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

5 TO: Brian Kingsfield
6 Chris Bongiorno
7 Mid America Partners, Inc.
8 81080 Shinnecock Hills
9 La Quinta, CA 92253
10 and
11 4521 Campus Drive #323
12 Irvine, CA 92612
13 and
14 51105 Avenida Villa, Suite 201
15 La Quinta, CA 92253

16 **DESIST AND REFRAIN ORDER**
17 **(For violations of sections 25130 and 25210 of the Corporations Code)**

18 The California Corporations Commissioner finds that:

19 1. Mid America Partners, Inc. (“Mid America Partners”) was incorporated under the laws
20 of Nevada on May 9, 2008. At all relevant times, it maintained or maintains the following addresses:
21 81080 Shinnecock Hills, La Quinta, CA 92253; 4521 Campus Drive #323, Irvine, CA 92612; and
22 51105 Avenida Villa, Suite 201, La Quinta, CA 92253.

23 2. At all relevant times, Brian Kingfield (“Kingsfield”) was the president and a control
24 person of Mid America Partners. At all relevant times, Chris Bongiorno (“Bongiorno”) was a control
25 person of Mid America Partners.

26 3. Beginning in 2009 or earlier, Mid America Partners offered and sold securities to
27 individuals in California and elsewhere. These securities included, but were not limited to, stock in
28 Vibe Records, Inc. (“Vibe Records”).

4. The Department of Corporations has not issued a permit or other form of qualification
authorizing any person to offer or sell these securities in this state.

1 5. Mid America Partners used salespersons to make telephone “cold calls” to individuals
2 in California and elsewhere to offer these securities.

3 6. Investors who purchased stock in Vibe Records were instructed to make their checks
4 out to Mid America Partners.

5 7. At all relevant times, Kingsfield, Bongiorno, and Mid America Partners have not
6 applied for or received a certificate from the Commissioner to engage in business as a broker-dealer.

7 Based upon the foregoing findings, the California Corporations Commissioner is of the opinion
8 that the stocks that are being or have been offered or sold by Brian Kingsfield, Chris Bongiorno, and
9 Mid America Partners, Inc. are securities subject to qualification under the California Corporate
10 Securities Law of 1968 and are being or have been offered or sold without being qualified in violation
11 of Corporations Code section 25130. Pursuant to section 25532 of the Corporate Securities Law of
12 1968, Brian Kingsfield, Chris Bongiorno, and Mid America Partners, Inc. are hereby ordered to desist
13 and refrain from the further offer or sale in the State of California of securities, including but not
14 limited to stock in Vibe Records, Inc., unless and until qualification has been made under the law or
15 unless exempt.

16 Further, the California Corporations Commissioner is of the opinion that Brian Kingsfield,
17 Chris Bongiorno, and Mid America Partners, Inc. have effected transactions in securities as a broker-
18 dealer without having first applied for and secured from the Commissioner a certificate authorizing
19 them to act in that capacity, in violation of Corporations Code section 25210. Pursuant to section
20 25532 of the Corporate Securities Law of 1968, Brian Kingsfield, Chris Bongiorno, and Mid America
21 Partners, Inc. are hereby ordered to desist and refrain from effecting any transaction in, or inducing or
22 attempting to induce the purchase or sale of, any security in this state, unless and until they have
23 applied for and secured from the Commissioner a certificate, then in effect, authorizing them to act in
24 that capacity, unless exempted under the provisions of Chapter 1 (commencing with Section 25200) of
25 this part.

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

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Dated: June 7, 2010
Los Angeles, California

PRESTON DuFAUCHARD
California Corporations Commissioner

By _____
ALAN S. WEINGER
Deputy Commissioner
Enforcement Division