

**STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT**

**IN THE MATTER OF: BERENGER FINANCIAL
GROUP, KENNETH BRIDGMAN, MICHAEL
COOMBS, LAURI CAMERON, TODD GROVER,
and DAN DUCKWORTH.**

File No. 0500058

ORDER OF PROHIBITION

TO THE RESPONDENTS: BERENGER FINANCIAL GROUP
7071 Warner Ave.
Suite F-620
Huntington Beach, CA 92647

BERENGER FINANCIAL GROUP
1500 E. Tropicana Ave.
Las Vegas, NV 89119

KENNETH BRIDGMAN
Vice President-Berenger Financial
2980 Irvine, #247
Justin, CA 92782

MICHAEL COOMBS (CRD#1583523)
Member-Berenger Financial
370 E. Harmon Ave.
Las Vegas, NV 89109-7003

MICHAEL COOMBS (CRD#1583523)
4600 Swenson #249
Las Vegas, NV 89119

LAURI CAMERON
Customer Service Director-Berenger Financial Group
7071 Warner Ave.
Suite F-620
Huntington Beach, CA 92647

TODD GROVER
President-Berenger Financial

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7071 Warner Ave.
Suite F-620
Huntington Beach, CA 92647

DAN DUCKWORTH
Principal-Berenger Financial
16892 Rockcreek Cir. Apt. #149
Huntington Beach, CA 92647-8312

FOR SERVICE OF
PROCESS:

RESIDENT AGENTS OF NEVADA, INC.
Registered Agent for Service of Process/Berenger
Financial Group
711 S. Carson St.
Carson City, NV 89701

WHEREAS. A Temporary Order of Prohibition was issued by the Secretary of State on October 18, 2005 which prohibited Berenger Financial Group, Kenneth Bridgman, Michael Coombs, Lauri Cameron, Todd Grover, and Dan Duckworth (the "Respondents") from offering or selling securities in or from the State of Illinois until further order from the Secretary of State or his duly authorized representative;

WHEREAS, pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act"), the failure to request a hearing within thirty (30) calendar days of the entry of the Temporary Order shall constitute an admission of any facts alleged therein and constitute a sufficient basis to make the Temporary Order final;

WHEREAS, the Respondents have failed to request a hearing on the matters contained in the Temporary Order within thirty (30) calendar days of the entry of said Temporary Order and the Respondents are hereby deemed to have admitted the facts alleged in the said Temporary Order;

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Findings of Fact contained in the said Temporary Order as the Secretary of State's Findings of Fact as follows:

BACKGROUND FACTS

1. Berenger Financial Group, LLP. ("Respondent BFG") is a Nevada Corporation entity with a last known addresses of; 1) 7071 Warner Ave., Suite F-620 in Huntington Beach, California, 92647; and 2) 1500 E. Tropicana Ave., Las Vegas, Nevada, 89119. Resident Agents of Nevada is the agent for service of process.

