MARY ANN SMITH
Deputy Commissioner
MIRANDA LEKANDER (CA BAR NO. 210082)
Senior Corporations Counsel
Department of Corporations
1515 K Street, Ste. 200
Sacramento, California 95814
Telephone: (916) 322-8730
Facsimile: (916) 445-6985

Attorneys for Complainant

BEFORE THE DEPARTMENT OF CORPORATIONS

OF THE STATE OF CALIFORNIA

In the Matter of THE CALIFORNIA CORPORATIONS COMMISSIONER, Complainant, vs. SAFE STEP WALK-IN TUB CO. and MICHAEL L. DUFFER, Respondents.	STIPULATION TO ENTRY OF DESIST AND REFRAIN ORDER

In resolution of an inquiry into the offer and sale of unregistered franchises within the State of California, and without admitting or denying such activities, IT IS HEREBY STIPULATED AND AGREED between Safe Step Walk-In Tub Co. and Michael L. Duffer (collectively, “Respondents”) and the California Corporations Commissioner ("Commissioner") as follows:

/ / /

/ / /

/ / /

/ / /

State of California - Department of Corporations

1. Respondents stipulate to the issuance of the Desist and Refrain Order, in the form attached hereto as Exhibit A, directing Respondents to desist and refrain from the further offer and sale of unregistered franchises in violation of the California Franchise Investment Law (Corporations Code § 31000 *et seq*.).

2. Respondents hereby waive all rights to any hearing or appeal of the Desist and Refrain Order.

3. Respondents stipulate that the delivery by certified mail of the executed Desist and Refrain Order issued by the Commissioner to its counsel, Kim A. Lambert, Esq., shall constitute valid service of the Order.

4. No later than 30 days from the date of execution of this Stipulation, Respondents agree to file a notice of exemption and pay the fees prescribed under the California Franchise Investment Law for each exempt Safe Step Walk-In Tub Co. franchise currently operating in this state, whether called a "dealership," "distributorship," or "license."

5. Respondents acknowledge that remedies for violations of the Franchise Investment Law are not exclusive and may be sought and employed in any combination to enforce the purpose and provisions of this law.

6. Respondents agree that nothing in this Stipulation shall preclude the Commissioner, or her agents or employees, to the extent authorized by law, from assisting or cooperating in any investigation and/or action brought by any other federal, state or county agency. Respondent further agrees that this Stipulation shall not bind or otherwise prevent any other federal, state or county agency from the performance of its duties.

7. Respondents enter into this Stipulation voluntarily and without coercion and acknowledge that no promises, threats or assurances have been made by the Commissioner or any officer, or agent thereof, about this Stipulation.

/ / /

/ / /

/ / /

/ / /

State of California - Department of Corporations

8. Respondents and the Commissioner agree that this Stipulation may be executed in one or more separate counterparts, each of which when so executed, shall be deemed an original. Such counterparts shall together constitute and be one and the same instrument.

Dated: 10/10/12

JAN LYNN OWEN
California Corporations Commissioner

By_____
Mary Ann Smith
Deputy Commissioner

SAFE STEP WALK-IN TUB CO.

Dated: 10/4/12

By_____
Michael L. Duffer, President
Individually and on behalf of Safe Step Walk-In Tub Co.

Approved as to Form and Content

Dated: 10/8/12

By_____
Kim A. Lambert, Esq.
Attorney on behalf of Michael L. Duffer and Safe Step Walk-In Tub Co.

State of California - Department of Corporations