

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

TO: Gamm Tech, Inc.
George O. Alapag
Todd A. Davis
188 North Central Ave. Suite # C
Upland, CA 91786

Ron Smith
6941 Laguna Place, Unit # C
Alta Loma, CA 91701

DESIST AND REFRAIN ORDER

(For violations of sections 25110 and 25401 of the Corporations Code)

The California Corporations Commissioner finds that:

1. At all relevant times herein, Gamm Tech, Inc., (“GAMM TECH”) is a corporation registered in the Republic of the Philippines with business offices located at 188 North Central Ave. Suite # C, Upland, CA 91786. GAMM TECH is a company whose principle business is operating websites at www.pinoy-sabong.com and www.cockfightingonline.com. Both websites were created with the intention of broadcasting live cockfighting competitions from the Philippines through the respective websites and allows Internet users to place bets on the outcome of the fight.

2. At all relevant times herein, Todd A. Davis (“Davis”) was the Vice President of Marketing at GAMM TECH.

3. At all relevant times herein, George O. Alapag (“Alapag”) was an officer at GAMM TECH.

4. At all relevant times herein, Ron Smith (“Smith”) was an agent of GAMM TECH, soliciting investors.

5. Beginning in 2005, GAMM TECH offered securities over the Internet website www.pinoy-sabong.com. The information on the website stated that for a \$10 investment, an investor would receive one (1) share of preferred stock. The website requests that the prospective investor

1 send the \$10 investment by either cashier's check or money order to GAMM TECH to the attention
2 of Todd Davis.

3 6. Additionally, the abovementioned website claims that:

4 (a) The investment will provide investors with "above-average" income.

5 (b) The investment has the potential of annual dividends of \$30,000 and "much
6 more."

7 (c) "No additional investment required."

8 (d) The investment is a way out of financial hardship for an investment of only
9 \$10.

10 7. In addition to maintaining www.pinoysabong.com in 2005, GAMM TECH, through
11 Smith, also solicited persons to invest. Smith approached potential investors and offered them 4,000
12 shares of GAMM TECH in exchange for a \$2,000 investment. Smith requested that the investors
13 write a check payable to him for the amount of the investment. Smith, in turn, would then issue his
14 own check to GAMM TECH for the purchase of the shares.

15 8. In consideration for their investment, the investors solicited by Smith received
16 GAMM TECH stock certificates issued in their names and signed by "George O. Alapag."

17 9. Additionally, from 2006 to the present, Davis sent "Investor Update" newsletters to
18 investors through email on behalf of GAMM TECH. The newsletters contained information soliciting
19 current investors for more investment funds in exchange for additional stock in GAMM TECH.
20 GAMM TECH also solicited persons to invest a minimum of \$10,000 for a percentage ownership in
21 the online gambling revenue of www.cockfightingonline.com.

22 10. GAMEING SYSTEM WORKS, INC. is a company registered in the Republic of the
23 Philippines by GAMM TECH. GAMM TECH formed GAMEING SYSTEM WORKS for the
24 purpose of collecting online gambling revenue from www.cockfightingonline.com and redistributing
25 the proceeds back to GAMM TECH. GAMM TECH retains a 93% ownership interest in GAMEING
26 SYSTEM WORKS.

27 11. These securities were offered or sold by GAMM TECH, Alapag, Davis, and Smith in
28 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.

1 12. In connection with the offer and sale of these securities, GAMM TECH, Alapag,
2 Davis, or Smith made, or caused to be made, misrepresentations of material fact or omitted to state
3 material facts necessary in order to make the statements made, in the light of the circumstances under
4 which they were made, not misleading. These misrepresentations and omissions included, but are not
5 limited to the following:

6 (a) GAMM TECH omitted to inform investors that there has been no dividend
7 payouts, investment payouts, or investment refunds in GAMM TECH shares in the last two years.

8 (b) GAMM TECH misrepresented that it is operating a website where U.S.
9 customers can legally place bets online without prosecution under state and federal laws.

10 (c) GAMM TECH misrepresented that it is registering GAMEING SYSTEM
11 WORKS, INC. with the U.S. Securities and Exchange Commission.

12 Based on the foregoing findings, the California Corporations Commissioner is of the opinion
13 that the stock and investment contracts in the form of percentage ownerships in online gambling
14 revenue offered and sold by GAMM TECH, Smith, Davis and Alapag are securities subject to
15 qualification under the California Corporate Securities Law of 1968 and are being or have been
16 offered and sold without being qualified, in violation of Section 25110 of the Corporate Securities
17 Law of 1968.

18 Pursuant to Section 25532 of the Corporate Securities Law of 1968, GAMM TECH, INC.,
19 RON SMITH, TODD A. DAVIS, and GEORGE O. ALAPAG are hereby ordered to desist and
20 refrain from the further offer or sale in the State of California of securities, including but not limited
21 to, stock and investment contracts, unless and until qualification has been made under this law or
22 unless exempt.

23 Further, the California Corporations Commissioner is of the opinion that the securities offered
24 by GAMM TECH, Smith, Davis and Alapag were offered in this state by means of written or oral
25 communications that included untrue statements of material fact or omitted to state material facts
26 necessary in order to make the statements made, in the light of the circumstances under which they
27 were made, not misleading, in violation of section 25401 of the Corporate Securities Law of 1968.

28 Pursuant to Section 25532 of the Corporate Securities Law of 1968, GAMM TECH, INC.,
RON SMITH, TODD A. DAVIS, and GEORGE O. ALAPAG are hereby ordered to desist and

1 refrain from offering or selling or buying or offering to buy any security in the State of California,
2 including but not limited to, stock and investment contracts, by means of any written or oral
3 communication which includes an untrue statement of a material fact or omits to state a material fact
4 necessary in order to make the statements made, in the light of the circumstances under which they
5 were made, not misleading.

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

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9 Dated: November 7, 2007
Los Angeles, California

10
11 PRESTON DuFAUCHARD
California Corporations Commissioner

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13
14 By: _____
ALAN S. WEINGER
15 Lead Corporations Counsel
16 Enforcement Division

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