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2. Kenneth Bridgman (“Respondent Bridgman”) is a resident of California with a last known address of 2980 Irvine, Suite 247, in Justin, California. At all relevant times Respondent Bridgman held himself out as the Vice President of Respondent BFG.
3. Michael Coombs CRD#1583523 (“Respondent Coombs”) is a resident of Nevada, with a last known address of 370 E. Harmon Ave., Las Vegas, Nevada, 89109-7003 and 4600 Swenson, Apt. 249, Las Vegas, Nevada, 89119. At all relevant time Respondent Coombs held himself out as a Member of Respondent BFG.
4. Lauri Cameron (“Respondent Cameron”) has a last known address of 7071 Warner Ave., Suite F-620 in Huntington Beach, California, 92647. At all relevant times Respondent Cameron held herself out as the Customer Service Director of Respondent BFG.
5. Todd Grover (“Respondent Grover”) has a last known address of 7071 Warner Ave., Suite F-620 in Huntington Beach, California, 92647. At all relevant time Respondent Grover held himself out as a Member of Respondent BFG.
6. Dan Duckworth (“Respondent Duckworth”) has a last known address of 16892 Rockcreek Cir. Apt. #149, Huntington Beach, CA 92647-8312. At all relevant times Respondent Duckworth held himself out as a Member of Respondent BFG.
7. In late April, 2004, Respondents Bridgman and Coombs cold-called an Illinois Resident (“Investor”) for the purpose of selling shares in a California company that sells home medical products (“Medical Company”)¹. Respondents told Investor that Medical Company was seeking private investors to provide capital for the company’s business expansion, and that the company would go public soon after.
8. Respondents sent to Investor by overnight mail what Respondents purported to be an informational packet about Medical Company and the alleged private placement (“Private Placement Memorandum”). The Private Placement Memorandum contained Respondent BFG’s telephone numbers, 1-800-704 3305 and 1-714-848-0114, to call for investment in Medical Company.
9. Medical Company, is, in fact a California Company that sells home medical products. However, it has its own in-house sales representative

¹ The Medical Company’s name was used by the Respondents to further their fraudulent scheme and the Department’s investigation did not find any evidence that it was aware of or condoned the Respondents’ fraudulent activity, therefore, its name has been withheld from this Order.

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and did not authorize Respondents to act as its agent in selling its securities.

10. Moreover, the Private Placement Memorandum Respondents sent to Investor was not published by Medical Company, does not contain Medical Company's contact telephone number, and it falsely advertises that Respondent BFG is the contact to obtain more information regarding investing in Medical Company. Respondents, as part of their scheme, had created the Private Placement Memorandum based on Medical Company's publicly known corporate information
11. On May 4, 2004, Investor wired two-thousand dollars (\$2,000.00) to Respondent Bridgman and Respondent BFG, payable to both, for the purpose of investing into Medical Company.
12. On May 17, 2004, Investor wired an additional three-thousand dollars (\$3,000.00) to Respondent Bridgman and Respondent BFG, payable to both, for the purpose of increasing Investor's investment into Medical Company.
13. On May 31, 2004, in furtherance of Respondents' scheme, Respondents Cameron and BFG sent Investor a confirmation that his payments totaling \$5,000.00 were received. However, to date, Respondents have not sent Investor his stock certificate or other evidence of his share ownership. Respondents have also refused to answer their telephone or to return any of Investor's calls.
14. In furtherance of Respondents' scheme to defraud investors, on February 4, 2004, Respondents Duckworth and Grover had opened Respondent BFG's Bank of America account, #23419-16279. Respondent Duckworth opened the account as an authorized Member of Respondent BFG and is also listed as an authorized signatory. However, the drivers license and social security numbers Respondent Duckworth provided are fraudulent. Respondent BFG's bank account also lists Respondent Grover as an authorized signatory, with a fraudulent driver's license and social security numbers.
15. The activities set forth in paragraphs 7 through 11, above, constitute an offer and sale of stock by Respondents to Investor, and therefore a security, as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953, 815 ILCS 5/1 *et seq.* ("The Act").

COUNT I Against Each Respondent
RESPONDENTS ARE NOT REGISTERED AS DEALERS, OR AS
SALESPERSONS
Section 12(C) violation

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- 1-15. The Secretary of State re-alleges and incorporates paragraphs 1 through 15, above, as paragraphs 1-15 of this Count I.
16. Section 12.A of The Act states, *inter alia*, that it shall be a violation of this Act for any person to offer or sell any security except in accordance with the provisions of this act. 815 ILCS 5/12.A.
17. Section 8 of the Act states, *inter alia*, that every dealer, salesperson, investment advisor and investment advisor representative shall be registered as such with the Secretary of State. 815 ILCS 5/8
18. Section 12.C of the Act states that it shall be a violation of the provisions of this Act for any person to, “act as a dealer, salesperson, investment advisor, or investment advisor representative, unless registered as such, where such registration is required, under the provisions of this Act.” 815 ILCS 5/12.C.
19. Respondents are not and were never registered as Dealers or as Salespersons in the State of Illinois.
20. By virtue of the activities in Paragraphs 7 through 19, Respondents violated Sections 12.A and 12.C of the Act.

