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

TO: William James DePaul  
1731 Catalpa Road  
San Diego, CA 92011

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

The California Corporations Commissioner finds that:

1. At all relevant times, William James DePaul (“DePaul”) maintained an address at 1731 Catalpa Road, San Diego, California 92011.
2. Beginning in or about September 2007, DePaul offered or sold securities, in the form of investment contracts or promissory notes convertible into shares of common stock and shares of stock in an unnamed, yet to be formed, company, to California residents.
3. The purported purpose of DePaul’s securities offering was to raise funds for the marketing of an anti-microbial product to be used to clean and disinfect surfaces.
4. In connection with the offer or sale of securities, DePaul misrepresented that investors could “opt-out” and have their investment money returned on demand within five days after the investor gave notice. In fact, at least one investor did request a return of his or her investment and DePaul refused to return the investor’s money, even after DePaul agreed to return the money pursuant to a payment plan.
5. In connection with the offer or sale of securities, DePaul failed to disclose the existence of a Desist and Refrain Order issued by the California Department of Corporations against DePaul on August 30, 2007, in connection with DePaul’s offer or sale of securities, in the form of promissory notes convertible into shares of common stock in Restore Solutions, Inc.
6. These misrepresentations and omissions concern material facts that a reasonable investor would consider significant in deciding whether or not to invest with DePaul.

1           Based upon the foregoing findings, the California Corporations Commissioner is of the  
2 opinion that the securities offered or sold by William James DePaul were offered or sold in this state  
3 by means of written or oral communications which included an untrue statement of a material fact or  
4 omitted to state a material fact necessary in order to make the statements made, in the light of the  
5 circumstances under which they were made, not misleading, in violation of section 25401 of the  
6 Corporate Securities Law of 1968 (California Corporations Code section 25000 et seq.). Pursuant to  
7 section 25532 of the California Corporations Code, William James DePaul is hereby ordered to desist  
8 and refrain from offering or selling or buying or offering to buy any security in the State of  
9 California, including but not limited to investment contracts or promissory notes convertible into  
10 shares of common stock and shares of stock, by means of any written or oral communication which  
11 includes an untrue statement of a material fact or omits to state a material fact necessary in order to  
12 make the statements made, in the light of the circumstances under which they were made, not  
13 misleading.

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

16 Dated: October 29, 2009  
17       Los Angeles, California

18                                   PRESTON DuFAUCHARD  
19                                   California Corporations Commissioner

20                                   By \_\_\_\_\_  
21                                   ALAN S. WEINGER  
22                                   Deputy Commissioner  
23                                   Enforcement Division