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

**TO: Gold Water Mining, LLC**  
**Mark Stuart Lane**  
**3807 Wilshire Blvd. Suite 1120**  
**Los Angeles, California 90010**

**DESIST AND REFRAIN ORDER**

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

The California Corporations Commissioner (“Commissioner”) finds that:

1. At all relevant times, Gold Water Mining, LLC (“Gold Water Mining”) is or was a California limited liability company conducting business at 3807 Wilshire Blvd. Suite 1120, Los Angeles, California, 90010.
2. At all relevant times, Mark Stuart Lane (“Lane”) was the founder and manager of Gold Water Mining.
3. Beginning in or about July 2012, Gold Water Mining and Lane offered securities in this state by cold calling investors with whom they did not have a preexisting relationship and by generally soliciting through the company’s Internet website located at [www.goldwatermining.com](http://www.goldwatermining.com).
4. The Gold Water Mining website represents that the company has acquired lease rights to dredge gold in the Bering Sea, off the coast of Nome, Alaska, which could produce an average of 150 to 200 ounces of gold per day by using “the most gifted underwater divers, geologists, and best personnel ever assembled to date, to accomplish this task.”
5. The Gold Water Mining public website also contains a non-restricted link to its “Confidential Private Placement Memorandum” (“PPM”) dated July 2012. The PPM offers investors the opportunity to purchase limited liability company membership interests or units at the cost of \$100,000 each for a total offering of \$5 million.

1 6. The limited liability company membership interests and units offered by Gold Water Mining  
2 and Lane are securities as that term is defined by California law.

3 7. These securities were offered for sale or sold in this state in an issuer transaction.

4 8. The Commissioner has not issued a permit or other form of qualification authorizing any  
5 person to offer and sell these securities in this state.

6 Based on the foregoing findings, the California Corporations Commissioner is of the opinion  
7 that the limited liability company membership interests or units being offered by Gold Water Mining,  
8 LLC and Mark Stuart Lane are securities subject to qualification under the California Corporate  
9 Securities Law of 1968 and are being or have been offered or sold without first being qualified.  
10 Pursuant to Section 25532 of the Corporate Securities Law of 1968, Gold Water Mining, LLC and  
11 Mark Stuart Lane are hereby ordered to desist and refrain from the further offer or sale of securities  
12 in the State of California, including but not limited to limited liability company membership interests  
13 or units, unless and until qualification has been made under said law or unless exempt.

14 This Order is necessary, in the public interest, for the protection of investors and consistent  
15 with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

16 Dated: January 16, 2013  
17 Sacramento, California

JAN LYNN OWEN  
California Corporations Commissioner

19  
20 By \_\_\_\_\_  
21 MARY ANN SMITH  
22 Deputy Commissioner  
23 Enforcement Division  
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