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

TO: Jean-Claude Soleil  
818 Canary Court  
Healdsburg, CA 95448

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

The California Corporations Commissioner finds that:

1. At all relevant times, Jean-Claude Soleil (“Soleil”) has resided in Sonoma County with a last known address of 818 Canary Court, Healdsburg, California.
2. Soleil has offered securities in the form of memberships in an investment group. The purported purpose of the group is to pool its resources to engage in stock trading, to be managed by persons other than the investors. The solicitation materials state that Soleil is looking for cash investors to form the needed pool of trading capital.
3. Said securities have been offered by general solicitation, including but not limited to the circulation of written solicitation materials by distribution door to door to residences in Windsor, California.
4. 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 on the foregoing findings, the California Corporations Commissioner is of the opinion that the memberships in the investment group offered by Soleil constitute securities, which are subject to qualification under the California Corporate Securities Law of 1968, and that these securities have been and are being offered without being qualified in violation of Corporations Code section 25110.

1 Pursuant to section 25532 of the Corporate Securities Law of 1968, Jean-Claude Soleil is  
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 memberships in investment groups, unless and until  
4 qualification has been made under the law, or unless exempt.

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

7 Dated: October 2, 2006

8 Los Angeles, California

9 PRESTON DuFAUCHARD  
10 California Corporations Commissioner

11 By \_\_\_\_\_  
12 ALAN S. WEINGER  
13 Supervising Attorney  
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