

1 ALAN S. WEINGER
Deputy Commissioner
2 JOYCE TSAI (SBN 241908)
Corporations Counsel
3 CALIFORNIA DEPARTMENT OF CORPORATIONS
1350 Front Street, Room 2034
4 San Diego, California 92101
Telephone: (619) 525-4043
5 Attorneys for the Complainant

7 BEFORE THE DEPARTMENT OF CORPORATIONS
8 OF THE STATE OF CALIFORNIA

9)
10 In the Matter of the Desist and Refrain Order)
against)
11 **HAROLD NICHOLAS GREEN; GREEN**)
12 **WARRIOR, LLC; AND GREEN**)
13 **WARRIOR, INC.**)

11 **STIPULATION TO DESIST AND REFRAIN**
12 **ORDER**

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18)
19 IT IS HEREBY STIPULATED AND AGREED between Harold Nicholas Green; Green
20 Warrior, LLC; and Green Warrior, Inc. (collectively, "Respondents") and the California Corporations
21 Commissioner ("Commissioner") as follows:

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

24 WHEREAS, Respondents waive the right to any hearing, including that provided by
25 California Corporations Code sections 25532, subdivision (d), and 25609. Further, Respondents
26 waive any and all review by a court of law, including that provided by California Government Code
27 section 11523;

28 WHEREAS, all terms used, but not defined herein, shall have the meaning assigned to them

1 by the California Corporations Code;

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

5 WHEREAS, Respondents, without admitting or denying any of the findings contained within
6 the Desist and Refrain Order (“Order”), in the form attached hereto as Exhibit A, hereby agree and
7 stipulate to the Order;

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

13 WHEREAS, Respondents Harold Nicholas Green; Green Warrior, LLC; and Green Warrior,
14 Inc. stipulate and agree to the finality of the Order. Respondents further understand and agree that
15 the Order remains in effect and is public, and that Respondents shall not make any statement or
16 representation that is inconsistent with this Stipulation or the Order. Respondents further understand
17 and agree that this Stipulation does not prevent the Commissioner from taking future action in
18 regards to this matter.

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This Stipulation may be executed in one or more counterparts, each of which shall be an original but all of which, together, shall be deemed to constitute a single document. A fax signature shall be deemed the same as an original signature.

JAN LYNN OWEN,
California Corporations Commissioner

Dated: 3/7/12

By _____
Alan S. Weinger
Deputy Commissioner

HAROLD NICHOLAS GREEN;
GREEN WARRIOR, LLC; and
GREEN WARRIOR, INC.

Dated: 3/6/12

By _____
Harold Nicholas Green

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

TO: Harold Nicholas Green
Green Warrior, LLC
Green Warrior, Inc.
23785 El Toro Road, #432
Lake Forest, CA 92630

DESIST AND REFRAIN ORDER
(For violations of section 25110 of the Corporations Code)

The California Corporations Commissioner finds that:

1. Green Warrior, LLC is a limited liability company formed under the laws of Nevada on November 3, 2009. Its principal place of business is 23785 El Toro Road, #432, Lake Forest, California 92630. It formerly maintained a place of business at 15707 Rockfield Boulevard, Suite 100, Irvine, California 92618.

2. Green Warrior, Inc. is a corporation formed under the laws of Nevada on November 2, 2009. Its principal place of business is also 23785 El Toro Road, #432, Lake Forest, California 92630 and it also formerly maintained a place of business at 15707 Rockfield Boulevard, Suite 100, Irvine, California 92618. Green Warrior, Inc. is the manager of Green Warrior, LLC.

3. At all relevant times, Harold Nicholas Green (“Green”) was the chairman and CEO and control person of Green Warrior, Inc.

4. Green Warrior, LLC and Green Warrior, Inc. are in the energy business.

5. Beginning in 2009 or earlier, Green Warrior, LLC and Green offered and sold securities in the form of membership interests in the limited liability company to residents of California and elsewhere.

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6. Beginning in 2010 or earlier, Green Warrior, Inc. and Green offered and sold securities in the form of preferred stock in Green Warrior, Inc. to residents of California and elsewhere.

7. The securities in Green Warrior, LLC and Green Warrior, Inc. were offered and sold in this state in issuer transactions. The Department of Corporations has not issued a permit or other form of qualification authorizing any person to offer or sell these securities in this state.

8. The securities in Green Warrior, LLC and Green Warrior, Inc. were offered and sold by means of general solicitation, including but not limited to telephone cold-calls.

Based on the foregoing findings, the California Corporations Commissioner is of the opinion that the interests in Green Warrior, LLC, and the stock in Green Warrior, Inc., that are being or have been offered or sold by Harold Nicholas Green, Green Warrior, LLC, and Green Warrior, Inc., are securities subject to qualification under the California Corporate Securities Law of 1968 and are being or have been offered or sold without being qualified in violation of Corporations Code section 25110. Pursuant to section 25532 of the Corporate Securities Law of 1968, Green Warrior, LLC, Green Warrior, Inc., and Harold Nicholas Green are hereby ordered to desist and refrain from the further offer or sale in the State of California of securities, including but not limited to stock and interests in a limited liability company, unless and until qualification has been made under the law or unless exempt.

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: March 7, 2012
Los Angeles, California

JAN LYNN OWEN
California Corporations Commissioner

By: _____
ALAN S. WEINGER
Deputy Commissioner
Enforcement Division