

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

TO: Mark Sinkinson, President  
Phillip A. Berlin, CEO  
MyOnlyCatalog.com, Inc.  
Now known as  
Commerce Syndication Network, Inc.  
One Technology Drive, Suite B-109  
Irvine, California 92618

9272 Jeronimo Road, Suite 107B  
Irvine, California 92618

**DESIST AND REFRAIN ORDER**

The California Corporations Commissioner finds that:

1. Since at least December 1999, MyOnlyCatalog.com, Inc., now known as Commerce Syndication Network, Inc. (the "company"), a California corporation, has offered and sold common stock through the use of "cold calling" and other boiler room techniques. The company may have raised as much as \$8 million from investors, purportedly to develop and operate an Internet-site, which would act as a portal for customers to access catalogue and mail-order retailers on the Web. The company represented to investors that: (a) it would enroll 3,700-5,000 vendors; (b) that these vendors would pay a 25% transaction fee to the company on each item sold via the web-site; and (c) the company would go public in January/February 2001. In July 2001, the company notified the Department that it had changed its name to Commerce Syndication Network, Inc.

2. Mark Sinkinson and Phillip A. Berlin are the principals of MyOnlyCatalog.com, now known as Commerce Syndication Network, Inc. In 1990, Mr. Berlin was arrested for criminal violations of the California telemarketing registration and anti-fraud laws and, later, he received a conditional sentence, including a fine, after he pleaded nolo contendere to one misdemeanor count. In 1991, Mr. Berlin was found to have violated the court's conditions and was sentenced to jail time. Mr. Berlin was a subject of two desist and refrain orders issued by the California Department of Corporations (the "Department") in November 1994 in connection with a fraudulent securities offering known as Diamond Communications. In November 1995, the State of South Dakota issued a cease and desist order against Mr. Berlin. In July, 1996, the State of Oregon also issued an administrative order to cease and desist making unlawful offers of securities of Creative Pet Products, Inc., and assessed a civil penalty against Mr. Berlin of \$5000 for failing to disclose his prior orders to investors.

3. The Department of Corporation has not issued a permit or other form of qualification authorizing any person to offer and sell common stock of MyOnlyCatalog.com, Inc., now known as Commerce Syndication Network, Inc., in this state. The securities offered and sold were not exempt from the qualification requirement under Section 25110 of the California Corporate Securities Law of 1968.

Based upon the foregoing findings, the California Corporations Commissioner is of the opinion that the common stock of MyOnlyCatalog.com, Inc., now known as Commerce Syndication Network, Inc., is a security subject to qualification under the California Corporate Securities Law of 1968 and is being or has been offered or sold without being qualified. Pursuant to Section 25532 of the California Corporate Securities Law of 1968, Mark Sinkinson, Phillip A. Berlin and MyOnlyCatalog.com, Inc., now known as Commerce Syndication Network, Inc., are hereby ordered to desist and refrain from the further offer or sale in the State of California of securities in the form of stock, unless and until qualification has been made under said law or unless exempt. 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: August 21, 2002  
Los Angeles, California

DEMETRIOS A. BOUTRIS  
California Corporations Commissioner

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