

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

File No. ALPHA

TO: OTHA COLE aka O.T. COLE
8707-D Lindley Avenue #186
Northridge, CA 91325

DESIST AND REFRAIN ORDER

Pursuant to Section 25532 of the California Corporate Securities Law of 1968, you are hereby ordered to desist and refrain from the further offer or sale in the State of California of securities, including but not limited to, investment contracts in the form of HyperOx Institute of California, Inc. limited partnership interests and stock in the form of HyperOx Institute of California, Inc. shares unless and until qualification has been made under said law or unless exempt. This order is issued for the reason that, in the opinion of the Commissioner of Corporations of the State of California, the sale of such securities is subject to qualification under said law and such securities are being or have been offered for sale without first being so qualified. The Commissioner of Corporations of the State of California finds that this Order is necessary in the public interest or for the protection of investors and is consistent with the purposes of the policy and provisions of the Corporate Securities Law of 1968.

Dated: March 25, 1998
Los Angeles, California.

DALE E. BONNER
Commissioner of Corporations

By _____
ALAN S. WEINGER
Supervising Counsel