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

TO: William Lawson Campbell
11646 Inverness Way
Auburn, California 95602

Lawson Campbell Financial Services
P.O. Box 6567
Auburn, California 95604

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, William Lawson Campbell (“Campbell”) was a resident of the State of California doing business as “Lawson Campbell Financial Services” in Auburn, California.
2. According to the Financial Industry Regulatory Authority (“FINRA”),¹ Campbell was employed in the securities industry as a registered representative with WMA Securities and Fortis Securities from October 1996 to April 2001. FINRA maintains the qualification, employment and disclosure histories of registered representatives in its Central Registration Depository (“CRD”). Campbell’s CRD number is 2821539.
3. Effective May 3, 2001, Campbell was barred from association with any NASD member in any capacity for violations of NASD rules 2110, 2120 and 2330(A). The NASD barred Campbell for receiving \$10,000 from a public customer to invest in an investment club that did not exist; instead, Campbell deposited the funds into his personal bank account, converting some or all of the funds for his personal use.

¹ FINRA functioned in relevant part as the National Association of Securities Dealers (“NASD”) until July 2007.

1 4. On or about November 3, 2001, Campbell solicited a California investor to deposit \$5,000.00
2 in a "general fund" for the purpose of purchasing Initial Public Offering ("IPO") shares at "pre-issue
3 prices" in the stock of a company called "American Communications Network." The investment
4 "Agreement" executed by Campbell stated that the California purchaser would "earn interest at the
5 rate of 10% per year until the IPO has been completed."

6 5. Beginning in or about October 2005, Campbell offered or sold securities in the State of
7 California in the form of investment contracts or agreements for the purchase of shares of "pre-IPO"
8 stock in a company he called "Sandoz" (and then later "Tinox"). Campbell claimed that Sandoz was
9 a subsidiary of the publicly traded Swiss pharmaceutical company, Novartis, and was developing a
10 blockbuster arthritis drug that would be exclusively distributed by Kaiser Permanente. Campbell
11 represented that the Sandoz investment was essentially risk-proof and would provide returns of up to
12 2000 percent once the offering went public. Campbell directly solicited investors who were
13 neighbors and friends in Placer and Nevada counties and indirectly solicited other California
14 investors by word of mouth.

15 6. In or about October 2005, Campbell executed a written "Agreement" on "Lawson Campbell
16 Financial Services" letterhead memorializing a California investor's purchase of \$19,000.00 of shares
17 in "the Sandoz Chemicals and Partners IPO." This agreement stated that the "expected completion
18 date of the filing" would be the third quarter of 2006 and that "additional information will be
19 provided as it becomes available from the parent company."

20 7. Campbell further solicited California investors by way of written "Memos" issued from
21 Lawson Campbell Financial Services. The memos invited anyone interested in "an extraordinary
22 opportunity for financial grow" to invest funds in "secured positions" on deeds of trust for real
23 property located in Yuba, Butte, Placer and Nevada counties. Investors who accepted Campbell's
24 offer executed "Promissory Notes" guaranteeing 10 percent interest on their money until the various
25 construction projects were completed plus "an additional 8 points" at the close of escrow.

26 8. During the period of November 2001 through November 2008, Campbell accepted
27 approximately \$600,000 from California investors who had invested in various real estate
28 development projects offered by Lawson Campbell Financial Services, or who believed they had

1 purchased securities in the form of “pre-IPO” stock and/or “pre issue shares” in public companies
2 including, but not limited to, American Communications Network and Sandoz (or Tinox).

3 9. These securities were offered or sold in the State of California in issuer transactions. The
4 Department of Corporations has not issued a permit or other form of qualification authorizing any
5 person to offer or sell these securities in this State.

6 10. In connection with these offers and sales, Campbell misrepresented or failed to disclose to
7 investors some or all of the following material facts:

8 a) In June 2001, Campbell was barred from association with any NASD member because he
9 converted for some or all of his personal use \$10,000 from a customer who was told such funds were
10 to be deposited in an investment club that did not exist;

11 b) Investing in IPO shares is considered highly risky and speculative, and the Securities
12 Exchange Commission (“SEC”) requires that such securities only be purchased through a licensed
13 broker-dealer that belongs to a IPO-qualified underwriting syndicate;

14 c) Having been barred in 2001 from associating with any NASD member, Campbell was not
15 a licensed broker-dealer or otherwise qualified to offer or sell IPO shares for public purchase;

16 d) No company doing business under the name of “American Communications Network” was
17 registered with the SEC at anytime between 2005 and 2008;

18 e) As a member of the Novartis Group of Companies (Novartis AG – NYSE: NVS), Sandoz
19 does not offer its own shares on the public stock exchange, and no application for approval of public
20 offerings were filed with the SEC by “Sandoz Chemicals and Partners IPO” at anytime between 2005
21 and 2008;

22 f) No company doing business under the name of “Tinox” was registered with the SEC at
23 anytime between 2005 and 2008, and,

24 g) Neither the securities offered in the form of agreements for the purchase of “pre-IPO” or
25 “pre-issue” shares in American Communications Network and Sandoz (or Tinox) nor the promissory
26 notes offered by Lawson Campbell Financial Services were qualified or exempt from registration
27 under the California Corporate Securities Law of 1968.

28 Based upon the foregoing findings, the California Corporations Commissioner is of the

1 opinion that the securities offered in the form of agreements for the purchase of “pre-IPO” or “pre-
2 issue” shares or promissory notes offered by William Lawson Campbell for the purchase of pre-issue
3 shares and the promissory notes and stock are securities subject to qualification under the California
4 Corporate Securities Law of 1968 and are being or have been offered or sold without being qualified
5 in violation of Corporations Code section 25110. Pursuant to section 25532 of the Corporate
6 Securities Law of 1968, William Lawson Campbell doing business as Lawson Campbell Financial
7 Services is hereby ordered to desist and refrain from the further offer or sale of securities in the State
8 of California, including but not limited to agreements for the purchase of “pre-IPO” or “pre-issue”
9 shares and the promissory notes and stock offered and sold by William Lawson Campbell and
10 Lawson Campbell Financial Services, unless and until qualification has been made under the law.

11 Further, the California Corporations Commissioner is of the opinion that the securities offered
12 and sold in the form of agreements for the purchase of “pre-IPO” or “pre-issue” shares and the
13 promissory notes and stock by William Lawson Campbell and Lawson Campbell Financial Services
14 were offered or sold in this State by means of written or oral communications, which included an
15 untrue statement of a material fact or omitted to state a material fact necessary in order to make the
16 statements made, in light of the circumstances under which they were made, not misleading, in
17 violation of section 25401 of the Corporate Securities Law of 1968. Pursuant to section 25532 of the
18 Corporate Securities Law of 1968, William Lawson Campbell doing business as Lawson Campbell
19 Financial Services is hereby ordered to desist and refrain from offering or selling or buying or
20 offering to buy any security in the State of California, including but not limited to agreements for the
21 purchase of “pre-IPO” or “pre-issue” shares or promissory notes, by means of any written or oral
22 communication which includes an untrue statement of a material fact or omits to state a material fact
23 necessary in order to make the statements made, in light of the circumstances under which they were
24 made, not misleading.

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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: November 25, 2009
Los Angeles, California

PRESTON DUFAUCHARD
California Corporations Commissioner

By: _____
ALAN S. WEINGER
Deputy Commissioner
Enforcement Division