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

**TO: Giovinezza Cosmetics Corporation**  
**Laura E. Warren**  
**Thomas H. Warren**  
**2519 Anabas Avenue**  
**San Pedro, CA 90732**

**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, Giovinezza Cosmetics Corporation, a California corporation, formerly known as Giovinezza Corporation, formerly known as Nutritiva, Inc. (“Giovinezza Cosmetics”), was in the business of creating, formulating and manufacturing cosmetics. Giovinezza Cosmetics’ last known business address was 2519 Anabas Avenue, San Pedro, CA 90732.
2. At all relevant times Laura E. Warren was chief executive officer, president and founder of Giovinezza Cosmetics.
3. At all relevant times, Thomas H. Warren solicited investors to invest in Giovinezza Cosmetics.
4. Beginning in at least 1998, Giovinezza Cosmetics, Laura E. Warren and Thomas H. Warren offered or sold securities in the form of common stock raising at least \$153,125 through the sale of shares of common stock.
5. The purported purpose of the offering was to create, formulate and manufacture cosmetics, and “build up” Giovinezza Cosmetics.

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1 6. These securities were offered or sold in this state in issuer transactions. The Department of  
2 Corporations has not issued a permit or other form of qualification authorizing any person to offer  
3 and sell these securities in this state.

4 7. In connection with the offers or sales of Giovinezza Cosmetics common stock, Laura E.  
5 Warren and Thomas H. Warren made untrue statements of material fact or omitted to state material  
6 facts necessary in order to make the statements made, in the light of the circumstances under which  
7 they were made, not misleading. These misrepresentations and/or omissions included, but are not  
8 limited to:

9 a. Laura E. Warren's misrepresentation that the money invested in Giovinezza Cosmetics  
10 would double within a year, when in fact, there was no reasonable basis to state such a fact.

11 b. Laura E. Warren and Thomas H. Warren's misrepresentation that Giovinezza  
12 Cosmetics is "going public," when in fact, there was no reasonable basis to state such a fact.

13 Based on the foregoing findings, the California Corporations Commissioner is of the opinion  
14 that the shares of common stock being offered or sold by Giovinezza Cosmetics, Laura E. Warren  
15 and Thomas H. Warren are securities subject to qualification under the California Corporate  
16 Securities Law of 1968 and are being or have been offered or sold without first being qualified.  
17 Pursuant to Section 25532 of the Corporate Securities Law of 1968, Giovinezza Cosmetics  
18 Corporation, Laura E. Warren and Thomas H. Warren are hereby ordered to desist and refrain from  
19 the further offer or sale of securities, in the State of California, including but not limited to common  
20 stock, unless and until qualification has been made under said law or unless exempt.

21 Further, the California Corporations Commissioner is of the opinion that the securities issued  
22 by Giovinezza Cosmetics, were offered or sold in this state by means of written or oral  
23 communications which included an untrue statement of a material fact or omitted to state a material  
24 fact necessary in order to make the statements made, in the light of the circumstances under which  
25 they were made, not misleading, in violation of Section 25401 of the Corporate Securities Law of  
26 1968. Pursuant to Section 25532 of the Corporate Securities Law of 1968, Giovinezza Cosmetics  
27 Corporation, Laura E. Warren and Thomas H. Warren are hereby ordered to desist and refrain from  
28 offering or selling or buying or offering to buy any security in the State of California, including but

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

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

6 Dated: June 9, 2008  
7 Los Angeles, California

8 PRESTON DuFAUCHARD  
9 California Corporations Commissioner

10  
11 By \_\_\_\_\_  
12 ALAN S. WEINGER  
13 Lead Corporations Counsel  
14 Enforcement Division  
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