

STIPULATION

THIS STIPULATION is entered into effective this 27th day of January, 2012, by and between PRESTON DUFAUCHARD, California Corporations Commissioner (the "Commissioner"), and Brian McGuane and Oxford Financial Group, Inc., a California corporation (hereinafter referred to collectively as "Respondents"). This stipulation is entered into pursuant to the California Corporate Securities Law of 1968. Respondents and the Commissioner are collectively referred to in this Stipulation as the "Parties".

BACKGROUND

Between 2002 and 2005, Respondents offered and sold securities in the State of California in the form of interests in life insurance policies, called life settlements, to at least 52 California investors.

With regard to all of the afore-described sales, Respondents failed to disclose the following regulatory and criminal history of Brian McGuane arising out of his prior offers and sales of life settlements in North Carolina for Omni Advisor Group, Inc., a North Carolina Corporation:

- (1) On July 30, 2002, The State of Utah issued an Emergency Order to Cease and Desist and Order to Show Cause to Brian McGuane (among others) for securities violations, including misrepresentations, arising out of his involvement in the sale of life settlements;
- (2) On October 22, 2002, the State of Maryland and Brian McGuane (on behalf of his company, Omni Advisor Group, Inc.) entered into a Consent Order prohibiting unregistered sales of securities and sales of securities by untrue statements and material omissions by McGuane and his company.
- (3) On May 5, 2003, the State of Iowa and Brian McGuane entered into a consent order requiring McGuane to abide by all the provisions of the Iowa Uniform Securities Act;
- (4) On June 25, 2003, Brian McGuane was convicted in the State of Utah of three felony counts of securities fraud and other securities related offenses for his involvement in the sale of life settlements;
- (5) On February 24, 2004, the State of Oregon and Brian McGuane entered into a Stipulated Order prohibiting the unregistered sale of life settlement securities, prohibiting unlicensed entities from selling said securities, prohibiting McGuane from violating the Oregon Securities Law and requiring McGuane to offer rescission to all Oregon residents who purchased life settlements from McGuane and his company;
- (6) On July 21, 2004, the State of Utah and Brian McGuane entered into a Stipulation and Consent Order wherein McGuane agreed to offer rescission to all Utah residents who had purchased life settlements.

Based upon the foregoing findings, the California Corporations Commissioner is of the opinion that Respondents offered and sold securities in this State by means of written or oral communications which included an untrue statement of a material fact or omitted to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading, in violation of Corporations

Code section 25401. Consequently, the Commissioner prepared a Desist and Refrain Order which he shared with the Respondents through their counsel along with additional requirements and terms necessary to settle this action on an administrative basis. Respondents agreed to those terms, including agreeing to stipulate to the agreed upon resolution which includes the following terms:

TERMS

Respondents and the Department enter into this stipulation to resolve the dispute relating to Respondents violations of Corporations Codes section 25401. Respondents and the Commissioner by and on behalf of the California Department of Corporations agree as follows:

1. Respondents stipulate to the findings set fourth in the Desist and Refrain Order issued by the California Department of Corporations against Brian McGuane, Jeri Bullock f/k/a Jeri McGuane and Jeri Cook, and Oxford Financial Group, Inc., a California corporation on November 18, 2011. (Attached hereto as Ex. 1.)
2. Respondents waive all rights to an administrative hearing on the Order and all appellate rights, if applicable.
3. Respondents agree to the following:
 - a) Not to violate the Desist and Refrain Order;
 - b) To disclose all previously issued desist and refrain orders, other administrative orders, civil and criminal actions, and this Stipulation in any offer and/or sale of securities as required by California law;
 - c) to contact all of the investors and give them a status on the policy(ies) that each individual investor invested in providing at least the following information:
 - (1) a confirmation that the policy is in force and has not lapsed;
 - (2) the date and dollar amount of last premium payment;
 - (3) the due date and dollar amount of the next premium payment;
 - (4) a confirmation that the insured is alive;
 - (5) the age of the insured;
 - (6) the date the insured was last contacted for an update on his/her health;
 - (7) the dollar amount left in the premium reserve account to pay the premiums on each policy in which the investor invested;
 - (8) whether there is/is not enough money to make the premium payments in 2011, 2012, and 2013;
 - (9) an estimate of how much the investor's pro-rata share of the annual premium will be if the insured outlives the money in the premium reserve account and an estimate of when that may occur;

