to market the loans, including by regularly contacting and visiting existing and  
7 potential borrowers.” The Marketing Agreement also states that CBF will have sole responsibility for  
8 identifying potential borrowers; collecting documentation and information lenders require in  
9 determining the eligibility of borrowers and providing borrowers’ information to the lenders.  
10 According to the Marketing Agreement, the lender would pay CBF a commission if certain  
11 conditions were met including: (i) that CBF identify a borrower and transmit the borrower’s  
12 information; (ii) the borrower is approved by the lender; (iii) the borrower accepts the loan terms  
13 provided by the lender; (iv) the funds are successfully transferred to the borrower; and (iv) CBF  
14 otherwise performs its duties and responsibilities according to the terms of the Marketing Agreement.

15           7.       The Commissioner has not issued a license to CBF, SanFilippo, or Ryan, authorizing  
16 them to engage in the business of a finance lender and/or broker under the California Finance  
17 Lenders Law. CBF, SanFilippo, and Ryan are not exempt from the licensing requirements of  
18 California Financial Code section 22100.

19           By reason of the foregoing, CBF, SanFilippo, and Ryan have engaged in the business of a  
20 finance lender and/or broker without having first obtained a license from the Commissioner in  
21 violation of California Financial Code section 22100.

22           Pursuant to California Financial Code section 22712, Citizens Business Finance, Vincent M.  
23 SanFilippo, and Donald Ryan are ordered to desist and refrain from engaging in the business of a  
24 finance lender and/or broker in the State of California without first obtaining a license from the  
25 Commissioner, or otherwise being exempt.

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This order is necessary, in the public interest, for the protection of consumers, and is consistent with the purposes, policies, and provisions of the California Finance Lenders Law.

Dated: October 10, 2016  
Los Angeles, California

JAN LYNN OWEN  
Commissioner of Business Oversight

By \_\_\_\_\_  
MARY ANN SMITH  
Deputy Commissioner  
Enforcement Division