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

TO: Damon Westmoreland  
GreenZap, Inc.  
GreenZap  
4445 Eastgate Mall, Suite 200  
San Diego, CA 92121  
  
6160 Lusk Boulevard, C-203  
San Diego, CA 92121  
and  
www.greenzap.com

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

The California Corporations Commissioner finds that:

1. At all relevant times, Damon Westmoreland (“Westmoreland”), was the Chief Executive Officer, President and control person of GreenZap Inc., a California corporation, incorporated on June 1, 2005, and also doing business as GreenZap (“GreenZap”). GreenZap maintains a business address at 4445 Eastgate Mall, Suite 220, San Diego, California, 92121 and a business address at 6160 Lusk Boulevard, C-203, San Diego, California, 92121.
2. Beginning in or about January 2006, Westmoreland and GreenZap offered and sold securities, in the form of 10% Series B Convertible Debentures in GreenZap, to California residents.

1 3. Through general solicitations in the form of offers on the company’s Web site,  
2 www.greenzap.com, Westmoreland and GreenZap offered and sold securities to GreenZap customers.

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4 4. According to the company’s web site, “GreenZap is offering Gold members the opportunity to  
5 invest in GreenZap’s 10% Series B Convertible Debentures which may convert at 50% of market . . .  
6 This limited time offering of securities is just one way GreenZap is letting their account holders know  
7 how much they are appreciated . . . the offering is limited in the amount being raised and will not last  
8 long.”

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10 5. According to the company’s Web site, “GreenZap is a fun, simple, low-cost way for people to  
11 send, spend, and receive money online. It is a payment portal for facilitating transactions between  
12 individuals and businesses worldwide” and the purported purpose of the GreenZap offering is to raise  
13 funds in order to “help the company grow and compete in the marketplace.”

14  
15 6. These securities were offered and sold in this state in issuer transactions. The Department of  
16 Corporations has not issued a permit or other form of qualification authorizing any person to offer and  
17 sell these securities in this state.

18  
19 Based upon the foregoing findings, the California Corporations Commissioner is of the opinion  
20 that the investments that are being or have been offered and sold by Damon Westmoreland, GreenZap,  
21 Inc. and GreenZap are securities subject to qualification under the California Corporate Securities Law  
22 of 1968 (California Corporations Code section 25000 et seq.) and are being or have been offered and  
23 sold without being qualified in violation of Corporations Code section 25110. Pursuant to section  
24 25532 of the Corporate Securities Law of 1968, Damon Westmoreland, GreenZap Inc. and GreenZap  
25 are hereby ordered to desist and refrain from the further offer or sale in the State of California of  
26 securities, including but not limited to 10% Series B Convertible Debentures, unless and until  
27 qualification has been made under the law or unless exempt.

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

Dated: June 29, 2007

Los Angeles, California

PRESTON DuFAUCHARD  
California Corporations Commissioner

By \_\_\_\_\_  
ALAN S. WEINGER  
Lead Corporations Counsel  
Enforcement Division