(10) A reminder, in no uncertain terms, that the investor will be required to pay his pro rata share of the premium if the premium reserve account runs out of money, and step-by-step instructions on how to make that payment for cash and qualified money investors;

(11) contact information for a reliable, available source in the United States who can respond to questions about the investment during normal business hours.

d) To “cc” Erik Brunkal, or to direct the trustee of the policies to “cc” Erik Brunkal with any and all communications to any and all investors for a period of 12 months after this stipulation.

4. With regard to the correspondence outlined in 3.c. above, the proposed letters to investors are attached hereto as Ex.s 2 and 3. The parties have agreed to the content and the form of the letters. Following the execution of this stipulation, Respondents shall have 60 days within which to mail the appropriate letter(s) to each investor, via return receipt U.S. Mail. Respondents will forward copies of each letter and the corresponding return receipt within 14 days thereafter to Erik Brunkal at the Department of Corporations, Enforcement Division, (Sacramento) but no later than 120 days from the signing of this agreement.

5. Concurrently with this Stipulation, Respondents will submit to the Commissioner a declaration or affidavit, under penalty or perjury under the laws of the state of California, disclosing their current occupation(s) or business(es), including any affiliation with any broker/dealer, life settlement company, or any other firm offering, selling or offering to buy or buying securities, whether in issuer transactions or otherwise,

6. For purposes of any future action taken by the Department against Respondents, Respondents waive their right to dispute the findings contained in the Desist and Refrain order issued November 18, 2011.

7. The Department will not take further action against Respondents based on the violations of the California Corporate Securities Law which form the basis for the Desist and Refrain Order issued November 18, 2011.

8. This Stipulation only relates to administrative actions taken or that could be taken by the Department under the California Corporate Securities Law.

9. Nothing in this Stipulation precludes the Department from cooperating in any investigation or prosecution of Respondents by another agency as required or allowed by statute.

10. This Stipulation constitutes the full agreement between the parties and was agreed to voluntarily and with the assistance of counsel.

11. This Stipulation is a public document.

Preston DuFauchard
California Corporations Commissioner

Alan Weinger
Deputy Commissioner, Enforcement

1/26/12
Date

Brian McGuane, individually, and as
Control Person of Oxford Financial Group, Inc.

1/24/12
Date

Christopher R. Erwin, Esq.
Erwin & Johnson, LLP
9170 Irvine Center Drive
Irvine, CA 92618

1/24/12
Date

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

TO: Brian McGuane
22315 Gilmore Street
Woodland Hills, CA 91303

Jeri Bullock f/k/a Jeri McGuane and Jeri Cook
4170 Admiralty Way, #238
Marina Del Ray, CA 90292

Oxford Financial Group, Inc
12121 Wilshire Blvd., Suite 1120
Los Angeles, CA 90025
or
12400 Wilshire Blvd.
Los Angeles, CA 90025
or
15303 Ventura Blvd, Suite 1080
Sherman Oaks, CA 91403

DESIST AND REFRAIN ORDER

(For violations of section 25401 of the California Corporations Code)

The California Corporations Commissioner finds that:

1. At all relevant times, Brian McGuane (“McGuane”) was a natural person and a resident of California.
2. McGuane was licensed and formerly employed in the securities industry in North Carolina. Financial Industry Regulatory Authority (“FINRA”) maintains the qualification, employment and disclosure histories of registered representatives and principals in its Central Registration Depository (“CRD”). McGuane’s CRD number is 2194994.
3. Jeri Bullock (“Bullock”), formerly known as Jeri McGuane and Jeri Cook, was a natural person and a resident of California.
4. Oxford Financial Group, Inc. (hereinafter, “Oxford”) is a California corporation incorporated on November 15, 2002. At all relevant times, McGuane and Bullock were the control persons of

