

1 PRESTON DuFAUCHARD  
California Corporations Commissioner  
2 ALAN S. WEINGER  
Deputy Commissioner  
3 EDWARD KELLY SHINNICK (CA Bar No. 96209)  
Corporations Counsel  
4 DEPARTMENT OF CORPORATIONS  
1350 Front Street, Room 2034  
5 San Diego, California 92101  
Telephone: (619) 645-3166  
6

7 Attorneys for Complainant

8 BEFORE THE DEPARTMENT OF CORPORATIONS  
9 OF THE STATE OF CALIFORNIA

10  
11 In the Matter of the Desist and Refrain Order )  
12 Issued To: )

13 WINDOW WORLD, INC. )

14 )  
15 Respondent )  
16 )  
17 )  
18 )  
19 )

**STIPULATION TO DESIST AND REFRAIN ORDER**

20  
21 IT IS HEREBY STIPULATED AND AGREED between Window World, Inc. (hereafter  
22 "Respondent") and Preston DuFauchard, California Corporations Commissioner ("Commissioner"),  
23 as follows:

24 WHEREAS, Respondent admits the jurisdiction of the California Department of  
25 Corporations over Window World, Inc. and over the subject matter of this Stipulation.

26 WHEREAS, Respondent waives its right to any reconsideration, appeal, or any other rights  
27 which may be afforded pursuant to California Corporations Code sections 25532 and 25609, or any  
28 other provision of law in connection with these matters, including but not limited to Government

1 Code sections 11521 and 11523, and any writ proceeding in accordance with the Code of Civil  
2 Procedure.

3 WHEREAS, all terms used, but not defined herein, shall have the meaning assigned to them  
4 by the California Corporations Code.

5 WHEREAS, Respondent represents that this Stipulation is a voluntary act on its part.

6 WHEREAS, Respondent represents, warrants, and agrees that it has received or has been  
7 advised to seek independent legal advice from its attorneys with respect to the advisability of  
8 executing this Stipulation.

9 WHEREAS, Respondent, without admitting or denying wrongdoing, consents to the issuance  
10 of the Desist and Refrain Order (“Order”), in the form attached hereto as Exhibit A, directing  
11 Respondent to desist and refrain from the further offer and sale of unregistered franchises in the  
12 State of California, unless registered under said law or unless exempt.

13 WHEREAS, Respondent stipulates and agrees to the finality of the Commissioner’s Order.  
14 Respondent further understands and agrees that the Order is public and that Respondent cannot deny  
15 the violations cited in the Order or make any statement or representation that is inconsistent with the  
16 Order or create the impression that the Order is without factual basis.

17 WHEREAS, the Commissioner approved of the form of the notice of rescission offer  
18 provided by Respondent, does not object to the rescission process followed by Respondent, and  
19 nothing herein shall adversely impact the offer of rescission previously tendered by Respondent to  
20 its California licensees.  
21

22 WHEREAS, notwithstanding the previous paragraph it is the intent and understanding  
23 between the parties that this Stipulation and Order shall not affect or limit Respondent’s right to take  
24 legal or factual positions in litigation or other legal proceedings in which the Commissioner is not a  
25 party.

26 WHEREAS, upon entry of this Stipulation and Order, all matters that were raised by the  
27 Commissioner against Respondent, its agents, officers, or employees will be fully and finally  
28 resolved.

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WHEREAS, notwithstanding the previous paragraph, Respondent agrees and acknowledges that nothing in this Stipulation shall preclude the Commissioner, his agents, officers, or employees, to the extent authorized by law, from referring any evidence or information regarding this matter to any other state or federal law enforcement official, or from assisting or cooperating pursuant to the Franchise Investment Law with regards to any investigation and/or action addressed herein or otherwise.

PRESTON DuFAUCHARD,  
California Corporations Commissioner

Dated: 11/29/11

By \_\_\_\_\_  
Alan S. Weinger  
Deputy Commissioner

Dated: 11/18/11

By \_\_\_\_\_  
An officer on behalf of Window World, Inc.

Approved as to Form:

Dated : 11/21/11

By \_\_\_\_\_  
Richie W. Taylor, Esq.  
Manning, Fulton & Skinner P.A.  
Attorneys for Window World, Inc.

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

5 TO: Paramjit Bedi, CEO  
6 Jasleen Singh, Secretary  
7 Winnol LLC  
8 700 North Brand Blvd., Suite 440  
9 Glendale, CA 91203

10 **DESIST AND REFRAIN ORDER**  
11 **(For violations of section 25110 of the Corporations Code)**

12 The Commissioner of Corporations finds that:

13 1. Winnol LLC (“Winnol”) is a limited liability company formed under the laws of  
14 California on June 3, 2011. Its principal place of business is 700 N. Brand Blvd., Suite 440,  
15 Glendale, CA 91203.

16 2. At all relevant times, Paramjit Bedi (“Bedi”) was the CEO and a control person of  
17 Winnol. At all relevant times, Jasleen Singh (“Singh”) was the secretary and a control person of  
18 Winnol.

19 3. According to its offering materials, Winnol is in the advertising and marketing  
20 business.

21 4. Beginning in 2011 or earlier, Winnol, Bedi, Singh, and their agents offered and sold  
22 securities in the form of interests in a limited liability company to residents of California and  
23 elsewhere.

24 5. These securities were offered or sold in this state in issuer transactions. The  
25 Department of Corporations has not issued a permit or other form of qualification authorizing any  
26 person to offer or sell these securities in this state.

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1           6.       Winnol, Bedi, Singh, and their agents offered and sold these securities by means of  
2 general solicitation, including but not limited to an investor referral network used to solicit people  
3 with whom they had no preexisting relationship.

4           Based upon the foregoing findings, the Commissioner of Corporations is of the opinion that  
5 the interests in a limited liability company that are being or have been offered or sold by Paramjit  
6 Bedi, Jasleen Singh, and Winnol LLC are securities subject to qualification under the California  
7 Corporate Securities Law of 1968 and are being or have been offered or sold without being qualified  
8 in violation of Corporations Code section 25110. Pursuant to Corporations Code section 25532,  
9 Paramjit Bedi, Jasleen Singh, and Winnol LLC are hereby ordered to desist and refrain from the  
10 further offer or sale in the State of California of securities, including but not limited to interests in a  
11 limited liability company, unless and until qualification has been made under the law or unless  
12 exempt.

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

15           Dated: June 4, 2013  
16                     Sacramento, California

17   JAN LYNN OWEN  
18   Commissioner of Corporations

19   By \_\_\_\_\_  
20   MARY ANN SMITH  
21   Deputy Commissioner  
22   Enforcement Division