State of California - Department of Corporations

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

TO: Ron Battistella, Owner
Auto First Financial, Inc.
3939 Stevens Creek Blvd.
Santa Clara, California 95050

DESIST AND REFRAIN ORDER
(For violations of sections 25110 and 25401 of the California Corporations Code)

The California Corporations Commissioner finds that:

1. Ron Battistella ("Battistella") is an individual who resides in California and is the owner of Auto First Financial, Inc. and Thrifty Car Sales. Auto First Financial, Inc. is a California corporation. Battistella states that Auto First Financial, Inc. is a division of the Dollar Thrifty Auto Group, a National Auto Group. Auto First Financial, Inc. is also referred to as Auto First Financial, AutoFirst Financial and AutoFirst.

2. Auto First Financial, Inc. advertises in newspapers of general circulation, on billboards and on its website, www.autofirstfinancial.com. Auto First Financial, Inc. offers investors a rate of return of ten percent, annual percentage rate ("10% APY") and invites them to call its toll free number, 1 (866) 971-3311. Auto First Financial, Inc. also advertises that the investment is fully secured and 100% guaranteed.

3. Auto First Financial, Inc. in presentations to investors describes it business as follows:

> AutoFirst Financial specializes in automotive flooring for the auto dealer industry. Floor planning is a type of asset based lending with the vehicle and title serving as primary collateral. This form of secured lending is not apparent to the average individual, but can provide investment returns of 10% annually. The financial crisis has forced banks to tightened (sic) lending requirements and lessen their floor plan lending, creating needs and opportunities for private capital. No where is your money safer!

4. Auto First Financial, Inc. represents that it will "give you titles to cars that are pulled from our rental fleet and move them to our sales group. These titles are of equal value to the investment you make with AutoFirst Financial."

5. Auto First Financial, Inc. also offers investors incentives for referring other investors.

6. Auto First Financial, Inc.'s offer and sale of investment contracts and notes constitute securities. These securities were required to be but were not qualified under the Corporate Securities Law.

7. Battistella and Auto First Financial, Inc. did not inform investors that it is a suspended corporation and not in good legal standing with the California Office of the Secretary of State.

8. Auto First Financial, Inc. did not inform investors that it was not conducting business as a car dealership in conformity with the California Vehicle Code and other laws.

Based upon the foregoing findings, the California Corporations Commissioner is of the opinion that the activities of Auto First Financial, Inc. involve offers or sales of securities in California that are subject to qualification under the Corporate Securities Law, without such offers or sales first being qualified or exempt, in violation of Corporations Code section 25110.

The California Corporations Commissioner is also of the opinion that such offers and sales of securities in this state were made by means of written or oral communications which included an untrue statement of a material fact or omitted to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading, in violation of Corporations Code section 25401.

Pursuant to section 25532 of the Corporations Code, Auto First Financial, Inc. and Ron Battistella are hereby ordered to:

1. Desist and refrain from the further offer or sale of securities including, but not limited to, investment contracts and notes, unless and until the offers and sales have been duly qualified under the Corporate Securities Law or unless exempt;

2. Desist and refrain from offering or selling or buying or offering to buy any security in the State of California by means of any written or oral communication which includes an untrue statement of a material fact or omits to state a material fact

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necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading.

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: December 10, 2010
Los Angeles, California

PRESTON DuFAUCHARD
California Corporations Commissioner

By _____
ALAN S. WEINGER
Deputy Commissioner
Enforcement Division

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