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8 SUPERIOR COURT OF THE STATE OF CALIFORNIA
9 FOR THE COUNTY OF ORANGE

10 THE PEOPLE OF THE STATE OF
11 CALIFORNIA, by and through the
12 CALIFORNIA CORPORATIONS
13 COMMISSIONER,

13 Plaintiff,

14 vs.

15 FIRST FIDELITY ASSET GROUP, LLC, a
16 Nevada limited liability company;
17 FIRST FIDELITY GROUP, LTD., an entity of
18 unknown form;
19 JOSEPH LEKAR, an individual;
20 SIMON SHAW, an individual; and
21 STEFAN MISIRACA, an individual,

20 Defendants.

Case No.:

**COMPLAINT FOR PERMANENT
INJUNCTION AND ANCILLARY RELIEF**

**(VIOLATION OF AN ORDER ISSUED BY
THE CALIFORNIA CORPORATIONS
COMMISSIONER)**

22 THE PEOPLE OF THE STATE OF CALIFORNIA, by and through Jan Lynn Owen,
23 California Corporations Commissioner, acting to protect the public from unlawful and fraudulent
24 sales of securities, bring this action in the public interest. The People of the State of California
25 allege:

26 **VENUE AND JURISDICTION**
27
28

STATEMENT OF FACTS

9. Beginning in 2007 or earlier, Defendants offered and sold unqualified securities, in the form of bonds and investment contracts, in violation of California Corporations Code section 25110. These securities were not exempt from qualification.

10. On or about December 5, 2007 the California Department of Corporations issued a Desist and Refrain Order to First Fidelity Asset Group, First Fidelity Group, Lekar, and Shaw for violation of Corporations Code section 25110 by selling securities in the form of bonds.

11. After the Department of Corporations issued the Desist and Refrain Order, Defendants continued to offer and sell securities. In connection with the offer and sale of securities, Defendants omitted to disclose that on December 5, 2007, a Desist and Refrain Order had been issued against First Fidelity Asset Group, First Fidelity Group, Lekar, and Shaw for violation of Corporations Code section 25110.

12. Corporations Code section 25401 prohibits the offer and/or sale of securities in this state by means of written or oral communications that include untrue statements of material fact or omits material facts necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading.

13. On or about April 5, 2011, the Commissioner issued a Statement in Support of Order Levying Administrative Penalties Pursuant to Corporations Code Section 25252; Claim for Ancillary Relief Pursuant to Corporations Code Section 25254; and Desist and Refrain Order for violation of Corporations Code section 25401 against Defendants.

14. Defendants did not file a notice of defense or otherwise request a hearing.

15. On or about February 1, 2011 the Commissioner issued an Order Imposing Penalties and Ancillary Relief against Defendants (“Order”).

16. The Order made findings of fact and conclusions of law. The Order found that Plaintiff had proved the allegations set forth in the Statement in Support of Order Levying Administrative Penalties Pursuant to Corporations Code Section 25252; Claim for Ancillary Relief Pursuant to Corporations Code Section 25254; and Desist and Refrain Order against Defendants.

17. The Order required that Defendants, jointly and severally, shall:

1 (A) Pay to the Commissioner administrative penalties in the sum of \$4,500.00
2 for violations of Corporations Code section 25110 and 25401.

3 (B) Make payment of full restitution consisting of the investors' investment
4 principal in an amount of at least \$200,000.00, plus the legal rate of interest accumulated on the
5 investment principal, in the amount of \$51,579.45, for a total amount of \$251,579.45.

6 (C) Pay \$3,000.00 to the Commissioner for investigative expenses attorney's
7 fees, and costs.

8 18. The Order was served on Defendants on December 21, 2011.

9 19. Defendants failed to seek reconsideration of the Order, file a writ of mandate or
10 otherwise appeal the Order. The Order is now final.

11 20. As of today's date, over 30 days from the effective date of the Order, Defendants
12 have failed to make any of the payments ordered by the Commissioner. Defendants have not
13 contacted Plaintiff to request more time to comply with the Order. Defendants are in violation of
14 the Commissioner's Order.

15 **FIRST CAUSE OF ACTION**

16 **VIOLATION OF AN ORDER ISSUED BY**

17 **THE CALIFORNIA CORPORATIONS COMMISSIONER**

18 **(AGAINST DEFENDANTS FIRST FIDELITY ASSET GROUP, LLC; FIRST FIDELITY**
19 **GROUP, LTD.; JOSEPH LEKAR; SIMON SHAW; AND STEFAN MISIRACA)**

20 21. Plaintiff incorporates by reference paragraphs 1 through 20 of this Complaint as
21 though fully set forth herein.

22 23. Plaintiff filed a Statement in Support of Order Levying Administrative Penalties
23 Pursuant to Corporations Code Section 25252; Claim for Ancillary Relief Pursuant to
24 Corporations Code Section 25254; and Desist and Refrain Order against Defendants for alleged
25 violations of the Corporate Securities Law of 1968 and the rules and regulations thereunder.

26 24. Defendants did not request a hearing on the Statement in Support of Order Levying
27 Administrative Penalties Pursuant to Corporations Code Section 25252; Claim for Ancillary Relief
28 Pursuant to Corporations Code Section 25254; and Desist and Refrain Order.

- 1 1. Enjoining and restraining First Fidelity Group, LLC; First Fidelity Group, Ltd.;
- 2 Joseph Lekar; Simon Shaw; and Stefan Misiraca from violating the Order Imposing Penalties and
- 3 Ancillary Relief; and
- 4 2. Compelling First Fidelity Group, LLC; First Fidelity Group, Ltd.; Joseph Lekar;
- 5 Simon Shaw; and Stefan Misiraca to comply with the terms of the Order.

II. ANCILLARY RELIEF

7 For ancillary relief, pursuant to California Corporations Code section 25530, in accordance
8 with the terms of the Order Imposing Penalties and Ancillary Relief, requiring First Fidelity
9 Group, LLC; First Fidelity Group, Ltd.; Joseph Lekar; Simon Shaw; and Stefan Misiraca, jointly
10 and severally, to:

- 11 1. Pay \$4,500.00 in administrative penalties for Defendants’ violations of
- 12 Corporations Code 25110 and 25401;
- 13 2. Pay restitution totaling \$200,000.00 to investors, plus the legal rate of interest
- 14 accumulated on the investment principal, in the amount of \$51,579.45, for a total of
- 15 amount of \$251,579.45; and
- 16 3. Reimburse Plaintiff \$3,000.00 for investigative expenses, attorney’s fees, and costs.

III. THIS COURT TO RETAIN JURISDICTION

18 For an order that this Court shall retain jurisdiction of this action in order to implement and
19 carry out the terms of all orders and decrees that may be entered herein or to entertain any suitable
20 application or motion by Plaintiff for additional relief within the jurisdiction of this Court.

IV. OTHER RELIEF

22 For such other and further relief as this Court may deem necessary and proper.

24 Dated: March 6, 2012

JAN LYNN OWEN
California Corporations Commissioner

By: _____
JOYCE TSAI
Corporations Counsel
Attorney for the People of California