

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

TO: **Glenn R. Wilson**
ABW Property Partners # 9 L.P.,
ABW Property Investments, Inc., and
ABW Tax and Consulting, Inc.
3887 State Street, Suite 110
Santa Barbara, CA 93105

Daniel Collier
444 E. Santa Clara Street
Ventura, California 93001

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, Glenn R. Wilson (“Wilson”), ABW Property Partners # 9, L.P. (“ABW9”), ABW Property Investments, Inc. (“ABWPI”), and ABW Tax and Consulting, Inc. (“ABWT&C”) were located at 3887 State Street, Suite 110, Santa Barbara, California, 93105.

ABW9 is a California limited partnership formed in February 2006. ABWPI is a California corporation incorporated in December 2002. ABWT&C is a California corporation incorporated in January 2000. ABWPI was the general partner of ABW9 and Wilson is an owner and vice president of ABWPI. Additionally, Wilson is the owner and president of ABWT&C.

2. At all relevant times herein, Daniel Collier (“Collier”) and Pizza Dreams, Inc. (“PDI”) were located at 444 E. Santa Clara Street, Ventura, California, 93001. PDI is a California corporation incorporated in May 2002. Collier is the president of PDI, which operated Rusty’s Pizza Parlor (“Rusty’s”) franchises in Ventura County, California.

3. Beginning in around February 2006 and continuing through at least Septemer 2009, Wilson and his affiliates and Collier offered and sold securities in the form of investment contracts comprised of units in a limited partnership that Wilson said would purchase commerical real estate at 150 W. Vineyard Ave., Oxnard, California (“Property”). Wilson publically solicited investors for the

1 real estate investment at a seminar held in February 2006. Wilson solicited investors and then their
2 family members and friends, including some investors that were neither accredited or sophisticated,
3 through the distribution of flyers advertising a rate of return ranging from 340.84% to 670.68% on
4 the real estate investment. Some investors received the flyers after attending “investing for
5 retirement” seminars advertised by Wilson in the Santa Barbara News-Press, while other investors
6 received the flyer to attend the seminar through the mail. Wilson encouraged investors to use a self-
7 directed IRA company to invest retirement funds in ABW9 and told investors that the investment in
8 ABW9 was approved for retirement accounts.

9 4. Wilson and his affiliates offered and sold securities to approximately 40 investors
10 primarily in the Santa Barbara County area totaling over \$600,000. Collier was also present and
11 spoke at the seminar regarding the real estate investment. Collier’s restaurant Rusty’s was to be the
12 tenant at the Property. Collier spoke of his role as a 25% partner in the purchase of the Property and
13 the success that he had as a restaurateur. Together, Wilson and Collier convinced the investors that
14 the partnership between ABW9 and PDI made the investment in the property a cannot miss
15 opportunity.

16 5. In connection with the offer and sale of these securities, Wilson, ABW9, ABWPI,
17 ABWT&C and Collier made, or caused to be made, misrepresentations of material facts or omitted to
18 state material facts necessary in order to make the statements made, in the light of the circumstances
19 under which they were made, not misleading. These misrepresentations and omissions included, but
20 are not limited to the following:

21 a. Investors were told that the Property would be purchased for \$1,750,000, when
22 it was actually purchased for \$1,550,000, resulting in a discrepancy of \$200,000 that has not been
23 accounted for to the investors;

24 b. Investors were told that ABW9 would own 75% of the Property and Collier
25 would own 25%, when Collier actually owned 65.2% of the Property and ABW9 owned 34.8% as
26 specified in the Grant Deed signed on January 20, 2006 and recorded on May 15, 2006;

27 c. Investors were told that Collier would invest his own cash in the Property,
28 paying 25% of the down payment, when in actuality Collier did not invest any cash in the Property;

1 d. Investors were not told that their money would be transferred from ABW9's
2 bank account and commingled with bank accounts belonging to other entities owned and/or operated
3 by Wilson, including one instance where Wilson made an unauthorized unsecured loan in the amount
4 of \$100,000 with ABW9 funds through Wilson's affiliate ABW Funding Group, L.P.; and

5 e. Investors were not told that prior to and following closing on the Property,
6 ABW9 funds would be misused by transferring over \$300,000 to PDI or to Collier and his wife
7 Sheila Collier.

8 Based on the foregoing findings, the California Corporations Commissioner is of the opinion
9 that the securities in the form of investment contracts comprised of units in a limited partnership
10 offered and sold by Wilson, ABW9, ABWPI, ABWT&C and Collier are securities subject to
11 qualification under the California Corporate Securities Law of 1968 and are being or have been
12 offered or sold without being qualified, in violation of Section 25110 of the Corporate Securities Law
13 of 1968.

14 Pursuant to Section 25532 of the Corporate Securities Law of 1968, Glenn R. Wilson, ABW
15 Property Partners #9 L.P., ABW Property Investments, Inc., ABW Tax and Consulting, Inc., and
16 Daniel Collier are hereby ordered to desist and refrain from the further offer or sale in the State of
17 California of securities, including, but not limited to investment contracts comprised of units in a
18 limited partnership unless and until qualification has been made under said law or unless exempt.

19 Further, the California Corporations Commissioner is of the opinion that the securities offered
20 and sold by Wilson, ABW9, ABWPI, ABWT&C and Collier were offered and sold in this state by
21 means of written or oral communications that included untrue statements of material fact or omitted
22 to state material facts necessary in order to make the statements made, in the light of the
23 circumstances under which they were made, not misleading, in violation of section 25401 of the
24 Corporate Securities Law of 1968.

25 Pursuant to Section 25532 of the Corporate Securities Law of 1968, Glenn R. Wilson, ABW
26 Property Partners #9 L.P., ABW Property Investments, Inc., ABW Tax and Consulting, Inc., and
27 Daniel Collier are hereby ordered to desist and refrain from offering or selling or buying or offering
28 to buy any security in the State of California, including, but not limited to, investment contracts

1 comprised of limited partnership units by means of any written or oral communication which
2 includes an untrue statement of a material fact or omits to state a material fact necessary in order to
3 make the statements made, in the light of the circumstances under which they were made, not
4 misleading.

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: August 23, 2011
8 Los Angeles, California

9 PRESTON DuFAUCHARD
10 California Corporations Commissioner

11 By _____
12 ALAN S. WEINGER
13 Deputy Commissioner
14 Enforcement Division
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