

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

TO: **John Harold Durocher, a.k.a.
John Powers and John Rockford
California MedSpas, Inc., a.k.a.
CalMed Spas
23046 Avenida De La Carlota, Suite 600
Laguna Hills, California 92653**

DESIST AND REFRAIN ORDER

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

The California Corporations Commissioner finds that:

1. At all relevant times herein, California MedSpas, Inc, a Nevada corporation, a.k.a. CalMed Spas (“CalMed Spas”), which was formed in November 2004 was located at 23046 Avenida De La Carlota, Suite 600, Laguna Hills, California 92653.

2. At all relevant times herein, John Harold Durocher (“Durocher”) a.k.a. John Powers and John Rockford was President of CalMed Spas.

3. Beginning in around December 2004 and continuing through August 2005, Durocher and CalMed Spas offered and sold securities in the form of shares of common stock in CalMed Spas to approximately seven investors in excess of \$1,000,000. Durocher obtained investment money by soliciting investors through classified ads in newspapers, including the Los Angeles Times and the Orange County Register and by “word of mouth.”

4. CalMed Spas’ alleged business was acquiring day spas and converting them into medical spas for profit. Durocher entered into agreements to purchase two day spas: 1) Reniu Laser Day Spa; and 2) Lisa Belle Salon (“spa purchases”). Durocher sold shares in CalMed Spas by promising investors up to 10% of the gross profits or business revenues. After Durocher acquired these businesses, he began diverting business revenue and investor money for his own personal use. Both businesses quickly deteriorated under Durocher’s ownership.

5. In connection with the offer and sale of these securities, Durocher and CalMed Spas made, or caused to be made, misrepresentations of material fact or omitted to state material facts

1 necessary in order to make the statements made, in the light of the circumstances under which they
2 were made, not misleading. These misrepresentations and omissions included, but are not limited to
3 the following:

- 4 a. Investors were not told that Durocher had been convicted of Penal Code
5 section 487(a), Grand Theft in 1999;
- 6 b. Investors were not told that Durocher has had a criminal record since 1969,
7 including many theft incidences;
- 8 c. Investors were not told that Durocher was using investor money and business
9 revenue for his own personal use; and
- 10 d. Durocher misrepresented his and CalMed Spas' financial condition by
11 misleading investors into believing that he owned the spa purchases outright,
12 when in reality he owed money for the spa purchases and eventually defaulted
13 on both.

14 Based on the foregoing findings, the California Corporations Commissioner is of the opinion
15 that the securities in the form of shares of common stock in CalMed Spas offered and sold by
16 Durocher and CalMed Spas are securities subject to qualification under the California Corporate
17 Securities Law of 1968 and are being or have been offered or sold without being qualified, in
18 violation of Section 25110 of the Corporate Securities Law of 1968.

19 Pursuant to Section 25532 of the Corporate Securities Law of 1968, John Durocher and
20 California MedSpas, Inc. 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 shares of common stock in CalMed Spas
22 unless and until qualification has been made under said law or unless exempt. The sale of such
23 securities is subject to qualification under said law and such securities are being or have been offered
24 for sale without first being so qualified.

25 Further, the California Corporations Commissioner is of the opinion that the securities offered
26 and sold by Durocher and CalMed Spas were offered and sold in this state by means of written or oral
27 communications that included untrue statements of material fact or omitted to state material facts
28

1 necessary in order to make the statements made, in the light of the circumstances under which they
2 were made, not misleading, in violation of section 25401 of the Corporate Securities Law of 1968.

3 Pursuant to Section 25532 of the Corporate Securities Law of 1968, John Durocher and
4 California MedSpas, Inc. are hereby ordered to desist and refrain from offering or selling or buying
5 or offering to buy any security in the State of California, including, but not limited to, shares of
6 common stock in CalMed Spas by means of any written or oral communication which includes an
7 untrue statement of a material fact or omits to state a material fact necessary in order to make the
8 statements made, in the light of the circumstances under which they were made, not misleading.

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

11 Dated: December 27, 2006
12 Los Angeles, California

13 PRESTON DuFAUCHARD
14 California Corporations Commissioner

15 By _____
16 ALAN S. WEINGER
17 Lead Corporations Counsel
18 Enforcement Division
19
20
21
22
23
24
25
26
27
28