

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

TO: Brian D. Gibbs, President
Gibbs Financial Services, Inc.
16955 Via Del Campo, Suite 100
San Diego, CA 92127

**DESIST AND REFRAIN ORDER
(For violations of Corporations Code section 25110)**

The California Corporations Commissioner finds that:

1. At all relevant times, Brian D. Gibbs (“Gibbs”) was President of Gibbs Financial Services, Inc. (“GFS”), a California corporation, located at 16955 Via Del Campo, Suite 100, San Diego, CA 92127.
2. Beginning in or about 1998, Gibbs, through GFS offered and sold securities in the form of notes and preferred stock in various companies, including, but not limited to Temecula Bedford Court, GBS Child Care II, LLC, Temecula Towers Investors, LLC, Legend Financial Group, Inc., and B.J. Wright’s Ice Cream.
3. Gibbs representing himself as a financial planner through GFS offered and sold securities in an attempt to raise money for the various businesses listed above.
4. These securities were offered or sold in this state in issuer transactions. The Department of Corporations has not issued a permit or other form of qualification authorizing any person to offer and sell these securities in this state.

Based upon the foregoing findings, the California Corporations Commissioner is of the opinion that the notes and preferred stock are securities subject to qualification under the California Corporate Securities Law of 1968 and are being or have been offered or sold without being qualified, in violation of Section 25110 of the Corporate Securities Law of 1968. Pursuant to Section 25532 of the Corporate Securities Law of 1968, Gibbs and GFS offered or sold securities and are hereby ordered to desist and refrain from the further offer or sale in the State of California of securities, in the form of notes and preferred stock, unless and until qualification has been made under said law or unless exempt. The sale of such securities are subject to qualification under said law and such securities are being or have been offered for sale without first being so qualified.

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

Dated: October 2, 2002
Los Angeles, California

DEMETRIOS A. BOUTRIS
California Corporations Commissioner

By _____
ALAN S. WEINGER
Supervising Counsel
Enforcement and Legal Services Division

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

TO: Brian D. Gibbs, President
Gibbs Financial Services, Inc.
16955 Via Del Campo, Suite 100
San Diego, CA 92127

**DESIST AND REFRAIN ORDER
(For violations of Corporations Code section 25210)**

The California Corporations Commissioner finds that:

1. At all relevant times, Brian D. Gibbs (“Gibbs”) was President of Gibbs Financial Services, Inc. (“GFS”), a California corporation, located at 16955 Via Del Campo, Suite 100, San Diego, CA 92127.
2. Beginning in or about 1998, Gibbs, through GFS offered and sold securities in the form of notes and preferred stock in various companies, including, but not limited to Temecula Bedford Court, GBS Child Care II, LLC, Temecula Towers Investors, LLC, Legend Financial Group, Inc., and B.J. Wright’s Ice Cream.
3. Gibbs representing himself as a financial planner solicited potential investors through GFS, an unlicensed investment banking and financial services firm, and he offered and sold the securities of the above listed companies, in the State of California. Gibbs first solicited investment money from his clients when he was associated with licensed broker-dealers from September 15, 1988 through September 8, 1998. Gibbs, thereafter, continued to offer and sell investments to investors without being associated with a broker-dealer.

Based upon the foregoing, the California Corporations Commissioner is of the opinion that Gibbs and GFS have effected transactions in securities as broker-dealers without having first applied for and secured from the Commissioner a certificate, then in effect, authorizing these persons to act in that capacity, in violation of Section 25210 of the Corporate Securities Law of 1968. Pursuant to Section 25532 of the Corporate Securities Law of 1968, Gibbs and GFS are hereby ordered to desist and refrain from effecting any transaction in, or inducing or attempting to induce the purchase or sale of, any security in this state, unless and until they have applied for and secured from the Commissioner a certificate, then in effect, authorizing these persons to act in that capacity.

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

Dated: October 2, 2002
Los Angeles, California

DEMETRIOS A. BOUTRIS
California Corporations Commissioner

By _____
ALAN S. WEINGER
Supervising Counsel
Enforcement and Legal Services Division

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

TO: Brian D. Gibbs, President
Gibbs Financial Services, Inc.
16955 Via Del Campo, Suite 100
San Diego, CA 92127

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

The California Corporations Commissioner finds that:

1. At all relevant times, Brian D. Gibbs (“Gibbs”) was President of Gibbs Financial Services, Inc. (“GFS”), a California corporation, located at 16955 Via Del Campo, Suite 100, San Diego, CA 92127.
2. Beginning in or about 1998, Gibbs, through GFS offered and sold securities in the form of notes and preferred stock in various companies, including, but not limited to Temecula Bedford Court, GBS Child Care II, LLC, Temecula Towers Investors, LLC, Legend Financial Group, Inc., and B.J. Wright’s Ice Cream. Gibbs owned Legend Financial Group, Inc., which filed for Chapter 7 liquidation on January 30, 2001.
3. Gibbs representing himself as a financial planner through GFS offered and sold securities in an attempt to raise money for the various businesses listed above.
4. In connection with these offers and sales, Gibbs through GFS misrepresented or omitted to state material facts to some or all of the investors, including but not limited to the following:
 - a. misrepresented the experience of Legend Financial Group, Inc.’s executives;
 - b. misrepresented the financial condition of Legend Financial Group, Inc.;
 - c. misrepresented that the investments were collateralized by deeds of trust;
 - d. misrepresented the returns on investments and risks associated with the investments; and
 - e. failed to disclose that Gibbs was no longer associated with a broker-dealer.

Based upon the foregoing, the California Corporations Commissioner is of the opinion that the securities were offered or sold in this state by means of written or oral communications which included an untrue statement of a material fact or omitted to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading, in violation of section 25401 of the Corporate Securities Law of 1968. Pursuant to Section 25532 of the Corporate Securities Law of 1968, Gibbs and GFS are hereby ordered to desist and refrain from offering or selling or buying or offering to buy any security in the State of California, including but not limited to notes and preferred stock, by means of any

written or oral communication which includes an untrue statement of a material fact or omits to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading. This Order is necessary, in the public interest, for the protection of investors and consistent with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

Dated: October 2, 2002
Los Angeles, California

DEMETRIOS A. BOUTRIS
California Corporations Commissioner

By _____
ALAN S. WEINGER
Supervising Counsel
Enforcement and Legal Services Division