

COMMONWEALTH OF MASSACHUSETTS

Suffolk, SS.

COMMISSIONER OF BANKS
MORTGAGE LENDER AND
MORTGAGE BROKER
LICENSING
Docket No. 2009- 120 -CO

In the Matter of)
DBSA Holdings, Inc.)
d/b/a Foundation Capital Group)
San Diego, CA)

Mortgage Broker/Lender License No(s). MC5105)

CONSENT ORDER

WHEREAS, DBSA Holdings, Inc. d/b/a Foundation Capital Group, located at 8400 Juniper Creek Lane, Suite 102, San Diego, CA 92126 (“DBSA” or the “Licensee”), a licensed mortgage broker and mortgage lender under Massachusetts General Laws chapter 255E, section 2, has been advised of its right to Notice and Hearing pursuant to Massachusetts General Laws chapter 30A, section 10, and having waived those rights, entered into a STIPULATION AND CONSENT TO THE ISSUANCE OF A CONSENT ORDER (“Consent Agreement”) with representatives of the Division of Banks (“Division”) dated October 21, 2009, whereby, solely for the purpose of settling this matter, DBSA agrees to the issuance of this CONSENT ORDER (“Consent Order”) by the Commissioner of Banks (“Commissioner”);

WHEREAS, The Division of Banks ("Division"), through the Commissioner, has jurisdiction over the licensing and regulation of persons and entities engaged in the business of a mortgage broker and mortgage lender in Massachusetts pursuant to Massachusetts General Laws chapter 255E, section 2;

WHEREAS, DBSA is, and at all relevant times, has been a Massachusetts licensed mortgage broker and mortgage lender doing business in the Commonwealth of Massachusetts;

WHEREAS, On October 6, 2009, the Division issued a TEMPORARY ORDER TO CEASE AND DESIST, Docket No. 2009-120 (the "Temporary Order"), against DBSA based upon the Licensee's: failure to obtain and maintain a mortgage broker surety bond, in violation of 209 CMR 42.06(2)(a). The Temporary Order is incorporated herein by reference;

WHEREAS, DBSA filed a response to the Temporary Order with the Division whereby the Licensee attested that it has discontinued the business of mortgage brokering/ in Massachusetts and desires to surrender the Massachusetts mortgage broker portion of its license(s) No. MC5105;

WHEREAS, the parties now seek to resolve this matter by mutual agreement; and

WHEREAS, in recognition of the Division and DBSA having reached the following mutual agreement under this Consent Order to resolve this matter, the Commissioner has terminated the Temporary Order on this 21st day of October, 2009.

ORDER

NOW COME the parties in the above-captioned matter, the Division and DBSA, and stipulate and agree as follows:

1. DBSA attests that any and all officers, directors, managers, employees, independent contractors, and/or agents, operating on behalf of DBSA, have ceased engaging in the activity of a mortgage broker in Massachusetts, as those terms are defined under General Laws chapter 255E, section 1 and General Laws chapter 255F, section 1, respectively.

2. Immediately upon the execution of this Consent Agreement, DBSA will surrender the Massachusetts mortgage broker portion of its license MC5105 by returning the original license certificate(s) to the Division at One South Station, 3rd Floor, Boston, Massachusetts

02110. Upon receipt of the license certificate(s), the Division will update DBSA's status in Massachusetts through the Nationwide Mortgage Licensing System (NMLS) to "Surrendered."

3. To the extent that DBSA wishes to resume business as a mortgage broker at any time hereafter, DBSA shall be required to submit a completed application to obtain the relevant license(s) from the Commissioner. The Commissioner shall have all of the discretion set forth within General Laws chapter 255E, section 4 and the Division's regulation 209 CMR 42.00 *et seq.* in determining whether to issue a license to DBSA to conduct the licensed business, provided however, that any such application shall not be denied solely on the basis of the Temporary Order.

4. The provisions of this Consent Order shall not limit, estop, or otherwise prevent any other state agency or department, from taking any other action affecting DBSA and/or any of its officers, directors, or managers.

5. This Consent Order shall become effective immediately upon the date of its issuance.

6. The provisions of this Consent Order shall be binding upon DBSA and its directors, officers, managers, and assigns.

7. In accordance with the terms of the Consent Agreement entered by DBSA and the Commissioner, DBSA has waived all rights of appeal that it may have relative to the Temporary Order.

8. The provisions of this Consent Order shall remain effective and enforceable except to the extent that, and until such time as, any provisions of this Consent Order shall have been modified, terminated, suspended, or set aside by the Commissioner or upon an order of a court of competent jurisdiction.

9. This Consent Order and the Consent Agreement are the complete documents representing the resolution of this matter. There are no other agreements, promises, representations, or warranties other than those set forth in this Consent Order, which replaces and supersedes all prior agreements between DBSA and the Commissioner.

BY ORDER AND DIRECTION OF THE COMMISSIONER OF BANKS:

Dated at Boston, Massachusetts, this 21st day of October, 2009.

By: _____

Steven L. Antonakes
Commissioner of Banks
Commonwealth of Massachusetts