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**STATE OF CALIFORNIA
BUSINESS, CONSUMER SERVICES AND HOUSING AGENCY
DEPARTMENT OF BUSINESS OVERSIGHT**

TO: Alan K. Anderson
Imbee, Inc.
2185 Ridgepoint Court
Walnut Creek, California 94596

DESIST AND REFRAIN ORDER

(For violations of sections 25110 and 25401 of the Corporations Code)

The Commissioner of Business Oversight finds that:

1. At all relevant times, Alan K. Anderson (Anderson) was an individual with a business address of 2185 Ridgepoint Court, Walnut Creek, California 94596.

2. Sometime around 2010, Anderson reportedly purchased Imbee, Inc, a social networking company targeted at children, out of probate. Anderson filed a Certificate of Incorporation for Imbee, Inc., with the Secretary of State of Delaware on April 22, 2010.

3. At all relevant times, Anderson was and remains the Chief Executive Officer of Imbee, Inc., located at 2099 Mount Diablo Boulevard, Suite 204, Walnut Creek, California 94596.

4. Beginning in at least 2010, Anderson offered and sold securities in the form of stock in Imbee, Inc. in California in issuer transactions.

5. In May 2010, Anderson sold 3.3% of the company (Imbee, Inc.) to a California resident (hereafter "First Investor") for \$37,000.00.

6. After completing the transaction in this state, Anderson and Imbee, Inc., issued a stock certificate for fifty shares to stock to the First Investor.

7. In October 2012, Anderson sold an additional 9,652 shares of Imbee to First Investor in this state for \$14,100. Thereafter, Anderson and Imbee, Inc., forwarded a stock certificate reflecting 9,652 shares of stock to the First Investor.

8. In August 2015, Anderson leased property in Playa Vista, California from a different California resident (hereafter "Second Investor"). After Anderson fell behind on the rent, and was

1 served with an eviction notice, he promised the Second Investor 20,360 shares of stock in Imbee in
2 payment of the past due rent.

3 9. The Second Investor accepted these shares of stock from Anderson as payment for the
4 past due rent. This transaction constituted a sale of securities pursuant to Corporations Code §
5 25019, and the transaction occurred in this state.

6 10. Anderson then created a Common Stock Purchase Agreement dated June 16, 2016
7 confirming the sale of 20,360 shares of Imbee stock to the Second Investor but he never delivered the
8 promised shares of stock to the Second Investor, despite his promise to do so.

9 11. Sometime later, Anderson contacted the Second Investor and offered additional stock
10 in Imbee. On October 25, 2016, the Second Investor purchased an additional \$4,322.00 of Imbee
11 stock from Anderson and wired these funds to an account. This transaction occurred in this state.

12 12. Anderson never provided these additional shares to the Second Investor.

13 13. The Department of Business Oversight has not issued a permit or other form of
14 qualification authorizing any person to offer and sell the securities in Imbee, Inc., in this state.

15 14. In connection with the offer of these securities, Anderson made or caused to be made,
16 misrepresentations of material facts, or omitted to state material facts, necessary in order to make the
17 statements made, in light of the circumstances under which they were made, not misleading. These
18 representations were as follows:

19 i. Anderson failed to disclose to either the First Investor or the Second Investor
20 that he had previously been convicted of a felony for forging documents, that he was sentenced to
21 prison or that he was ordered to pay a fine of \$25,000;

22 ii. Anderson also represented to at least Second Investor that Imbee and/or Fuhu,
23 Inc. (a company affiliated with Imbee) were being purchased by Mattel, Inc., and as a result, he
24 would be able to satisfy his debts. This was not true.

25 Based on the foregoing, the Commissioner of the Department of Business Oversight is of the
26 opinion that the shares of stock in Imbee, Inc. are securities subject to qualification under the
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1 Corporate Securities Law of 1968 (Corp. Code, § 25000 et seq.) (Corporations Code), and were
2 offered without being qualified, in violation of section 25110 of the Corporations Code.

3 Pursuant to Corporations Code section 25532, Alan K. Anderson and Imbee, Inc., are hereby
4 ordered to desist and refrain from the further offer or sale in the State of California of securities,
5 unless and until qualification has been made under the Corporate Securities Law or unless exempt.

6 The Commissioner is of the further opinion that the securities were offered for sale in this
7 state by means of written and oral communications, which include untrue statements or omissions of
8 material facts, in violation of 25401 of the Corporate Securities Law of 1968.

9 Pursuant to Corporations Code section 25532, Alan K. Anderson and Imbee, Inc., are hereby
10 further ordered to desist and refrain from the further offer or sale in the State of California of
11 securities, by means of any written or oral communication which includes untrue statements or
12 omissions of material facts.

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: February 27, 2019
16 Sacramento, California

JAN LYNN OWEN
Commissioner of Business Oversight

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18 By: _____
19 MARY ANN SMITH
20 Deputy Commissioner
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