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

TO: Genomics Institute of America
J.P. Wheldon, Founder and Chief Financial Officer
9775 Marconi Drive, Suite E
Otay Mesa, California 92154

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DESIST AND REFRAIN ORDER
(For violations of section 25110 and 25401 of the Corporations Code)

The California Corporations Commissioner finds that:

1. At all relevant times, J.P. Wheldon was the chief financial officer of Genomics Institute of America, a business entity located at 9775 Marconi Drive, Suite E, Otay Mesa, California 92154.
2. Beginning in or about December 2006, Genomics Institute of America and J.P. Wheldon offered or sold securities, in the State of California in the form of stock in the company Genomics Institute of America.
3. Genomics Institute of America was purported to be in the business of stem cell research.
4. These securities were offered or sold in this state in issuer transactions. The Department of Corporations has not issued a permit or other form of qualification authorizing any person to offer or sell these securities in this state.
5. In connection with these offers and sales, Genomics Institute of America and J.P. Wheldon represented to investors that the company was going to merge with another company and investors would see a significant increase in the value of their stock. Investors have not received a return at all on their investments.

Based upon the foregoing findings, the California Corporations Commissioner is of the opinion that the stock in Genomics Institute of America issued by Genomics Institute of America are securities subject to qualification under the California Corporate Securities Law of 1968 and are being or have been offered or sold without being qualified in violation of Corporations Code section 25110. Pursuant to section 25532 of the Corporate Securities Law of 1968, Genomics Institute of

1 America and J.P. Wheldon are hereby ordered to desist and refrain from the further offer or sale of
2 securities in the State of California, including but not limited to stock, unless and until qualification
3 has been made under the law.

4 Further, the California Corporations Commissioner is of the opinion that the securities
5 representing stocks in Genomics Institute of America issued by Genomics Institute of America were
6 offered or sold in this state by means of written or oral communications which included an untrue
7 statement of a material fact or omitted to state a material fact necessary in order to make the
8 statements made, in the light of the circumstances under which they were made, not misleading, in
9 violation of section 25401 of the Corporate Securities Law of 1968. Pursuant to section 25532 of the
10 Corporate Securities Law of 1968, Genomics Institute of America, and J.P. Wheldon are hereby
11 ordered to desist and refrain from offering or selling or buying or offering to buy any security in the
12 State of California, including but not limited to stock, by means of any written or oral communication
13 which includes an untrue statement of a material fact or omits to state a material fact necessary in
14 order to make the statements made, in the light of the circumstances under which they were made, not
15 misleading.

16 This Order is necessary, in the public interest, for the protection of investors and consistent
17 with the purposes, policies, and provisions of the Corporate Securities Law of 1968. This order shall
18 remain in full force and effect until further order of the California Corporations Commissioner.

19 Dated: July 19, 2007
20 Sacramento, California

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22 PRESTON DuFAUCHARD
23 California Corporations Commissioner

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25 By: _____
26 SHARON LUERAS
27 Lead Corporations Counsel
28 Enforcement Division