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

TO: MacArthur Birch, LLC
Betty Warner
Eugene Foster
4590 MacArthur Boulevard, Suite 500
Newport Beach, California 92660

DESIST AND REFRAIN ORDER(For violations of 25401 of the Corporations Code)

The California Corporations Commissioner finds that:

- 1. At all relevant times, MacArthur Birch, LLC ("MacArthur Birch") was a Nevada limited liability company doing business at 4590 MacArthur Boulevard, Suite 500, Newport Beach, California 92660.
- 2. At all relevant times, Betty Warner ("Warner") was a manager of MacArthur Birch, LLC.
- 3. At all relevant times, Eugene Foster ("Foster") was a manager of MacArthur Birch, LLC.
- 4. Beginning in or about March 2008, MacArthur Birch, Warner, and Foster offered and sold securities in the form of investment contracts to California residents.
- 5. The purported purpose of the offering was to permit MacArthur Birch to invest money in various investment vehicles that would yield a return of 5-10% monthly.
- 6. In connection with the offer and sale of these securities, MacArthur Birch, Warner, and Foster omitted to state material facts. Investors were not told that MacArthur Birch, Warner, and Foster would invest the money into Winsome Investment Trust operated by Robert Andres, and omitted to tell investors that the California Department of Corporations issued a desist and refrain order on March 15, 2007 against Robert Andres, Winsome Investment Trust, Winsome Investment Business Trust, and Warren Wai Hung Chiu for violating the California Corporate Securities Law by offering and selling unqualified securities. The desist and refrain order was not challenged and is final.
- 7. In connection with the offer and sale of these securities, MacArthur Birch, Warner, and Foster misrepresented to investors that they would receive a return of 5-10% monthly on the investment, and

that MacArthur Birch would return the investor's entire principal investment in twelve months from the date of investment. Investors did not receive the promised return.

Based on the foregoing findings, the California Corporations Commissioner is of the opinion that the investment contracts offered and/or sold by MacArthur Birch, LLC, Betty Warner, and

that the investment contracts offered and/or sold by MacArthur Birch, LLC, Betty Warner, and Eugene Foster are securities subject to qualification under the California Corporations Code and were offered in this state by means of written or oral communications that included untrue statements of material fact and/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, in violation of section 25401 of the California Corporations Code.

Pursuant to Section 25532 of the California Corporations Code, MacArthur Birch, LLC, Betty Warner, and Eugene Foster are hereby ordered to desist and refrain from offering or selling any security in the State of California, including, but not limited to investment contracts by means of any written or oral communication which includes an untrue statement of a material fact or omits to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading.

This Order is necessary, in the public interest, for the protection of investors and consistent with the purposes, policies, and provisions of the California Corporations Code.

Dated: October 6, 2009 Sacramento, California

PRESTON DuFAUCHARD
California Corporations Commissioner

By______ALAN S. WEINGER
Deputy Commissioner
Enforcement Division