COUNT II Against Each Respondent

RESPONDENTS’ PRACTICES WORKED A FRAUD OR DECEIT

Section 12(F) violation

- 1-15. The Secretary of State re-alleges and incorporates paragraphs 1 through 15, above, as paragraphs 1-15 of this Count II.
16. Section 12.F of the Act states that it shall be a violation of the provisions of this Act for any person to, “engage in any transaction, practice or course of business in connection with the sale or purchase of securities which works or tends to work a fraud or deceit upon the purchaser or seller thereof.” 815 ILCS 5/12(F).
17. By virtue of the activities in Paragraphs 7 through 15, above, Respondents violated Section 12.F of the Act.

COUNT III Against Each Respondent

RESPONDENTS MADE UNTRUE STATEMENTS OF FACT

Section 12(G) violation

- 1-15. The Secretary of State re-alleges and incorporates paragraphs 1 through 15, above, as paragraphs 1-15 of this Count III.

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16. Section 12.G of the Act states that it shall be a violation of the provisions of this Act for any person to, "obtain money or property through the sale of securities by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading." 815 ILCS 5/12(G).
17. By virtue of the activities in Paragraphs 7 through 15, above, Respondents violated Section 12.G of the Act.

COUNT IV Against Each Respondent
RESPONDENTS EMPLOYED A DEVICE AND SCHEME TO
DEFRAUD
Section 12(I) violation

- 1-15. The Secretary of State re-alleges and incorporates paragraphs 1 through 15, above, as paragraphs 1-15 of this Count IV.
16. Section 12.I of the Act states that it shall be a violation of the provisions of this Act for any person to, "employ any device, scheme, or artifice to defraud in connection with the sale or purchase of any security, directly or indirectly. 815 ILCS 5/12(I).
17. By virtue of the activities in Paragraphs 7 through 15, above, Respondents violated Section 12.I of the Act.

PROHIBITION

18. That the aforementioned findings are based upon credible evidence.
19. That on October 18, 2005, the Secretary of State issued a Temporary Order of Prohibition, based upon the findings detailed above, and effectuated service of said Temporary Order of Prohibition upon each Respondent by Registered Mailing to the last known address or addresses of each.
20. That said Temporary Order of Prohibition advised Respondents that they may request a hearing, and that Respondents' failure to do so within thirty (30) days of entry of the Temporary Order of Prohibition would constitute an admission of any facts alleged therein and shall constitute sufficient basis to make the Order permanent.
21. That no Respondent requested a hearing within thirty (30) days of entry of the Order and, therefore, pursuant to Section 11.F (2) of the Act, all factual allegations contained in the Order have been admitted as true by

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the Respondents and are sufficient to make the Temporary Order of Prohibition final.

NOW THEREFORE IT IS HEREBY ORDERED: That pursuant to Section 11.F of the Act, Respondents Berenger Financial Group, Kenneth Bridgman, Michael Coombs, Lauri Cameron, Todd Grover, and Dan Duckworth are hereby permanently **PROHIBITED** from offering or selling securities in or from this State of Illinois.

ENTERED: This 22nd day of November 2005.



JESSE WHITE
Secretary of State
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 12.D of the Act. Any person or entity that fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of this Order, shall be guilty of a Class 4 felony.

This is a final order subject to administrative review pursuant to the Administrative Review Law, 735 ILCS 5/3-101 et seq. and the Rules and Regulations of the Illinois Securities Act (14 Ill. Admin. Code, Ch. I, Sec. 130.1123). Any action for judicial review must be commenced within thirty-five (35) days from the date a copy of this Order is served upon the party seeking review.