

1 PRESTON DuFAUCHARD
California Corporations Commissioner
2 ALAN S. WEINGER
Deputy Commissioner
3 AFSANEH EGHBALDARI (CA BAR NO. 250107)
Corporations Counsel
4 DEPARTMENT OF CORPORATIONS
1350 Front Street, Room 2034
5 San Diego, California 92101
Telephone: (619) 645-3166
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7 Attorneys for Complainant

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

10
11 In the Matter of the Desist and Refrain Order)
12 Issued To:)
13)
14 Int'l Turnkey Services, Inc., Morris Peltier and)
Foye W. Sparks,)
15 Respondents.)

STIPULATION TO DESIST AND REFRAIN ORDER

16)
17)
18)
19)
20)
21 IT IS HEREBY STIPULATED AND AGREED between Int'l Turnkey Services, Inc., Morris
22 Peltier and Foye W. Sparks (hereafter "Respondents") and Preston DuFauchard, California
23 Corporations Commissioner ("Commissioner"), as follows:

24 WHEREAS, Respondents admit the jurisdiction of the California Department of
25 Corporations over their persons and over the subject matter of this Stipulation.

26 WHEREAS, Respondents waive their rights to any reconsideration, appeal, or any other
27 rights which may be afforded pursuant to California Corporations Code sections 25532 and 25609,
28 or any other provision of law in connection with these matters, including but not limited to

1 Government Code sections 11521 and 11523, and any writ proceeding in accordance with the Code
2 of Civil Procedure.

3 WHEREAS, all terms used, but not defined herein, shall have the meaning assigned to them
4 by the California Corporations Code.

5 WHEREAS, Respondents represent that no promises of any kind or nature whatsoever were
6 made to induce Respondents to enter into this Stipulation, and that this Stipulation is a voluntary act
7 on the part of Respondents.

8 WHEREAS, Respondents represent, warrant, and agree that they have received or been
9 advised to seek independent legal advice from their attorneys with respect to the advisability of
10 executing this Stipulation.

11 WHEREAS, Respondents stipulate to the issuance of the Desist and Refrain Order (“Order”),
12 in the form attached hereto as Exhibit A, directing Respondents to desist and refrain from the further
13 offer and sale of securities in the State of California, including but not limited to shares of stock in
14 Int’l Turnkey Services, Inc., unless and until qualification has been made under said law or unless
15 exempt.

16 WHEREAS, Respondents, without admitting or denying any of the findings contained within
17 the Order, hereby agree and stipulate to the Order.

18 WHEREAS, Respondents hereby understand and agree not to represent that this Stipulation
19 is a settlement or a withdrawal of the Order.

20 WHEREAS, Respondents agree and acknowledge that nothing in this Stipulation shall
21 preclude the Commissioner, his agents, officers, or employees, to the extent authorized by law, from
22 referring any evidence or information regarding this matter to any other state or federal law
23 enforcement official, or from assisting, cooperating, or co-prosecuting with regards to any
24 investigation and/or action.

25 WHEREFORE, Respondents Int’l Turnkey Services, Inc., Morris Peltier and Foye W. Sparks
26 stipulate and agree to the finality of the Commissioner’s Order. Respondents further understand and
27 agree that the Order remains in effect, is public and that Respondents cannot deny the violation cited
28 in the Commissioner’s Order or make any statement or representation that is inconsistent with this

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Stipulation or the Order. Respondents further understand and agree this Stipulation does not prevent the Commissioner from taking future action in regard to this matter.

PRESTON DuFAUCHARD,
California Corporations Commissioner

Dated: 10/6/09

By _____
Alan S. Weinger
Deputy Commissioner

Dated: 10/6/09

By _____
Morris Peltier, individually and on behalf of Int'l
Turnkey Services, Inc.

Dated: 10/6/09

By _____
Foye W. Sparks, individually and on behalf of Int'l
Turnkey Services, Inc.