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

**TO:** Stanley Chais  
611 North Oakhurst  
Beverly Hills, CA 90211

**DESIST AND REFRAIN ORDER**  
**(For violations of section 25230 of the Corporations Code)**

The California Corporations Commissioner finds that:

1. At all relevant times, Stanley Chais (“Chais”) was acting as the General Partner of the following limited partnerships: the Brighton Company (“Brighton”), the Lambeth Company (“Lambeth”) and the Popham Company (“Popham”). Brighton is or was a California limited partnership formed in 1973. Lambeth is or was a California limited partnership, formed in 1970. Popham is or was a California limited partnership formed in 1975. The California address associated with these companies and Chais was 611 North Oakhurst, Beverly Hills, CA 90211.
2. Beginning in or around 1970 and continuing until at least 2008, Chais provided investment advice to Brighton, Lambeth and Popham and others. Each of the funds partnership agreements indicated that the limited partnerships allegedly engage in the business of arbitrage and related transactions with Chais acting as the General Partner.
3. Each of the funds partnership agreements provides that Chais, as the General Partner, has exclusive control over the business of the partnership and shall render his personal services to the partnership. In the agreements, it states that Chais would receive a fee for his services such that should the net profit accruing to a limited partner be more than ten percent of their investment, then Chais as the general partner would receive 25% of their profit.
4. Beginning in or around 1970 and continuing until at least 2008 Chais did not possess a valid investment adviser certificate issued by the Department of Corporations or the U.S. Securities and Exchange Commission. Therefore, Chais has engaged in unlicensed investment adviser activity.

