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

TO: Steven J. Muehler
LA Investment Capital, LLC
9107 Wilshire Blvd., Unit 450
Beverly Hills, California 90210

4139 Via Marina, Suite 1208
Marina Del Rey, California 90292

LA Investment Capital Alternative Investment Fund I, LLC
9107 Wilshire Blvd., Unit 450
Beverly Hills, California 90210

4050 Glencoe Ave., Suite 210
Marina Del Rey, California 90292

LA Investment Capital BioFuels Fund I, LLC
9107 Wilshire Blvd., Unit 450
Beverly Hills, California 90292

4050 Glencoe Ave., Suite 210
Marina Del Rey, California 90292

LA Investment Capital Energy Fund I, LLC
9107 Wilshire Blvd., Unit 450
Beverly Hills, California 90210

4050 Glencoe Ave., Suite 210
Marina Del Rey, California 90292

LA Investment Capital Entertainment & Media Fund, LLC
9107 Wilshire Blvd., Unit 450
Beverly Hills, California 90210

LA Investment Capital Oil & Natural Gas Fund I, LLC
9107 Wilshire Blvd., Unit 450
Beverly Hills, California 90210

LA Investment Capital Real Estate Fund I, LLC
9107 Wilshire Blvd., Unit 450
Beverly Hills, California 90210

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1 **DESIST AND REFRAIN ORDER**

2 **(For violations of section 25110 of the Corporations Code)**

3 The California Corporations Commissioner finds that:

4 1. At all relevant times, LA Investment Capital, LLC ("LA Investment Capital"), a
5 California limited liability company, conducted business at 9107 Wilshire Blvd., Unit 450, Beverly
6 Hills, California and/or 4139 Via Marina, Suite 1208, Marina Del Rey, California. LA Investment
7 Capital was a purported Los Angeles-based high-performance, commercial real estate, energy,
8 biofuels, oil and natural gas investment banking firm. LA Investment Capital acted as the managing
9 member of several private equity funds, named below.

10 2. Steven J. Muehler ("Muehler") was the founder of LA Investment Capital.

11 3. LA Investment Capital maintained a website at www.lainvestmentbanc.com.

12 4. At all relevant times, LA Investment Capital Alternative Investment Fund I, LLC
13 ("Alternative Investment Fund"), a California limited liability company, conducted business at 9107
14 Wilshire Blvd., Unit 450, Beverly Hills, California and/or 4050 Glencoe Avenue, Suite 210, Marina
15 Del Rey, California. Alternative Investment Fund was an investment fund formed for the purpose of
16 operating as an early and growth stage worldwide mining and mineral rights investment. The
17 Alternative Investment Fund was to act as a private equity provider to small and middle market
18 worldwide mining and mineral rights companies throughout the United States. According to its
19 offering materials, LA Investment Capital acted as Alternative Investment Fund's managing member.

20 5. At all relevant times, LA Investment Capital BioFuels Fund I, LLC ("BioFuels
21 Fund"), a California limited liability company, conducted business at 9107 Wilshire Blvd., Unit 450,
22 Beverly Hills, California and/or 4050 Glencoe Avenue, Suite 210, Marina Del Rey, California.
23 BioFuels Fund was an investment fund formed for the purpose of operating as an early and growth
24 stage biofuels investment. The BioFuels Fund was to act as a private equity provider to small and
25 middle market biofuels companies throughout the United States. According to its offering materials,
26 LA Investment Capital acted as the BioFuels Fund's managing member.

27 6. At all relevant times, LA Investment Capital Energy Fund I, LLC ("Energy Fund"), a
28 California limited liability company, conducted business at 9107 Wilshire Blvd., Unit 450, Beverly

1 Hills, California and/or 4050 Glencoe Avenue, Suite 210, Marina Del Rey, California. Energy Fund
2 was an investment fund formed for the purpose of operating as an early and growth stage green
3 energy investment. The Energy Fund was to act as a private equity provider to small and middle
4 market green energy companies throughout the United States. According to its offering materials,
5 LA Investment Capital acted as the Energy Fund's managing member.

6 7. At all relevant times, LA Investment Capital Entertainment & Media Fund, LLC
7 ("Entertainment & Media Fund"), a purported California limited liability company, conducted
8 business at 9107 Wilshire Blvd., Unit 450, Beverly Hills, California. Entertainment & Media Fund
9 was an investment fund formed for the purpose of operating as an early and growth stage
10 entertainment investment. The Entertainment & Media Fund was to act as a private equity provider
11 to small and middle market entertainment companies throughout Los Angeles. According to its
12 offering materials, LA Investment Capital acted as the Entertainment & Media Fund's managing
13 member.

14 8. At all relevant times, LA Investment Capital Oil & Natural Gas Fund I, LLC ("Oil &
15 Natural Gas Fund"), a purported California limited liability company, conducted business at 9107
16 Wilshire Blvd., Unit 450, Beverly Hills, California. Oil & Natural Gas Fund was an investment fund
17 formed for the purpose of operating as an early and growth stage oil and natural gas investment. The
18 Oil & Natural Gas Fund was to act as a private equity provider to small and middle market oil and
19 natural gas companies throughout the United States. According to its offering materials, LA
20 Investment Capital acted as the Oil & Natural Gas Fund's managing member.

21 9. At all relevant times, LA Investment Capital Real Estate Fund I, LLC ("Real Estate
22 Fund"), a purported Nevada limited liability company, conducted business at 9107 Wilshire Blvd.,
23 Unit 450, Beverly Hills, California. Real Estate Fund was an investment fund formed for the purpose
24 of operating as an early and growth stage real estate investment. The Real Estate Fund was to act as a
25 private equity provider to small and middle market real estate companies throughout the United
26 States. According to its offering materials, LA Investment Capital acted as the Real Estate Fund's
27 managing member.

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1 10. Beginning in at least January 2010, Muehler and LA Investment Capital offered
2 interests in limited liability companies and/or investment contracts to at least one California investor
3 in the form of “membership units” in LA Investment Capital and the Alternative Investment Fund,
4 BioFuels Fund, Energy Fund, Entertainment & Media Fund, Oil & Natural Gas Fund, and the Real
5 Estate Fund.

6 11. Muehler and LA Investment Capital solicited the investor by means of the Internet.

7 12. These membership units were offered in this state in issuer transactions. The
8 Department of Corporations has not issued a permit or other form of qualification authorizing any
9 person to offer or sell these securities in this state.

10 Based upon the foregoing findings, the California Corporations Commissioner is of the
11 opinion that these interests in limited liability companies, investment contracts and/or membership
12 units are subject to qualification under the California Corporate Securities Law of 1968 and are being
13 or have been offered without first being qualified. Pursuant to Section 25532 of the Corporate
14 Securities Law of 1968, Steven J. Muehler; LA Investment Capital, LLC; LA Investment Capital
15 Alternative Investment Fund I, LLC; LA Investment Capital BioFuels Fund I, LLC; LA Investment
16 Capital Energy Fund I, LLC; LA Investment Capital Entertainment & Media Fund, LLC; LA
17 Investment Capital Oil & Natural Gas Fund I, LLC; and LA Investment Capital Real Estate Fund I,
18 LLC are hereby ordered to desist and refrain from the further offer or sale of securities, in the State of
19 California, including but not limited to interests in limited liability companies, investment contracts,
20 and/or membership units unless and until qualification has been made under said law or unless
21 exempt.

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