

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

TO: U.S. WEST LLC
MICHAEL SOPER
CHRIS PONISH
4804 Laurel Canyon Boulevard, Suite # 235
Valley Village, CA 91607
and
603 Bristol Ave.
Simi Valley, CA 93065

DESIST AND REFRAIN ORDER

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

The California Corporations Commissioner finds that:

1. At all relevant times herein, U.S. West LLC (“U.S. West”) was a California limited liability company with its principal place of business at 4804 Laurel Canyon Boulevard, Suite # 235, Valley Village, CA 91607 and 603 Bristol Ave., Simi Valley, CA 93065.

2. At all relevant times herein, Michael Soper (“Soper”) was CEO of U.S. West.

3. At all relevant times herein, Chris Ponish (“Ponish”) was an agent of U.S. West, soliciting investors.

4. In 2007, U.S. West, through Ponish, offered securities in the form of investment contracts consisting of interests in a hedge fund operated by U.S. West.

5. These securities were offered or sold by U.S. West, Ponish, and Soper 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.

6. In connection with the offer and sale of these securities, U.S. West, Ponish, and Soper made, or caused to be made, misrepresentations of material fact or omitted to state material facts necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading. These misrepresentations and omissions included, but are not limited to the following:

(a) U.S. West omitted to inform investors that the Pennsylvania Securities Commission issued a Cease and Desist Order against U.S. West LLC for offering to sell unregistered securities.

1 (b) U.S. West misrepresented to investors that they will return their full investment
2 upon request when in fact U.S. West does not return the full amount of their investment upon request.

3 Based on the foregoing findings, the California Corporations Commissioner is of the opinion
4 that the securities in the form of investment contracts consisting of interests in a hedge fund, offered
5 and sold by U.S. West, Soper, and Ponish are securities subject to qualification under the California
6 Corporate Securities Law of 1968 and are being or have been offered and sold without being
7 qualified, in violation of Section 25110 of the Corporate Securities Law of 1968.

8 Pursuant to Section 25532 of the Corporate Securities Law of 1968, U.S. West, Inc., Michael
9 Soper, and Chris Ponish are hereby ordered to desist and refrain from the further offer or sale in the
10 State of California of securities, including but not limited to, investment contracts consisting of
11 interests in a hedge fund, unless and until qualification has been made under this law or unless
12 exempt.

13 Further, the California Corporations Commissioner is of the opinion that the securities offered
14 by U.S. West, Soper, and Ponish were offered in this state by means of written or oral
15 communications that included untrue statements of material fact or omitted to state material facts
16 necessary in order to make the statements made, in the light of the circumstances under which they
17 were made, not misleading, in violation of section 25401 of the Corporate Securities Law of 1968.

18 Pursuant to Section 25532 of the Corporate Securities Law of 1968, U.S. West, Inc., Michael
19 Soper, and Chris Ponish are hereby ordered to desist and refrain from offering or selling or buying or
20 offering to buy any security in the State of California, including but not limited to, investment
21 contracts consisting of interests in a hedge fund, by means of any written or oral communication
22 which includes an untrue statement of a material fact or omits to state a material fact necessary in
23 order to make the statements made, in the light of the circumstances under which they were made, not
24 misleading.

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

27 Dated: April 13, 2009 PRESTON DuFAUCHARD
28 Los Angeles, California California Corporations Commissioner

By: _____
ALAN S. WEINGER
Acting Deputy Commissioner