JAN LYNN OWEN
Commissioner of Corporations
MARY ANN SMITH
Deputy Commissioner
JOYCE TSAI (SBN 241908)
Corporations Counsel
CALIFORNIA DEPARTMENT OF CORPORATIONS
1350 Front Street, Room 2034
San Diego, California 92101
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Attorneys for the Complainant

BEFORE THE DEPARTMENT OF CORPORATIONS

OF THE STATE OF CALIFORNIA

In the Matter of the Desist and Refrain Order against **FUSION EXPLORATION, LLC;** **E. DARYL MAGETTE; and** **SAM PETER FREES**	**STIPULATION TO DESIST AND REFRAIN ORDER**

IT IS HEREBY STIPULATED AND AGREED between Fusion Exploration, LLC; E. Daryl Magette; and Sam Peter Frees (collectively, "Respondents") and the Commissioner of Corporations ("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 the right to any hearing, including that provided by California Corporations Code sections 25532, subdivision (d), and 25609. Further, Respondents waive any and all review by a court of law, including that provided by California Government Code section 11523;

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

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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, without admitting or denying any of the findings contained within the Desist and Refrain Order ("Order"), in the form attached hereto as Exhibit A, hereby agree and stipulate to the Order;

WHEREAS, Respondents agree and acknowledge that nothing in this Stipulation shall preclude the Commissioner or her 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;

WHEREAS, Respondents Fusion Exploration, LLC, Sam Peter Frees, and E. Daryl Magette stipulate and agree to the finality of the Order. Respondents further understand and agree that the Order remains in effect and is public, and that Respondents shall not make any statement or representation that is inconsistent with this Stipulation or the Order. Respondents further understand and agree that this Stipulation does not prevent the Commissioner from taking future action in 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
Commissioner of Corporations

Dated: 4/29/13 By _____
Mary Ann Smith
Deputy Commissioner

FUSION EXPLORATION, LLC and
SAM PETER FREES

Dated: 4/26/13 By _____
Sam Peter Frees

FUSION EXPLORATION, LLC and
E. DARYL MAGETTE

Dated: 4/12/2013 By _____
E. Daryl Magette

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