## STATE OF CALIFORNIA

## BUSINESS, TRANSPORTATION AND HOUSING AGENCY DEPARTMENT OF CORPORATIONS

TO: Rancho de Andallusia Vineyard & Winery, LLC
O'Keefe – Wedertz Enterprises, LLC
Lawrence O'Keefe
Howard Wedertz
William "Skip" Young
27731 Diaz Road
Temecula, California 92590
or
32828 Wolf Store Road

Temecula, California 92592

**DESIST AND REFRAIN ORDER** 

## (For violations of section 25401 of the Corporations Code)

The California Corporations Commissioner finds that:

- At all relevant times herein, Rancho de Andallusia Vineyard & Winery, LLC was a
  California limited liability company located at 27731 Diaz Road, Temecula, California 92590.
   Rancho de Andallusia Vineyard & Winery, LLC also conducted business at 32828 Wolf Store Road,
  Temecula, California 92592.
- 2. At all relevant times herein, O'Keefe Wedertz Enterprises, LLC, a California limited liability company located at 27731 Diaz Road, Temecula, California 92590, was the managing member of Rancho de Andallusia Vineyard & Winery, LLC.
- 3. At all relevant times herein, Lawrence O'Keefe was a managing member of O'Keefe Wedertz Enterprises, LLC and managed and controlled Rancho de Andallusia Vineyard & Winery, LLC.
- 4. At all relevant times herein, Howard Wedertz was a managing member of O'Keefe Wedertz Enterprises, LLC and managed and controlled Rancho de Andallusia Vineyard & Winery, LLC.

- 5. At all relevant times herein, William "Skip" Young offered and sold limited liability company membership units in Rancho de Andallusia Vineyard & Winery, LLC.
- 6. Beginning at least as early as April 2005, O'Keefe Wedertz Enterprises, LLC; Lawrence O'Keefe; Howard Wedertz; and William "Skip" Young offered and sold securities in the form of limited liability company membership units in Rancho de Andallusia Vineyard & Winery, LLC. The purported purpose of the offering was to raise up to \$5,386,432.00 to finance the construction of a tasting room and to fund the operations of the winery for a period of 18 months.
- 7. The limited liability company membership units in Rancho de Andallusia Vineyard & Winery, LLC are securities pursuant to California Corporations Code section 25019.
  - 8. These securities were offered or sold in this state in issuer transactions.
- 9. In connection with the offer and sale of these securities, Rancho de Andallusia Vineyard & Winery, LLC; O'Keefe Wedertz Enterprises, LLC; Lawrence O'Keefe; Howard Wedertz; and William "Skip" Young made, or caused to be made, misrepresentations of material fact or omitted to state material facts necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading. These misrepresentations and omissions included, but are not limited to the following:
- a. Investors were told that the building permits for the construction of the wine tasting room were already approved;
- b. Investors were told that their investment would be secured by the winery real property and Rancho de Andalusia Vineyard & Winery, LLC would hold the title to the real property;
- c. Investors were told that Rancho de Andallusia Vineyard & Winery, LLC was essentially debt-free.

Based upon the foregoing, the California Corporations Commissioner is of the opinion that the securities issued by Rancho de Andallusia Vineyard & Winery, LLC were offered and sold in this state by means of written or oral communications which included untrue statements of material fact or omitted to state material facts necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading, in violation of section 25401 of the Corporate Securities Law of 1968.

| Pursuant to section 25532 of the Corporate Securities Law of 1968, Rancho de Andallusia                 |  |
|---|--|
| Vineyard & Winery, LLC; O'Keefe – Wedertz Enterprises, LLC; Lawrence O'Keefe; Howard                    |  |
| Wedertz; and William "Skip" Young are hereby ordered to desist and refrain from offering or selling     |  |
| or buying or offering to buy any security in the State of California, including but not limited to,     |  |
| limited liability company membership units, by means of any written or oral communication which         |  |
| includes an untrue statement of a material fact or omits to state a material fact necessary in order to |  |
| make the statements made, in the light of the circumstances under which they were made, not             |  |
| misleading.   |  |
| 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: October 25, 2007   | PRESTON DuFAUCHARD   |
| Los Angeles, California   | California Corporations Commissioner                             |
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|   | ByALAN S. WEINGER Lead Corporations Counsel Enforcement Division |