

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

4 **TO:** TITAN SPARK PLUG COMPANY, INC. doing business as  
5 TITAN SPARK PLUG COMPANY and  
6 TITAN SPARK PLUG CO., INC.

7 2799 E. Tropicana, Suite G  
8 Las Vegas, NV 89121

9 5835 B West Washington Blvd.  
10 Culver City, CA 90232

11 13428 Beach Avenue  
12 Marina del Rey, CA 93940

13 Robert F. Morin a.k.a. Bob Morin, Chief Financial Officer (CFO) and Secretary  
14 11 27<sup>th</sup> Avenue, #202  
15 Venice, CA 90291

16 **DESIST AND REFRAIN ORDER**  
17 **(For violations of sections 25110 and 25401 of the Corporations Code)**

18 The California Corporations Commissioner finds that:

19 1. Titan Spark Plug Company, Inc., which also does business as Titan Spark Plug  
20 Company, a Nevada corporation, has its "corporate office" located at 2799 E. Tropicana, Suite G,  
21 Las Vegas, Nevada, and its "R&D" located at 13428 Beach Avenue, Marina del Rey, California. It  
22 also used 5835 B West Washington Blvd., Culver City, California as it business and mailing address.  
23 Records of the California Secretary of State's Office reveal that Titan Spark Plug Company, Inc.  
24 never qualified to do business in California as a corporation. Instead, Robert Morin a.k.a. Bob  
25 Morin ("Morin") filed a fictitious business name statement for "Titan Spark Plug Co., Inc." in Los  
26 Angeles on October 29, 2004. Titan Spark Plug Company, Inc., Titan Spark Plug Company and  
27 Titan Spark Plug Co., Inc. hereinafter are referred to as "TSP".

28 2. Morin represented himself to be TSP's Chief Financial Officer (CFO), Secretary, Director  
and husband of Susan Morin. Susan Morin was TSP's President, Treasurer and Director.

1           3. TSP's documents state that it intended "to drive sales with a downloadable brochure via  
2 the company website, as well as flyers," and their toll free telephone number 866 TITAN-RD or  
3 (866) 848-2673 and brochures to be used in conjunction with outside sales calls and retail sales  
4 displays. TSP represents itself to be a "SEM Technologies Firm." TSP's private placement  
5 memorandum (PPM) given to investors states:

6                   SEM Technologies will be established as a privately held Nevada LLC-corporation  
7                   and will dba (sic) The (sic) Titan Spark Plug Company. Susan Morin, with 25.5%,  
8                   and Robert F. Morin, with 25.5%, will be the majority owners.

9           However, the Morins were 100% owners of SEM Technologies LLC, which in January 2003 had its  
10 authorization to do business revoked by the Nevada Secretary of State's Office. The Morins never  
11 sought to have SEM Technologies LLC status reinstated.

12           4. In 2004 and continuing thereafter, Morin and others talked with investors about the TSP  
13 investment opportunity, explaining that the company had facilities ready to manufacture spark plugs  
14 from titanium alloy and that TSP had obtained NASCAR as an endorser. The spark plugs made by  
15 TSP were not made from titanium. Morin further represented that TSP had been raising money for  
16 operations and only needed additional investor funds for advertising. Documents given to investors  
17 also stated that TSP had "patents pending." However, TSP did not have issued or pending patents.  
18 Morin's previous business venture, Pyromor Systems, involving the spark plug "patent pending  
19 technology" had ended in bankruptcy and Morin lost any rights to the spark plug in 2002.

20           5. TSP represented to some investors that their funds were to be used for advertising.  
21 However, with investor funds the Morins (1) acquired a Mercedes roadster, (2) paid themselves, (3)  
22 paid commissions to the sales persons who provided investors or investor leads, and (4) paid credit  
23 cards. The Morins also made cash withdrawals of investors' funds. An analysis of the approximately  
24 \$420,000 provided by investors shows that the investment funds also were used to pay expenses for  
25 Bath and Body Works, Bay Cities Veterinary, Beauty by Qq, Center Stage Tickets, Davy Jones  
26 Liquor, Hollywood Video, McCarthy Pharmacy, North Bay Animal Emergency Hospital, Nutrition  
27 Warehouse, Petal's "n" Wax, Skin Rejuvenation, Sport Chalet, Sunset Tan, The Jungle Nursery,  
28 Tower Records, Universal Jewelers Mfg., Victoria's Secret, Vitamin World, and Wolfs Liquor.

