

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

STATE OF CALIFORNIA
BUSINESS, TRANSPORTATION & HOUSING
DEPARTMENT OF CORPORATIONS

TO: Aven Tuan
P.O. Box 660356
Arcadia, California 91066

327 Danimere Avenue
Arcadia, California 91006

Newsynergy Corporation
Hangzhou Newsynergy Development Corporation
Fuyang Newsynergy Corporation
America Newsynergy Chongqing Corporation
3357 San Gabriel Boulevard, #C
Rosemead, California 91770

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

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

1. Aven Tuan (hereinafter, “Tuan”) is a natural person and at all times mentioned herein was a resident of the State of California. Tuan is both the President of and agent for service of process for the four (4) corporations described in the following paragraph.
2. Newsynergy Corporation, America Newsynergy Chongqing Corporation, Hangzhou Newsynergy Development Corporation, and Fuyang Newsynergy Corporation (hereinafter “the Corporate Subjects”) are all California corporations, incorporated on December 4, 2000, May 2, 2005, July 18, 2005, and May 15, 2006, respectively. All of these corporations share the same address: 3357 San Gabriel Boulevard, #C, Rosemead, California 91770.
3. Beginning in or before March 2004, through direct solicitation, internet solicitation, word of mouth, referrals and other forms of general solicitation, Tuan and the Corporate Subjects offered and sold securities in the form of unsecured, interest-bearing promissory notes and/or investment contracts in real estate development projects in mainland China to at least six California investors.

1 4. These promissory notes and/or investment contracts are securities subject to the qualification
2 requirements of the California Corporate Securities Law of 1968. However, these securities have not
3 been qualified for offer and sale in the State of California and are not exempt from the qualification
4 requirement. Nevertheless, Tuan and the Corporate Subjects offered and sold these securities in this
5 state in issuer transactions.

6 5. In connection with these offers and sales of securities, Tuan and the Corporate Subjects made
7 the following misrepresentations and material omissions:

8 a. Tuan, individually, and on behalf of the Corporate Subjects, affirmatively
9 misrepresented the risks involved in purchasing the investments;

10 b. Tuan, individually, and on behalf of the Corporate Subjects, misrepresented the
11 present ability to repay the principal and interest on the promissory notes;

12 c. Tuan, individually, and on behalf of the Corporate Subjects, misrepresented that at
13 least some of the promissory notes were “secured” with real estate or other collateral; and,

14 d. Tuan, and the Corporate Defendants, misrepresented that the money would be used as
15 collateral for a construction loan and kept intact to be returned if the construction loan did not fund.
16 However, the money was almost immediately divided and transferred to other accounts and used for
17 other unknown purposes. When the loan did not fund, the money was not returned.

18
19 Based upon the foregoing findings, the California Corporations Commissioner is of the
20 opinion that the unsecured, interest-bearing promissory notes and/or investment contracts offered and
21 sold by Tuan and Corporate Subjects in the State of California constitute securities subject to
22 qualification under the Corporate Securities Law of 1968, and that these securities have been and are
23 being offered and sold without being qualified or exempt in violation of California Corporations
24 Code section 25110.

25 The California Corporations Commissioner is of the further opinion that the securities in the
26 form of unsecured, interest-bearing promissory notes and/or investment contracts have been offered
27 and sold by Tuan and Corporate Subjects in the State of California by means of written and oral
28 communications that contain untrue statements or omissions of material facts in violation of

1 California Corporations Code section 25401.

2 Pursuant to Corporations Code section 25532, Aven Tuan, Newsynergy Corporation,
3 Hangzhou Newsynergy Development Corporation, Fuyang Newsynergy Corporation, America
4 Newsynergy Chongqing Corporation and any other affiliated entities under the direction and control
5 of any of them, are hereby ordered to desist and refrain from the further offer or sale of securities,
6 including but not limited to promissory notes and investments contracts, in the State of California
7 unless and until qualification has been made under the California Corporate Securities Law or unless
8 exempt.

9 Pursuant to Corporations Code section 25532, Aven Tuan, Newsynergy Corporation,
10 Hangzhou Newsynergy Development Corporation, Fuyang Newsynergy Corporation, America
11 Newsynergy Chongqing Corporation, and any other affiliated entities under the direction and control
12 of any of them are hereby further ordered to desist and refrain from the further offer or sale of
13 securities, including but not limited to promissory notes and investment contracts, in the State of
14 California by means of any written or oral communication which includes untrue statements or
15 omissions of material facts.

16 This order is necessary, in the public interest, for the protection of investors and consistent
17 with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

18

19 DATED: September 30, 2009

20

PRESTON DuFAUCHARD
California Corporations Commissioner

21

22

23

By _____

24

Alan S. Weinger
Deputy Commissioner
Enforcement Division

25

26

27

28