1 Oxford. The corporations' last known business addresses are 12121 Wilshire Blvd., Suite 1120, Los
2 Angeles, CA 90025, 12400 Wilshire Blvd., Los Angeles, CA 90025, and 15303 Ventura Blvd, Suite
3 1080, Sherman Oaks, CA 91403.

4 5. The Commissioner is informed and believes that Oxford is no longer conducting business in
5 California and no longer maintains any corporate offices.

6 6. Between 2002 and 2005, McGuane and Bullock, through their corporation, Oxford, offered
7 and sold securities in the State of California in the form of interests in life insurance policies, called
8 life settlements to at least 52 California investors.

9 7. With regard to all of the afore-described sales, McGuane, Bullock and Oxford failed to
10 disclose the following regulatory and criminal history of McGuane arising out of McGuane's prior
11 offers and sales of life settlements in North Carolina for Omni Advisor Group, Inc., a North Carolina
12 Corporation:

- 13 (a) On July 30, 2002, The State of Utah issued an Emergency Order to Cease and Desist and
14 Order to Show Cause to Brian McGuane (among others) for securities violations, including
15 misrepresentations, arising out of his involvement in the sale of life settlements;
- 16 (b) On October 22, 2002, the State of Maryland and Brian McGuane (on behalf of his company,
17 Omni Advisor Group, Inc.) entered into a Consent Order prohibiting unregistered sales of
18 securities and sales of securities by untrue statements and material omissions by McGuane
19 and his company.
- 20 (c) On May 5, 2003, the State of Iowa and Brian McGuane entered into a consent order requiring
21 McGuane to abide by all the provisions of the Iowa Uniform Securities Act;
- 22 (d) On June 25, 2003, Brian McGuane was convicted in the State of Utah of three felony counts
23 of securities fraud and other securities related offenses for his involvement in the sale of life
24 settlements;
- 25 (e) On February 24, 2004, the State of Oregon and Brian McGuane entered into a Stipulated
26 Order prohibiting the unregistered sale of life settlement securities, prohibiting unlicensed
27 entities from selling said securities, prohibiting McGuane from violating the Oregon
28 Securities Law and requiring McGuane to offer rescission to all Oregon residents who
purchased life settlements from McGuane and his company;

1 (f) On July 21, 2004, the State of Utah and Brian McGuane entered into a Stipulation and
2 Consent Order wherein McGuane agreed to offer rescission to all Utah residents who had
3 purchased life settlements.

4
5 Based upon the foregoing findings, the California Corporations Commissioner is of the
6 opinion that McGuane, Bullock, and Oxford offered and sold securities in this State by means of
7 written or oral communications which included an untrue statement of a material fact or omitted to
8 state a material fact necessary in order to make the statements made, in the light of the circumstances
9 under which they were made, not misleading, in violation of Corporations Code section 25401.

10
11 Pursuant to section 25532 of the Corporations Code, Brian McGuane, Jeri Bullock, and the
12 Oxford Financial Group, Inc., and any associated individuals, partnerships, corporations, or
13 companies are hereby ordered to desist and refrain from offering or selling or buying or offering to
14 buy any security in the State of California by means of any written or oral communication which
15 includes an untrue statement of a material fact or omits to state a material fact necessary in order to
16 make the statements made, in the light of the circumstances under which they were made, not
17 misleading, including but not limited to securities in the form of life settlements.

18
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 Dated: November 18, 2011
22 Sacramento, California

23 Preston DuFauchard
24 California Corporations Commissioner

25
26 By _____
27 Alan S. Weinger
28 Deputy Commissioner
Enforcement Division