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STATE OF CALIFORNIA
BUSINESS, TRANSPORTATION AND HOUSING AGENCY
DEPARTMENT OF CORPORATIONS

TO: Michael DiGiacco
Yourmedlink, Inc.
Med+Link International, Inc.
3137 Corte Marin
Newport Beach, CA 92660

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

The California Corporations Commissioner finds that:

1. At all relevant times, Yourmedlink, Inc., dba Med+Link International, Inc. (hereinafter “Med+Link”), was an active California corporation.
2. At all relevant times, Michael DiGiacco (hereinafter, “DiGiacco”) was the President and C.E.O. of Med+Link.
3. Beginning in or about August 2002 and continuing thereafter, DiGiacco and/or Med+Link offered and/or sold securities in the State of California in the form of shares of stock in Med+Link.
4. Beginning in or about August 2002 and continuing thereafter, DiGiacco and/or Med+Link offered and/or sold shares of stock in Med+Link in the total amount of \$439,750 to at least one investor.

1 5. The purported purpose of the offering was to raise money to develop, manufacture, and
2 market the company's proprietary medical information system, including a "Smart Card," a wallet-
3 sized information card on which an individual's medical data could be stored.

4
5 6. These securities were offered and/or sold in this state in issuer transactions. The California
6 Department of Corporations has not issued a permit or other form of qualification authorizing any
7 person to offer and/or sell these securities in this state.

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9 7. Beginning in or about August 2002 and continuing thereafter, DiGiaccio and/or Med+Link
10 utilized cold-calling to offer and/or sell these securities to at least one person in the State of
11 California who had no pre-existing relationship with DiGiaccio or Med+Link.

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13 8. In connection with these offers and sales, DiGiaccio and/or Med+Link represented to investors
14 that:

- 15 a. The investment would become liquid when the company went public, and DiGiaccio
16 and/or Med+Link were actively pursuing the initial public offering.
- 17 b. Med+Link would be acquired by a large pharmaceutical company within six months
18 of the investment.
- 19 c. Investor returns would come from the sale and promotion of the "Smart Cards" and
20 through the initial public offering and acquisition transactions.

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22 9. In connection with these offers and sales, DiGiaccio and/or Med+Link failed to disclose to
23 investors that:

- 24 a. On May 30, 2001, the Commissioner of Securities, Office of the Missouri Secretary of
25 State, issued a cease and desist order (Order No. CD-01-13) against DiGiaccio and
26 others for securities law violations, including the sale of unregistered securities, selling
27 securities without a license, and fraud.

1 b. On October 17, 2002, the Division of Securities, Wisconsin Department of Financial
2 Institutions, issued an order of prohibition and revocation of exemptions (Order No. S-
3 02050(EX)) against DiGiaccio and Med+Link and others for securities law violations,
4 including fraud in the offer of unregistered stock by an unlicensed agent.

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6 Based upon the foregoing findings, the California Corporations Commissioner is of the
7 opinion that the shares in Yourmedlink, Inc. and/or Med+Link International, Inc., are securities
8 subject to qualification under the California Corporate Securities Law of 1968 and are being or have
9 been offered or sold without being qualified in violation of Corporations Code section 25110.
10 Pursuant to section 25532 of the Corporate Securities Law of 1968, Michael DiGiaccio, Yourmedlink,
11 Inc. and/or Med+Link International, Inc., are hereby ordered to desist and refrain from the further
12 offer or sale in the State of California of securities, including but not limited to shares in
13 Yourmedlink, Inc. and/or Med+Link International, Inc., unless and until qualification has been made
14 under the law.

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16 Based upon the foregoing, the California Corporations Commissioner is of the opinion that
17 the securities of Yourmedlink, Inc. and/or Med+Link International, Inc., were offered or sold in this
18 state by means of written or oral communications which included an untrue statement of a material
19 fact or omitted to state a material fact necessary in order to make the statements made, in the light of
20 the circumstances under which they were made, not misleading, in violation of section 25401 of the
21 Corporate Securities Law of 1968. Pursuant to section 25532 of the Corporate Securities Law of
22 1968, Michael DiGiaccio, Yourmedlink, Inc. and/or Med+Link International, Inc., are hereby ordered
23 to desist and refrain from offering or selling or buying or offering to buy any security in the State of
24 California, including but not limited to shares in Yourmedlink, Inc. and/or Med+Link International,
25 Inc. by means of any written or oral communication which includes an untrue statement of a material
26 fact or omits to state a material fact necessary in order to make the statements made, in the light of
27 the circumstances under which they were made, not misleading.

