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

TO: Michael Allen Cox
Thornton & Co. Real Estate Brokerage
2555 E. Chapman Avenue, Suite 720
Fullerton, California 92831

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

The California Corporations Commissioner finds that:

1. Michael Allen Cox ("Cox") is an individual whose last known address is 2555 E. Chapman Avenue, Suite 720, Fullerton, California, 92831.
2. Thornton & Co. Real Estate Brokerage ("Thornton") is a company whose last known address is 2555 E. Chapman Avenue, Suite 720, Fullerton, California, 92831.
3. Beginning in or about May 2006, Erick Martinez, an employee of Wells Fargo Bank, referred California investors to Cox and/or Thornton & Co. Real Estate Brokerage regarding investment opportunities.
4. Beginning in or about August 2006, Cox and Thornton offered securities in the form investment contracts. Cox and Thornton sought credit from investors to purchase income properties. The purported purpose of the offering was for Cox and Thornton to purchase the property using the investor's credit then rent it out, for the profit of the investor.
5. Cox and Thornton offered the above described securities in the State of California to unaccredited investors.
6. 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.

1 Based on the foregoing findings, the California Corporations Commissioner is of the opinion
2 that the investment contracts offered and/or sold by Michael Allen Cox and Thornton & Co. Real
3 Estate Brokerage are securities subject to qualification under the California Corporations Code and
4 are being or have been offered or sold without being qualified or exempt, in violation of Section
5 25110 of the California Corporations Code.

6 Pursuant to Section 25532 of the California Corporations Code, Michael Allen Cox and
7 Thornton & Co. Real Estate Brokerage are hereby ordered to desist and refrain from the further offer
8 or sale in the State of California of securities, including, but not limited to investment contracts,
9 unless and until qualification has been made under said law or unless exempt.

10 This Order is necessary, in the public interest, for the protection of investors and consistent
11 with the purposes, policies, and provisions of the California Corporations Code.

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13 Dated: October 19, 2007
14 Sacramento, California

15 PRESTON DUFAUCHARD
16 California Corporations Commissioner

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18 By _____
19 ALAN S. WEINGER
20 Lead Corporations Counsel
21 Enforcement Division
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