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

TO: Robert Olivas aka Robert Anthony Olivas
Colleen Ramirez
ROCO Financial Corp.
4295 A Jurupa St. #115
Ontario, CA 91761

One Empire, Inc.
3633 Inland Empire Blvd., Ste. 640
Ontario, CA 91764

Five Star Investment Group
4120 Jurupa St., Ste. 218
Ontario, CA 91761

DESIST AND REFRAIN ORDER
(For violations of Corporations Code section 25401)

The California Corporations Commissioner finds that:

1. ROCO Financial Corp. (“ROCO”) is a California corporation incorporated on April 23, 1993 and located at 4295 A Jurupa St. #115, Ontario, CA 91761. ROCO’s corporate status is suspended.
2. One Empire, Inc. (“One Empire”) is a California corporation incorporated on May 3, 2006 and located at 3633 Inland Empire Blvd., Ste. 640, Ontario, CA 91764.
3. Five Star Investment Group (“Five Star”) is a California corporation incorporated on December 24, 2003 and located at 4120 Jurupa St., Ste. 218, Ontario, CA 91761. Five Star’s corporate status is suspended.

1 4. At all relevant times herein, Robert Olivas aka Robert Anthony Olivas (“Olivas”) is or
2 was an individual whose last known business address is 3633 Inland Empire Blvd., Ste. 640, Ontario,
3 CA 91764. Olivas a control person of ROCO, One Empire and Five Star.

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5 5. At all relevant times herein, Colleen Ramirez (“Ramirez”) is or was an individual whose
6 last known business address is 3633 Inland Empire Blvd., Ste. 640, Ontario, CA 91764. Ramirez is a
7 control person of ROCO, One Empire and Five Star.

8 6. Beginning in or about December 2005 and continuing thereafter, ROCO, One Empire,
9 Five Star, Olivas and Ramirez offered and sold securities in the form of “Investment Agreements” to
10 at least two California residents. Olivas and Ramirez, acting in their capacity as control persons and
11 representatives of ROCO, One Empire and Five Star, recommended that the California residents each
12 take a home equity loan and invest the loan proceeds through the Investment Agreements. The
13 Investment Agreements paid a bi-monthly interest payment for a twelve (12) month period, after
14 which time the entire principal would be returned to the investors.

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17 7. Olivas and Ramirez told the investors that the principal was “guaranteed” and there was
18 no way for the investors to lose the principal.

19 8. In or about December 2005, one California investor accepted the offer and purchased the
20 Investment Agreement from ROCO, One Empire, Five Star, Olivas and Ramirez. Ramirez arranged
21 a home equity loan in the amount of one hundred thousand dollars U.S. (\$100,000.00) for the purpose
22 of investing the money pursuant to the Investment Agreement. The Investment Agreement stated that
23 the investor would receive interest payments in the amount of \$2200 bi-monthly, on the 1st and 15th
24 day of each month, for a twelve (12) month period, after which time the entire principal would be
25 returned to the investor.
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1 9. In or about February 2006, another California investor accepted the offer and purchased
2 the Investment Agreement from ROCO, One Empire, Five Star, Olivas and Ramirez. Ramirez
3 arranged a home equity loan in the amount of one hundred thousand dollars U.S. (\$100,000.00) for
4 the purpose of investing the money pursuant to the Investment Agreement. The Investment
5 Agreement stated that the investor would receive interest payments in the amount of \$2200 bi-
6 monthly, on the 1st and 15th day of each month, for a twelve (12) month period, after which time the
7 entire principal would be returned to the investor.
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9 10. The California investors received monthly interest payments for only a few months, and
10 then all interest payments ceased. Since that time, the investors have been unable to obtain either the
11 interest owed pursuant to the Investment Agreement, or the return of the principal invested.
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13 11. When the payments ceased, the investors attempted to contact ROCO, One Empire, Five
14 Star, Olivas and Ramirez, but they would not return their inquiries. To date, neither investor has
15 received the interest due pursuant to the Investment Agreement. In addition, neither investor has
16 received the return of their principal as promised.
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18 12. ROCO, One Empire, Five Star, Olivas and Ramirez offered and sold these securities by
19 means of written and oral communications which included untrue statements of material fact and
20 which omitted to state material facts necessary in order to make the statements made, in light of the
21 circumstances under which they were made, not misleading. The misrepresentations of material fact
22 include:
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- 24 a) That the principal would be invested in Intero Real Estate Services (“Intero”); in fact,
25 the money was not invested in Intero; ROCO, One Empire, Five Star, Olivas and
26 Ramirez had never had any business dealings with Intero; and Intero never offered any
27 investment to ROCO, One Empire, Five Star, Olivas or Ramirez;
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- b) That the investors would receive bi-monthly interest payments for 12 months; in fact, payments ceased shortly after the Investment Agreement was executed;
- c) That the entire principal would be returned to the investors at the end of 12 months; in fact, the principal was never returned;
- d) That the investment was “guaranteed” and involved no risk of loss; in fact, the investment was not guaranteed and there was risk of loss; and
- e) That Ramirez and Olivas each had real estate licenses and were licensed to arrange the home equity loans; in fact, neither Ramirez nor Olivas has any real estate or other license, and neither is licensed to perform real estate salesperson, broker, mortgage or escrow-related activities.

13. The omissions of material fact include:

- a) That ROCO had its corporate status suspended; and
- b) That Five Star Investment Group had its corporate status suspended.

Based on the foregoing findings, the California Corporations Commissioner is of the opinion that ROCO, One Empire, Five Star, Olivas and Ramirez offered and sold securities in the form of Investment Agreements, by means of written and oral communications including untrue statements of material facts and omissions of material facts necessary to make the statements, in light of the circumstances under which they were made, not misleading, in violation of section 25401 of the Corporations Code. Pursuant to section 25532 of the Corporate Securities Law of 1968, ROCO Financial Corp., One Empire, Inc., Five Star Investment Group, Robert Olivas aka Robert Anthony Olivas and Colleen Ramirez are hereby ordered to desist and refrain from offering or selling any security in the State of California by means of any written or oral communication which includes an

