

1 previous relationship with Ward Real Estate, Ward or Handleson. The purported purpose of offering
2 the interests was to raise funds for the purchase of “foreclosure properties, homes in distress
3 situations, fixer-uppers and most any other property that meets our qualification guidelines.” The
4 properties were to be re-sold at a profit and provide a return to the investors. More than \$1,000,000
5 was raised from investors.

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7 6. In connection with the offer and sale of these securities, Ward Real Estate, Ward and
8 Handleson misrepresented or omitted material facts. These misrepresentations and omissions
9 included, but are not limited to the following:

10 a. That investors holding the interest bearing notes would receive a rate of return of 12%
11 per annum, payable monthly, while failing to disclose that there was no way at the time of the
12 investment to ensure that return.

13 b. That the funds would be used for investment by Ward Real Estate, while failing to
14 disclose that a significant portion of investors’ money was going to be used for personal expenses and
15 income benefiting Ward, Handleson and others.

16 c. That although the Ward Real Estate “profits may diminish to nothing on occasion, but
17 as the investor, you [the investor] take none of that risk,” when, in fact, the investors lost their money
18 and received very little by way of any return.

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20 7. These securities were offered or sold in California in non-exempt issuer transactions. The
21 Department of Corporations has not issued a permit or other form of qualification authorizing Ward
22 Real Estate Brokerage & Foreclosure Services, Inc., Ward or Handleson to offer and sell these
23 securities in this state.

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25 Based on the foregoing findings, the California Corporations Commissioner is of the opinion
26 that the interest bearing notes offered and/or sold by Ward Real Estate Brokerage & Foreclosure
27 Services, Inc., Leesa Ward and Athena Handleson, are securities subject to qualification under the
28 California Corporations Code. These securities are being or have been offered or sold without being

1 qualified or exempt, in violation of Section 25110 of the California Corporations Code. Pursuant to
2 section 25532 of the Corporate Securities Law of 1968, Ward Real Estate Brokerage & Foreclosure
3 Services, Inc, Leesa Ward and Athena Handleson are hereby ordered to desist and refrain from the
4 further offer or sale in the State of California of securities, including, but not limited to promissory
5 notes, unless and until qualification has been made under the law, or unless exempt.

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7 Further, the California Corporations Commissioner is of the opinion that the securities offered
8 by Ward Real Estate Brokerage & Foreclosure Services, Inc., Leesa Ward and Athena Handleson
9 were offered in this state by means of written or oral communications that included untrue statements
10 of material fact or omitted to state material facts necessary in order to make the statements made, in
11 the light of the circumstances under which they were made, not misleading, in violation of section
12 25401 of the California Corporations Code. Pursuant to Section 25532 of the California Corporations
13 Code, Ward Real Estate Brokerage & Foreclosure Services, Inc., Leesa Ward and Athena Handleson
14 are hereby ordered to desist and refrain from offering or selling any security in the State of
15 California, including, but not limited to promissory notes, by means of any written or oral
16 communication which includes an untrue statement of a material fact or omits to state a material fact
17 necessary in order to make the statements made, in the light of the circumstances under which they
18 were made, not misleading.

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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 California Corporations Code.

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23 Dated: November 28, 2007
24 Sacramento, California

25 PRESTON DUFAUCHARD
26 California Corporations Commissioner

27 By _____
28 ALAN S. WEINGER
Lead Corporations Counsel
Enforcement Division