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

TO: Marina Vahkrusheva, Incorporator
Solare MedSpa Licensing Program, Inc., dba
Solare, Solare MedSpa and Solare Corporation
9454 Wilshire Blvd., Suite #202
Beverly Hills, CA 90212

DESIST AND REFRAIN ORDER
(For violations of section 31110 of the Corporations Code)

The California Corporations Commissioner finds that:

1. Solare MedSpa Licensing Program, Inc. ("Solare MedSpa") is a California corporation whose articles of incorporation were filed on April 9, 2003. Marina Vahkrusheva was its incorporator.

2. Solare MedSpa maintains a website at www.solaremedspa.com. The website lists its corporate address as 9454 Wilshire Blvd, Suite #202, Beverly Hills, CA 90212. An office suite with that number is located on the second floor of 9454 Wilshire, identified as "Solare" on both its door and the lobby directory.

3. Solare MedSpa's website offers members of the public the opportunity to own and operate individual Solare MedSpas for a start-up cost of approximately \$175,000, including a one-time licensing fee of \$75,000. Each Solare MedSpa is a small retail out-patient

1 medical facility that offers four cosmetic/laser treatments: botox, microdermabrasion, laser
2 hair removal and skin rejuvenation/foto facial.

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4 4. Solare MedSpa's website states that owner/operators of Solare MedSpas enter
5 into two agreements with Solare Corporation. One is a licensing agreement. Pursuant to
6 the licensing agreement, Solare Corporation promises to locate an appropriate site, design
7 a facility layout, recommend medical equipment suppliers, provide the owner/operator a
8 comprehensive marketing and advertising program, present candidates for key Solare
9 MedSpa positions including medical director, nurse and office manager, and assure that
10 each facility is properly registered and licensed at the state and federal level. Pursuant to a
11 separate management services agreement Solare Corporation promises to support each
12 Solare MedSpa owner/operator with ongoing business development and provide updated
13 information "as it relates to this specific and lucrative area of the healthcare industry."
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15 5. The website states that the main competitors of Solare MedSpa are independent
16 dermatologists and plastic surgeon offices that offer laser services in addition to their other
17 procedures. The website adds that "the branded awareness of a nationwide name (i.e., 'A
18 Solare MedSpa Affiliate') combined with an aggressive, proven marketing program should
19 allow you to achieve strong market penetration."
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21 6. Solare MedSpa's offer of franchises in California has not been registered under
22 the Franchise Investment Law and is not exempted under Chapter 1, beginning with
23 Corporations Code section 31100, of that law.
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25 Based upon the foregoing findings, the California Corporations Commissioner is of
26 the opinion that Marina Vahkrusheva and Solare MedSpa Licensing Program, Inc., dba
27 Solare, Solare MedSpa and Solare Corporation, are offering Solare MedSpa franchises in
28 California that are subject to registration under the Franchise Investment Law without the

1 offers first being registered, in violation of Corporations Code section 31110. Pursuant to
2 section 31402 of the Corporations Code, Marina Vahkrusheva and Solare Medspa
3 Licensing Program, Inc, doing business as Solare, Solare MedSpa and Solare Corporation,
4 are hereby ordered to desist and refrain from the further offer or sale of Solar MedSpa
5 franchises unless and until the offers have been duly registered under the Franchise
6 Investment Law. This Order is necessary, in the public interest, for the protection of
7 investors and consistent with the purposes, policies and provisions of the Corporate
8 Securities Law of 1968.

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10 Dated: June 8, 2003
11 Sacramento, California

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DEMETRIOS A. BOUTRIS
California Corporations Commissioner

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By _____
VIRGINIA JO DUNLAP
Assistant Commissioner

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