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

TO: Addrell R. Brewer
Prostar Management
3040 Great Highway, Suite 200
San Pablo, California 94806

Addrell R. Brewer
Fashion
3040 Great Highway, Suite 200
San Pablo, California 94806

Addrell R. Brewer
689 Butte St.
Sausalito, California

DESIST AND REFRAIN ORDER

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

The California Corporations Commissioner finds that:

1. At all relevant times, Addrell R. Brewer, (hereinafter "Addrell Brewer") doing business at 3040 Great (cited also in a promissory note as "Giant") Highway, Suite 200, San Pablo, California 94806; and Prostar Management, and Fashion are or have, personally or through agents of Prostar Management, and Fashion been issuing unqualified securities in the form of promissory notes or investment contracts by means of misrepresentations or omissions of material facts to residents of the State of California.

2. Beginning in or about April of 2002, Addrell Brewer asked a lady over 70 years of age to invest \$5,000 to be used for final post-production and operating capital for his newly started business, Prostar Management. When the lady told him that she did not have \$5,000 to invest, Addrell Brewer suggested to the lady that she give him her VISA credit card and he would charge the \$5,000. The lady gave her VISA credit card to Addrell Brewer for him to charge the \$5,000 for her investment. In exchange for receiving the lady's credit card for a \$5,000 investment, Addrell Brewer gave to the lady an investment contract

1 or promissory note identifying her as an investor who had invested \$5,000 and who was to
2 receive 5% of the profits made by Addrell Brewer doing business as Prostar Management.
3 Subsequently, Addrell Brewer charged more than \$9,000 on the lady's credit card for
4 services or goods some of which, if not all, are unrelated to costs associated with final post-
5 production and operating capital of Prostar Management.

6 3. In or about December of 2002, Addrell Brewer told a lady over 70 years of age
7 about a company he was starting called "Fashion." He promised her an 11% return on her
8 investment. The lady invested \$24,000 with Addrell Brewer. Subsequently on January 13,
9 2003, Addrell Brewer gave to the lady a document labeled "Promissory Note" that identifies
10 \$19,000 as being "loaned."

11 4. The Department of Corporations has not qualified these securities being
12 issued by Addrell Brewer for Prostar Management or Fashion in this State.

13 5. Addrell Brewer failed to inform the investors that the securities offered and
14 sold to investors were not qualified by the Department of Corporations. Addrell Brewer
15 failed to inform the investors that there are or were outstanding arrest warrants against
16 Addrell Brewer in San Diego County for issuing check(s), draft(s), or order(s) upon bank(s)
17 or depositary(ies), or person(s), or firm(s) or corporation(s), for the payment of money,
18 knowing at the time there were insufficient funds. Further, Addrell Brewer failed to inform
19 investors that he had charged more than the \$5,000 on the credit card of an investor and
20 the activities charged were unrelated to the final post-production or the operating expenses
21 of Prostar Management.

22 Based upon the foregoing findings, the California Corporations Commissioner is of
23 the opinion that the securities offered or sold by Addrell Brewer, Prostar Management, or
24 Fashion, and subsidiaries or affiliates are subject to qualification under the California
25 Corporate Securities Law of 1968 and are being or have been offered or sold without being
26 qualified in violation of Corporations Code section 25110. Pursuant to Section 25532 of the
27 Corporate Securities Law of 1968, Addrell Brewer, Prostar Management or Fashion, or any
28 affiliates or subsidiaries are ordered to DESIST and REFRAIN from the further offer or sale

1 in the State of California of securities in the form of promissory notes or investment
2 contracts, unless and until qualification has been made under said law.

3 In addition, the securities were offered and sold by Addrell Brewer were by means of
4 written or oral communications which included an untrue statement of a material fact or
5 omitted to state a material fact necessary in order to make the statements made, in light of
6 the circumstances under which they were made, not misleading, in violation of section
7 25401 of the Corporate Securities Law of 1968. Pursuant to Section 25532 of the
8 Corporate Securities Law of 1968, Addrell Brewer is hereby ordered to DESIST and
9 REFRAIN from offering and selling any security in the State of California, including but not
10 limited to, by means of any written or oral communication which includes an untrue
11 statement of a material fact or omits to state a material fact necessary in order to make the
12 statements made, in light of the circumstances under which they were made not misleading

13 This Order is necessary, in the public interest, for the protection of investors and
14 consistent with the purposes, policies, and provisions of the Corporate Securities Law of
15 1968.

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17 Dated: June 25, 2003

18 Sacramento, California

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20 DEMETRIOS A. BOUTRIS
California Corporations Commissioner



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23 By VIRGINIA JO DUNLAP
24 Assistant Commissioner
25 Enforcement and Legal Services
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