PRESTON DuFAUCHARD
California Corporations Commissioner
ALAN S. WEINGER
Deputy Commissioner
AFSANEH EGHBALDARI (CA BAR NO. 250107)
Corporations Counsel
DEPARTMENT OF CORPORATIONS
1350 Front Street, Room 2034
San Diego, California 92101
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Attorneys for Complainant

BEFORE THE DEPARTMENT OF CORPORATIONS

OF THE STATE OF CALIFORNIA

In the Matter of the Desist and Refrain Order Against: KAREN P. ALLEN, ANTHONY T. SZIKALI, and AS SEEN ON TV PUBLISHING, LLC, Respondents.	**STIPULATION TO DESIST AND REFRAIN ORDER**

IT IS HEREBY STIPULATED AND AGREED between Karen P. Allen, Anthony T. Sziklai, and As Seen On TV Publishing, LLC (hereafter "Respondents") and Preston DuFauchard, the California Corporations Commissioner ("Commissioner"), as follows:

WHEREAS, Respondents admit the jurisdiction of the California Department of Corporations over their persons and over the subject matter of this Stipulation.

WHEREAS, Respondents waive their rights to any reconsideration, appeal, or any other rights which may be afforded pursuant to California Corporations Code sections 25532 and 25609, or any other provision of law in connection with these matters, including, but not limited to

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Government Code sections 11521 and 11523, and any writ proceeding in accordance with the Code of Civil Procedure.

WHEREAS, all terms used, but not defined herein, shall have the meaning assigned to them by the California Corporations Code.

WHEREAS, Respondents represent that no promises of any kind or nature whatsoever were made to induce Respondents to enter into this Stipulation, and that this Stipulation is a voluntary act on the part of Respondents.

WHEREAS, Respondents represent, warrant, and agree that they have received or been advised to seek independent legal advice from their attorneys with respect to the advisability of executing this Stipulation.

WHEREAS, Respondents stipulate to the issuance of the Desist and Refrain Order ("Order"), in the form attached hereto as Exhibit A, directing Respondents to desist and refrain from the further offer and sale of securities in the State of California, including, but not limited to units of limited liability companies, unless and until qualification has been made under said law or unless exempt.

WHEREAS, Respondents, without admitting or denying any of the findings contained within the Order or this Stipulation, hereby agree and stipulate to the Order.

WHEREAS, Respondents hereby understand and agree not to represent that this Stipulation is a settlement or a withdrawal of the Order.

WHEREAS, Respondents agree and acknowledge that nothing in this Stipulation shall preclude the Commissioner, his agents, officers, or employees, to the extent authorized by law, from referring any evidence or information regarding this matter to any other state or federal law enforcement official, or from assisting, cooperating, or co-prosecuting with regards to any investigation and/or action.

WHEREFORE, Respondents Karen P. Allen, Anthony T. Sziklai, and As Seen On TV Publishing LLC stipulate and agree to the finality of the Commissioner's Order. Respondents further understand and agree that the Order remains in effect, is public and that Respondents cannot deny the violations cited in the Commissioner's Order or make any statement or representation that

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is inconsistent with this Stipulation or the Order. Respondents further understand and agree this Stipulation does not prevent the Commissioner from taking future action in regard to this matter.

This Stipulation may be executed in one or more counterparts, each of which when so executed, shall be an original. Such counterparts shall together constitute to be one and the same instrument. A faxed or an electronically transmitted signature shall be deemed the same as an original signature.

PRESTON DuFAUCHARD,
California Corporations Commissioner

Dated: 3/14/2011

By_____
Alan S. Weinger
Deputy Commissioner

AS SEEN ON TV PUBLISHING, LLC

Dated: 3/10/2011

By_____
Karen P.Allen, individually and on behalf As Seen On TV Publishing, LLC

Dated: 3/10/2011

By_____
Anthony T. Szikali, individually and on behalf of As Seen On TV Publishing, LLC

Approved as to Form

Dated: 3/10/2011

By _____
Gilbert Azafrani
Attorney for Karen P. Allen, Anthony T. Szikali, and As Seen On TV Publishing, LLC

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