

1 ALAN S. WEINGER  
Deputy Commissioner  
2 JOYCE TSAI (SBN 241908)  
Corporations Counsel  
3 CALIFORNIA DEPARTMENT OF CORPORATIONS  
1350 Front Street, Room 2034  
4 San Diego, California 92101  
Telephone: (619) 525-4043  
5 Attorneys for the Complainant

7 BEFORE THE DEPARTMENT OF CORPORATIONS  
8 OF THE STATE OF CALIFORNIA

9 )  
10 In the Matter of the Desist and Refrain Order )  
against )

11 **HAROLD NICHOLAS GREEN; GREEN** )  
12 **WARRIOR, LLC; AND GREEN** )  
13 **WARRIOR, INC.** )

**STIPULATION TO DESIST AND REFRAIN ORDER**

14 )  
15 )  
16 )  
17 )  
18 IT IS HEREBY STIPULATED AND AGREED between Harold Nicholas Green; Green  
19 Warrior, LLC; and Green Warrior, Inc. (collectively, "Respondents") and the California Corporations  
20 Commissioner ("Commissioner") as follows:

21 WHEREAS, Respondents admit the jurisdiction of the California Department of Corporations  
22 over their persons and over the subject matter of this Stipulation;

23 WHEREAS, Respondents waive the right to any hearing, including that provided by  
24 California Corporations Code sections 25532, subdivision (d), and 25609. Further, Respondents  
25 waive any and all review by a court of law, including that provided by California Government Code  
26 section 11523;

27 WHEREAS, all terms used, but not defined herein, shall have the meaning assigned to them  
28

1 by the California Corporations Code;

2 WHEREAS, Respondents represent that no promises of any kind or nature whatsoever were  
3 made to induce Respondents to enter into this Stipulation, and that this Stipulation is a voluntary act  
4 on the part of Respondents;

5 WHEREAS, Respondents, without admitting or denying any of the findings contained within  
6 the Desist and Refrain Order (“Order”), in the form attached hereto as Exhibit A, hereby agree and  
7 stipulate to the Order;

8 WHEREAS, Respondents agree and acknowledge that nothing in this Stipulation shall  
9 preclude the Commissioner or her agents, officers, or employees, to the extent authorized by law,  
10 from referring any evidence or information regarding this matter to any other state or federal law  
11 enforcement official, or from assisting, cooperating, or co-prosecuting with regards to any  
12 investigation and/or action;

13 WHEREAS, Respondents Harold Nicholas Green; Green Warrior, LLC; and Green Warrior,  
14 Inc. stipulate and agree to the finality of the Order. Respondents further understand and agree that  
15 the Order remains in effect and is public, and that Respondents shall not make any statement or  
16 representation that is inconsistent with this Stipulation or the Order. Respondents further understand  
17 and agree that this Stipulation does not prevent the Commissioner from taking future action in  
18 regards to this matter.

19 ///  
20 ///  
21 ///  
22 ///  
23 ///  
24 ///  
25 ///  
26 ///  
27 ///

28

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

This Stipulation may be executed in one or more counterparts, each of which shall be an original but all of which, together, shall be deemed to constitute a single document. A fax signature shall be deemed the same as an original signature.

JAN LYNN OWEN,  
California Corporations Commissioner

Dated: 3/7/12

By \_\_\_\_\_  
Alan S. Weinger  
Deputy Commissioner

HAROLD NICHOLAS GREEN;  
GREEN WARRIOR, LLC; and  
GREEN WARRIOR, INC.

Dated: 3/6/12

By \_\_\_\_\_  
Harold Nicholas Green

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

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

TO: Harold Nicholas Green  
Green Warrior, LLC  
Green Warrior, Inc.  
23785 El Toro Road, #432  
Lake Forest, CA 92630

**DESIST AND REFRAIN ORDER**  
**(For violations of section 25110 of the Corporations Code)**

The California Corporations Commissioner finds that:

1. Green Warrior, LLC is a limited liability company formed under the laws of Nevada on November 3, 2009. Its principal place of business is 23785 El Toro Road, #432, Lake Forest, California 92630. It formerly maintained a place of business at 15707 Rockfield Boulevard, Suite 100, Irvine, California 92618.

2. Green Warrior, Inc. is a corporation formed under the laws of Nevada on November 2, 2009. Its principal place of business is also 23785 El Toro Road, #432, Lake Forest, California 92630 and it also formerly maintained a place of business at 15707 Rockfield Boulevard, Suite 100, Irvine, California 92618. Green Warrior, Inc. is the manager of Green Warrior, LLC.

3. At all relevant times, Harold Nicholas Green (“Green”) was the chairman and CEO and control person of Green Warrior, Inc.

4. Green Warrior, LLC and Green Warrior, Inc. are in the energy business.

5. Beginning in 2009 or earlier, Green Warrior, LLC and Green offered and sold securities in the form of membership interests in the limited liability company to residents of California and elsewhere.

///

1           6.       Beginning in 2010 or earlier, Green Warrior, Inc. and Green offered and sold  
2 securities in the form of preferred stock in Green Warrior, Inc. to residents of California and  
3 elsewhere.

4           7.       The securities in Green Warrior, LLC and Green Warrior, Inc. were offered and sold  
5 in this state in issuer transactions. The Department of Corporations has not issued a permit or other  
6 form of qualification authorizing any person to offer or sell these securities in this state.

7           8.       The securities in Green Warrior, LLC and Green Warrior, Inc. were offered and sold  
8 by means of general solicitation, including but not limited to telephone cold-calls.

9           Based on the foregoing findings, the California Corporations Commissioner is of the opinion  
10 that the interests in Green Warrior, LLC, and the stock in Green Warrior, Inc., that are being or have  
11 been offered or sold by Harold Nicholas Green, Green Warrior, LLC, and Green Warrior, Inc., are  
12 securities subject to qualification under the California Corporate Securities Law of 1968 and are  
13 being or have been offered or sold without being qualified in violation of Corporations Code section  
14 25110. Pursuant to section 25532 of the Corporate Securities Law of 1968, Green Warrior, LLC,  
15 Green Warrior, Inc., and Harold Nicholas Green are hereby ordered to desist and refrain from the  
16 further offer or sale in the State of California of securities, including but not limited to stock and  
17 interests in a limited liability company, unless and until qualification has been made under the law or  
18 unless exempt.

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

21  
22 Dated: March 7, 2012  
23       Los Angeles, California

24                                   JAN LYNN OWEN  
25                                   California Corporations Commissioner

26                                   By: \_\_\_\_\_  
27                                   ALAN S. WEINGER  
28                                   Deputy Commissioner  
  Enforcement Division