

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

TO: James Dirk Roach aka
Dirk Roach
1469 University Avenue #A
San Diego, California

**DESIST AND REFRAIN ORDER
(For violations of section 25110 of the Corporations Code)**

The California Corporations Commissioner finds that:

1. At all relevant times, James Dirk Roach, also known as Dirk Roach, (“Roach”) was Vice President of Cherokee Solutions, Inc., an entity of unknown corporate status. At all relevant times relating to the investments described herein, Roach provided his address to investors as 1464 Essex #H, San Diego, California 92103. It now appears that Roach’s address is 1469 University Avenue #A, San Diego, California.
2. Beginning in or about August 2000, Roach offered and sold securities in the form of promissory notes of his own issue.
3. Through the use of Internet chat rooms at www.creonline.com, Roach offered or sold at least 11 promissory notes in amounts ranging from \$8,000 - \$11,000 with interest rates of 12% and 12.75%. These promissory notes had a face value totaling \$91,600.
4. The purported purpose of the offering was to raise funds to purchase mobile homes for resale or rental. The notes were not secured by the mobile homes but instead were personally secured by Roach. Allegedly, Roach did not have any legal interest in the mobile homes. Roach has failed to make payments on the notes purchased by the investors and pursuant to the terms of the promissory notes Roach is in default.
5. These securities were offered and sold in this state in issuer transactions. The Department of Corporations has not issued a permit or other form of qualification authorizing any person to offer and sell these securities in this state.

Based upon the foregoing findings, the California Corporations Commissioner is of the opinion that the promissory notes are securities subject to qualification under the California Corporate Securities Law of 1968 and are being or have been offered or sold without being qualified. Pursuant to Section 25532 of the Corporate Securities Law of 1968, James Dirk

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Roach, also known as Dirk Roach is hereby ordered to desist and refrain from the further offer or sale in the State of California of securities in the form of promissory notes, unless and until qualification has been made under said law or unless exempt. This Order is necessary, in the public interest, for the protection of investors and consistent with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

Dated: January 30, 2003
Los Angeles, California

DEMETRIOS A. BOUTRIS
California Corporations Commissioner

By _____
ALAN S. WEINGER
Supervising Counsel
Enforcement and Legal Services Division