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

TO: Barry Feinman  
Restore Solutions, Inc.  
6965 El Camino Real, Suite 105-543  
Carlsbad, CA 92009  
and  
1734 Catalpa Road  
Carlsbad, CA 92011  
  
William DePaul  
1731 Catalpa Road  
Carlsbad, CA 92011

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

The California Corporations Commissioner finds that:

1. At all relevant times, Restore Solutions, Inc., is and was a California corporation, incorporated on February 6, 2004, with a principal place of business at 6965 El Camino Real, Suite 105-543, Carlsbad, CA 92009. Restore Solutions, Inc. maintains a Web site at [www.restoreresolutionsonline.com](http://www.restoreresolutionsonline.com).
2. At all relevant times, Barry Feinman (“Feinman”), is and was the President and a control person of Restore Solutions, Inc.

1 3. At all relevant times, William DePaul (“DePaul”), was the Chief Executive Office and a  
2 control person of Restore Solutions, Inc.

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4 4. Beginning in or about 2005, Feinman, DePaul and Restore Solution, Inc. offered and sold  
5 securities in the form of promissory notes convertible to shares of common stock to California  
6 residents.

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8 5. Through general solicitations in the form of an investor recruitment network, Feinman, DePaul  
9 and Restore Solutions, Inc. offered and sold promissory notes convertible to shares of common stock.

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11 6. According to Restore Solutions, Inc.’s private placement memorandum, the company “is  
12 dedicated to becoming a global solutions provider for the restoration, beautification and preservation  
13 of almost any surface found in the home or commercial business . . . As of August 31, 2006, the  
14 company had over 28 total shareholders who have contributed approximately \$3,000,000 in equity . . .  
15 The company has raised its capital solely through referrals from existing shareholders.”

16  
17 7. The purported purpose of the offering was to raise funds for the continued growth and  
18 development of Restore Solutions, Inc.

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20 8. These securities were offered or sold in this state in issuer transactions. The Department of  
21 Corporations has not issued a permit or other form of qualification authorizing any person to offer or  
22 sell these securities in this state.

23  
24 Based upon the foregoing findings, the California Corporations Commissioner is of the opinion  
25 that the investments that are being or have been offered or sold by Barry Feinman, William DePaul  
26 and Restore Solutions, Inc. are securities subject to qualification under the Corporate Securities Law  
27 of 1968 (Corporations Code, section 25100 et seq.) and are being or have been offered or sold without  
28 being qualified in violation of Corporations Code section 25110. Pursuant to section 25532 of the

1 Corporate Securities Law of 1968, Barry Feinman, William DePaul and Restore Solutions, Inc. are  
2 hereby ordered to desist and refrain from the further offer or sale in the State of California of  
3 securities, including but not limited to promissory notes and shares of common stock, unless and until  
4 qualification has been made under the law or unless exempt.

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

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9 Dated: August 30, 2007  
10 Los Angeles, California

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PRESTON DuFAUCHARD  
California Corporations Commissioner

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By \_\_\_\_\_  
ALAN S. WEINGER  
Lead Corporations Counsel  
Enforcement Division

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