1           6. TSP, Morin and their sales agents working in concert and participation with others  
2 offered and sold securities in the form of shares of TSP common or preferred stock to California  
3 investors. Investors provided in excess of \$420,000 to TSP in exchange for shares of stock of TSP.

4           7. TSP and the Morins also hired investors as "consultants" to raise additional capital for  
5 TSP and, in exchange for their services in obtaining investors, compensated them with cash or stock.

6           8. Shares of stock are defined as securities under section 25019 of the California  
7 Corporations Code, Corporate Securities Law of 1968. TSP's stock was offered and sold in California  
8 in issuer transactions.

9           9. The Department of Corporations has not issued a permit, license or other form of approval  
10 or qualification authorizing TSP, Morin or their agents to offer and sell common or preferred stock of  
11 TSP in the State of California. The sale of such securities is subject to qualification under said law,  
12 and such securities are being or have been offered or sold without first being so qualified or exempt  
13 in violation of California Corporations Code section 25110.

14           10. From at least 2004 and continuing thereafter, TSP, Morin and their agents and others  
15 working in concert or participation with them offered and sold securities to California investors  
16 and, while doing so, TSP, Morin or their agents misrepresented or omitted material facts including,  
17 but not limited to, the following:

- 18           a. TSP had a production agreement with Bodine Assembly and Test Systems;
- 19           b. Bodine Assembly and Test Systems would use a machine specifically  
20           built and dedicated to the production of the TSP's Spark Plug;
- 21           c. TSP used titanium alloy to produce the spark plugs; and
- 22           d. Morin had unsuccessfully litigated and lost the right to the spark plug technology.

23           Based upon the foregoing, the California Corporations Commissioner is of the opinion that  
24 Titan Spark Plug Company, Inc., Titan Spark Plug Company, Titan Spark Plug Co., Inc., Robert F.  
25 Morin a.k.a. Bob Morin, their agents and others working in concert or participation with them,  
26 offered or sold stock of Titan Spark Plug Company, Inc., Titan Spark Plug Company or Titan Spark  
27 Plug Co. Inc. without being qualified or exempted in violation of section 25110 of the Corporate  
28 Securities Law of 1968.

1 Pursuant to section 25532 of the Corporate Securities Law of 1968, Titan Spark Plug  
2 Company, Inc., Titan Spark Plug Company, Titan Spark Plug Co., Inc., Robert F. Morin a.k.a. Bob  
3 Morin, their agents and others working in concert or participation with them, are hereby ordered to  
4 desist and refrain from the further offer or sale of any security in the State of California including,  
5 but not limited to, common and preferred stock of Titan Spark Plug Company, Inc., Titan Spark Plug  
6 Company and Titan Spark Plug Co., Inc., unless and until qualification has been made under the law  
7 or unless exempt.

8 Based upon the foregoing, the California Corporations Commissioner is of the opinion that  
9 Titan Spark Plug Company, Inc., Titan Spark Plug Company, Titan Spark Plug Co., Inc., Robert F.  
10 Morin a.k.a. Bob Morin, their agents and others working in concert or participation with them,  
11 offered or sold shares of common and preferred stock by means of misrepresentations and omissions  
12 of material facts in violation of California Corporations Code section 25401, Corporate Securities  
13 Law of 1968.

14 Pursuant to section 25532 of the Corporate Securities Law of 1968, the California  
15 Corporations Commissioner orders Titan Spark Plug Company, Inc., Titan Spark Plug Company,  
16 Titan Spark Plug Co., Inc., Robert F. Morin a.k.a. Bob Morin, their agents and others working in  
17 concert or participation with them, to desist and refrain from offering or selling or buying or  
18 offering to buy any security in the State of California by means of misrepresentations and  
19 omissions of material facts.

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

22 Dated: June 20, 2006  
23 Los Angeles, California

24 PRESTON DuFAUCHARD  
25 California Corporations Commissioner

26 By \_\_\_\_\_  
27 ALAN S. WEINGER  
28 Supervising Attorney  
Enforcement Division