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

TO:

Robert Greenberg
29729 Niguel Road #C
Laguna Niguel, California 92677

And

On Legal Grounds, Inc.
29729 Niguel Road #C
Laguna Niguel, California 92677

And

Like New, Inc.
24633 Santa Clara Avenue
Dana Point, California 92629

DESIST AND REFRAIN ORDER

(For violations of section 25110 and 25401 of the Corporations Code)

The California Corporations Commissioner finds that:

1. At all relevant times, On Legal Grounds, Inc., was a Nevada corporation, located at 29729 Niguel Road, Laguna Niguel, California 92677.
2. At all relevant times, Like New, Inc. was a California corporation located at 24633 Santa Clara, Dana Point, California 92629,

1 3. At all relevant times, Robert Greenberg was the Chief Executive Officer, President and
2 Secretary of On Legal Grounds, Inc., and the sole officer and director of Like New, Inc., and in such
3 capacity Robert Greenberg was involved in the daily operations of both companies.
4

5 4. Beginning in or about June 2005, Robert Greenberg, On Legal Grounds, Inc. and Like New,
6 Inc. (collectively referred to as Respondents), offered or sold securities in the State of California, in
7 the form of common stock in On Legal Grounds, Inc. The purpose of the offering was to raise \$7.5
8 million to implement the business plan for the wholly owned subsidiary, Like New, Inc.
9

10 5. These securities were offered or sold in this state in issuer transactions. The Department of
11 Corporations has not issued a permit or other form of qualification authorizing any person to offer or
12 sell these securities in this state.
13

14 6. Respondents represented to investors in the business plan that Robert Greenberg was the
15 majority owner of Eagle Power Systems, Inc., which was a company “on the cutting edge of the
16 energy conservation industry of the 70’s, 80’s and early 90’s.” Respondents failed to disclose to
17 investors that Eagle Power Systems, Inc., was the subject of a desist and refrain order issued by the
18 California Department of Corporations on December 31, 1986.
19

20 Based upon the foregoing findings, the California Corporations Commissioner is of the
21 opinion that the common stock issued by Robert Greenberg, On Legal Grounds, Inc. and Like New,
22 Inc. are securities subject to qualification under the California Corporate Securities Law of 1968 and
23 are being or have been offered or sold without being qualified in violation of Corporations Code
24 section 25110. Pursuant to section 25532 of the Corporate Securities Law of 1968, Robert
25 Greenberg, On Legal Grounds, Inc. and Like New, Inc., are hereby ordered to desist and refrain from
26 the further offer or sale of securities in the State of California, unless and until qualification has been
27 made under the law or unless exempt.
28

1 Further, the California Corporations Commissioner is of the opinion that the securities were
2 offered or sold in this state by means of written or oral communications which included an untrue
3 statement of a material fact or omitted to state a material fact necessary in order to make the
4 statements made, in the light of the circumstances under which they were made, not misleading, in
5 violation of section 25401 of the Corporations Code. Pursuant to section 25532 of the Corporations
6 Code, Robert Greenberg, On Legal Grounds, Inc. and Like New, Inc., are hereby ordered to desist
7 and refrain from offering or selling or buying or offering to buy any security in the State of
8 California, including but not limited to common stock, by means of any written or oral
9 communication which includes an untrue statement of a material fact or omits to state a material fact
10 necessary in order to make the statements made, in the light of the circumstances under which they
11 were made, not misleading.

12
13 This Order is necessary, in the public interest, for the protection of investors and consistent
14 with the purposes, policies, and provisions of the Corporate Securities Law of 1968. This order shall
15 remain in full force and effect until further order of the California Corporations Commissioner.

16
17 Dated: December 1, 2006
18 Sacramento, California

19
20 PRESTON DuFAUCHARD
21 California Corporations Commissioner

22
23 By: _____
24 SHARON A. LUERAS
25 Lead Counsel
26 Enforcement Division
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