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2005 DEC -1 PM 12:02

SACRAMENTO COURTS
DEPT. #54

1 WAYNE STRUMPFER
Acting California Commissioner
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Acting Deputy Commissioner
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7
8 SUPERIOR COURT OF THE STATE OF CALIFORNIA

9 FOR THE COUNTY OF SACRAMENTO

10 THE PEOPLE OF THE STATE OF
CALIFORNIA, by and through the
11 COMMISSIONER OF CORPORATIONS,

12 Plaintiff,

13 vs.

14 TROPICAL VILLAGE, INC., a Florida
Corporation; CLARITY DEVELOPMENT
15 CORPORATION, a Florida Corporation;
SENIOR ADULT LIVING, INC., a Florida
16 Corporation; PATRICK B. KIRKLAND,
individually and doing business as Tropical
17 Village, Inc., Clarity Development Corporation,
and Senior Adult Living, Inc.; ANA
18 RODRIGUEZ, individually; LAURA M.
WADE, individually; VAN JACOBS; and
19 DOES 1-20, inclusive.

20 Defendants.

Case No.:

05AS05300

ORDER ISSUING TEMPORARY
RESTRAINING ORDER AND SETTING
ORDER TO SHOW CAUSE HEARING RE:
PRELIMINARY INJUNCTION

(Corporations Code §§ 25110, 25210, 25230,
25401)

DATE: November 30, 2005

TIME: 1:30

DEPT: 54

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22 The Ex Parte Application for Temporary Restraining Order came on regularly at the above
23 date and time and in the Department indicated. James K. Openshaw, Senior Corporations Counsel,
24 appeared for Plaintiff, the People of the State of California by and through the California
25 Corporations Commissioner.

26 After consideration of Plaintiff's Ex Parte Application, Complaint, Memorandum of Points
27 and Authorities in support thereof, Declarations and evidence in support thereof, the Court finds that
28 the People have demonstrated a likelihood of prevailing on the merits of the action and the absence of

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State of California - Department of Corporations

1 any substantive opposition or defense to the request for injunctive relief, and FOR GOOD CAUSE
2 APPEARING

3 IT IS HEREBY ORDERED THAT:

4 1. Pursuant to Corporations Code section 25530, a Temporary Restraining Order is
5 hereby issued restraining and enjoining all Defendants, TROPICAL VILLAGE, INC., CLARITY
6 DEVELOPMENT CORPORATION, SENIOR ADULT LIVING, INC., PATRICK B. KIRKLAND,
7 ANA RODRIGUEZ, LAURA B. WADE and VAN JACOBS, their officers, directors, successors in
8 interest, agents, employees, attorneys in fact, and all persons acting in concert or participating with
9 them, or any of them, from directly or indirectly:

10 a. Conducting or arranging for the marketing, solicitation, or advertisement of
11 investments in TROPICAL VILLAGE, INC., CLARITY DEVELOPMENT CORPORATION,
12 SENIOR ADULT LIVING, INC., or any other company of any name owned and/or controlled by
13 PATRICK B. KIRKLAND, ANA RODRIGUEZ, LAURA B. WADE and/or VAN JACOBS, of
14 fractional investments in real estate interests, or of any similar type of investment in any other
15 company, into the State of California by way of any media, including, but not limited to, newspapers,
16 magazines, television, or radio that reaches subscribers or a listening audience within the State of
17 California, or through the mail, or by way of direct telephone or other communication with residents
18 of the State of California.

19 b. Violating Corporations Code Section 25110 of the Corporate Securities Law of 1968
20 by offering or selling unqualified non-exempt investment contracts or any other securities in the State
21 of California, by selling or purchasing or offering to sell or purchase any security as defined by
22 California law, to any resident in the State of California, by any means of communication, without
23 first qualifying that security as required by law; or prove by substantive evidence to the satisfaction
24 of this Court, that an exemption applies to the offer or sale of the securities.

25 c. Violating Corporations Code Section 25210 of the Corporate Securities Law of 1968
26 by offering or selling securities in the form of investment contracts or any other securities in the State
27 of California to residents of California, without having first obtained a license from the
28 Commissioner or other regulatory licensing agency as required.

1 d. Violating Corporations Code Section 25230 of the Corporate Securities Law of 1968
2 by providing investment advice as an investment advisor for a fee with regard to the offering or
3 selling securities in the form of investment contracts or any other securities in the State of California
4 to residents of California, without having first obtained a license from the Commissioner or other
5 regulatory licensing agency as required.

6 e. Violating Corporations Code Section 25401 by offering or selling or buying or
7 offering to buy investment contracts or any other securities in the State of California to residents of
8 California, by means of any written or oral communication which includes an untrue statement of a
9 material fact or omits to state a material fact necessary in order to make the statements made, in light
10 of the circumstances under which they were made, not misleading.

11 f. Removing, destroying, mutilating, concealing, altering, transferring, or otherwise
12 disposing of, in any manner, any books, records, documents, correspondence, brochures, manuals, or
13 other documentation of any kind in the possession, custody or control of any of the Defendants that
14 relate in any way to the offer and sale of securities, specifically, but not limited to, fractional
15 investments in real estate interests.

16 g. Transferring, changing, disbursing, selling, dissipating, converting, pledging,
17 assigning, foreclosing or otherwise disposing of any real or personal property or other assets, in their
18 possession or under their control, or in the possession of, or under the control of, any of them, which
19 property or other assets are or were to be held for the benefit of defendants' investors and/or
20 creditors, or by any person for the benefit of any investors and/or creditors of defendants, and each of
21 them, whether in trust or otherwise, without further Order from this Court.

22 IT IS FURTHER ORDERED THAT:

23 Pursuant to Code of Civil Procedure section 527(d)(1), an Order to Show Cause hearing shall
24 be held on December 16, 2005, at 9:00am, in Department 54 of this
25 court, at which time defendants shall show why a preliminary injunction should not be granted. The
26 hearing shall be held in accordance with section 527(e). If any defendant chooses to submit written
27 statements or objections to the issuance of a preliminary injunction, papers must be filed with the
28 Court no later than December 8, 2005, at 4:00pm, and served by facsimile and

1 overnight mail on the Commissioner. If the Commissioner chooses to file a reply, papers must be
2 filed no later than December 14, 2005, at 12:00 noon, and served by facsimile and overnight
3 mail on the defendants at the business address.

4 A copy of the Ex Parte Application, the Order Issuing this Temporary Restraining Order, the
5 Complaint, the Memorandum of Points and Authorities in support thereof, the Declarations in support
6 thereof, and all other declarations and exhibits in support thereof, together with a copy of the Order to
7 Show Cause shall be served on all defendants no later than December 5, 2005 at 5:00 p.m., pursuant
8 to CCP §527(d)(2).

9 IT IS SO ORDERED.

10 DATED: **DEC - 1 2005**

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12 JUDGE OF THE SUPERIOR COURT

13 JUDGE SHELLYANNE W. L. CHANG
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