

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

TO: Zion Yohannes
Z Private Post
Z Cafe
2520 Navarra Dr.
Carlsbad, CA 92009
and
2222 River Run Dr., Suite #129
San Diego, CA 92108
and
4025 Camino Del Rio South
San Diego, CA 92108
and
P.O. Box 881056
San Diego, CA 92168-1056

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

The California Corporations Commissioner finds that:

1. At all relevant times, Zion Yohannes (herein “Yohannes”) is or was an individual residing in the San Diego area of California. Among other business ventures, Yohannes was or is engaged in the ownership, operation, or management of at least one café or restaurant in the San Diego area of California.
2. Beginning in or about August 2007, Yohannes began to establish or did establish a retail postal center sole proprietorship business known as Z Private Post and/or Z Café (herein collectively, “ZPOST”). ZPOST was or is purportedly located in or near the gated “Cielo” community in Rancho Santa Fe, California.
3. Beginning in or about August 2007, Yohannes and ZPOST offered or sold securities in the form of investment contracts in ZPOST by way of placing classified advertisements in the San Diego Union Tribune newspaper and on various websites online.

1 4. The purported purpose of the offerings was to secure capital to fund the startup, construction,
2 overhead, general business or promotion expenses and costs of ZPOST. In return, investors would
3 receive at least 10% interest payments, based on their investment, from the purported profits of
4 ZPOST.

5 5. Beginning in or about August 2007, Yohannes and ZPOST offered or sold the above
6 described investment contracts in California to unaccredited investors.

7 6. These investment contracts were offered or sold in California in issuer transactions. The
8 Department of Corporations has not issued a permit or other form of qualification authorizing any
9 person to offer or sell these investment contracts in California.

10 Based on the foregoing findings, the California Corporations Commissioner finds that the
11 investment contracts offered or sold by Yohannes and ZPOST are securities subject to qualification
12 under the California Corporations Code. These securities are or have been offered or sold without
13 being qualified or exempt, in violation of Section 25110 of the California Corporations Code.

14 Pursuant to Section 25532 of the California Corporations Code, Zion Yohannes, Z Private
15 Post, and Z Café are hereby ordered to desist and refrain from the further offer or sale in California of
16 securities, including, but not limited to investment contracts, unless and until qualification has been
17 made under said law or unless exempt.

18 This Order is necessary, in the public interest, for the protection of investors and consistent
19 with the purposes, policies, and provisions of the California Corporations Code.

20 Dated: November 13, 2007
21 Sacramento, California

22 PRESTON DUFAUCHARD
23 California Corporations Commissioner

24
25 By _____
26 ALAN S. WEINGER
27 Lead Corporations Counsel
28 Enforcement Division