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8 SUPERIOR COURT OF THE STATE OF CALIFORNIA  
9 FOR THE COUNTY OF LOS ANGELES  
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13 )  
14 THE PEOPLE OF THE STATE OF )  
CALIFORNIA, by and through the California )  
15 Corporations Commissioner, )

16 Plaintiff,

17 v.

18 Andrew Huy Han, d.b.a. Nicholas Asset )  
19 Management, Inc., a California Corporation; )  
20 and DOES 1 through 10, inclusive, )

21 Defendants.  
22 )

CASE NO.

COMPLAINT IN SUPPORT OF MOTION FOR  
STIPULATED PERMANENT INJUNCTION

23 Plaintiff, the People of the State of California, by and through Preston DuFauchard,  
24 California Corporations Commissioner (“Plaintiff” or “Commissioner”) allege as follows on  
25 information and belief:

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1 served on Defendant Han on March 10, 2000) by offering investment advice to at least twenty  
2 clients.

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4 13. Defendants Han and NAM have placed advertisements in a Vietnamese language  
5 newspapers and over the Internet, announcing a workshops in which the Defendants would provide  
6 financial planning advice on topics such as 401k rollover, Roth IRA college funds, and an online  
7 trading course. By Defendants' own admission through Counsel, half of his admitted clients are  
8 persons who responded to the newspaper or Internet advertisements.

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10 14. Defendants have not obtained the necessary certificate from the Commissioner to  
11 conduct business as an investment adviser and are not exempted from such certificate. Unless  
12 enjoined, Defendant has violated, and will continue to violate CSL § 25230.

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15 **SECOND CAUSE OF ACTION**

16 **EFFECTING TRANSACTIONS IN SECURITIES WITHOUT AN AUTHORIZED  
17 CERTIFICATE IN VIOLATION OF CORPORATIONS CODE SECTION 25210**

18 15. California Corporations Code section 25210 provides in relevant part as follows:  
19 Unless exempted under the provisions of Chapter 1 (commencing with Section 25200) of this part,  
20 no broker-dealer shall effect any transaction in, or induce or attempt to induce the purchase or sale  
21 of, any security in this state unless the broker-dealer has first applied for and secured from the  
22 Commissioner a certificate, then in effect, authorizing that person to act in that capacity.

23  
24 16. Defendants Han and NAM have effected or attempted to effect transactions or have  
25 induced or attempted to induce the purchase or sale of securities.

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27 17. From 2006 through 2007, Defendants Han and NAM provided or attempted to  
28 provide investment advice to at least 20 California residents. Defendants Han and NAM prepared an

1 agreement for his clients which states, “I/we as Client hereby authorize Andy Han as my Fund  
2 Manager Account to buy, sell, and trade stocks, bonds, mutual funds and all other types of securities  
3 on cash or margin basis.”

4  
5 18. Defendants have not obtained the necessary certificate from the Commissioner to  
6 effect transactions in securities and is not exempted from such certificate. Unless enjoined,  
7 Defendant violated and will continue to violate CSL § 25210.

8 **THEREFORE, THE COMMISSIONER PRAYS THIS COURT:**

9  
10 1. It is hereby stipulated between Plaintiff, People of the State of California, by and  
11 through the California Corporations Commissioner (“Commissioner”), and Defendant, Andrew Huy  
12 Han individually and doing business as Nicholas Asset Management, Inc.(“Defendants”) as follows:

13 (A) Defendants attempted to engage and did engage in unlicensed investment adviser activity in  
14 violation of California Corporations Code section 25230 and California Corporations Code section  
15 25210; (B) Defendants ran advertisements in a Vietnamese language newspapers and on the  
16 Internet, offering the investment adviser and broker-dealer services; (C) Defendants attempted to  
17 provide and did provide investment adviser services and broker-dealer services for at least 20  
18 California residents; (D) Defendants have not obtained the necessary certificate from the  
19 Commissioner to engage in investment adviser activity and are not exempted from such certificate  
20 which is a violation of California Corporations Code section 25230; (E) Defendants have not  
21 obtained the necessary certificate from the Commissioner to effect transactions in securities and are  
22 not exempted from such certificate which is a violation of California Corporations Code section  
23 25210; (E) Finally, both the Defendants and the Commissioner stipulate to the entry of a permanent  
24 injunction enjoining Defendants from any further violations of California Corporations Code  
25 sections 25230 and or 25210 by conducting any business as an investment adviser or broker-dealer  
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