

1 In re the Matter of:) Case No.: 10-083
)
 2 State of New Hampshire Banking)
)
 3 Department,)
)
 4 Petitioner,)
)
 5 and)
)
 6 Guardian Capital (a/k/a Guardian) Order to Cease and Desist
)
 7 Enterprises, Inc. and d/b/a)
)
 8 www.gcloan.com), Ali Kalantari Darian,)
)
 9 Kalani Law Firm, a Law Corporation,)
)
 10 and Mohammad Kalani,)
)
 11 Respondents)

12 NOTICE OF ORDER TO CEASE AND DESIST ("ORDER")

13 1. This Order commences an adjudicative proceeding under the provisions
 14 of RSA Chapter 397-A (including RSA 397-A:17,I and II, RSA 397-A:18,I and
 15 II, and RSA 397-A:20,IV) and RSA Chapter 541-A.
 16 2. The Commissioner may impose administrative penalties of up to
 17 \$2,500.00 for each violation. *RSA 397-A:21,IV and V.*

18 RESPONDENTS

19 3. Guardian Capital (a/k/a Guardian Enterprises, Inc. and d/b/a
 20 www.gcloan.com) ("Respondent Guardian Capital") is a corporation registered
 21 as Guardian Enterprises, Inc. with the California Secretary of State on
 22 January 1, 1998 with a principal office location in Laguna Niguel,
 23 California. As of April 11, 2011, the location of Laguna Niguel was still
 24 listed as Respondent Guardian Capital's address, though in 2010 Respondent
 25 Guardian Capital may have also had a Norco, California address. Respondent

1 Guardian Capital (under either name) is not registered with the New
2 Hampshire Secretary of State. Respondent Guardian Capital is a "Person."
3 RSA 397-A:1,XVIII.

4 4. The National Mortgage Licensing System & Registry ("NMLS") indicates
5 Respondent Guardian Capital (as Guardian Enterprises, Inc.) has a California
6 Finance Lenders Law License with an original issue date of November 5, 2009
7 and a trade name of Guardian Capital. The New Hampshire Banking Department's
8 ("Department") records do not indicate that Respondent Guardian Capital
9 (under either name) has ever held a New Hampshire Mortgage Broker license.

10 5. Ali Kalantari Darian ("Respondent Darian") is listed by the NMLS as
11 the 100% owner and President of Respondent Guardian Capital and by the
12 California Secretary of State as the registered agent. According to the
13 NMLS, Respondent Darian is also a licensed California Mortgage Loan
14 Originator, with an original license date of July 24, 2010. The Department's
15 records do not indicate that Respondent Darian has ever held a New Hampshire
16 Mortgage Broker license or Mortgage Loan Originator license. Respondent
17 Darian is a Control person (RSA 397-A:21,V-a), a Principal (RSA 397-
18 A:1,XIX), a Direct Owner (RSA 397-A:1,VI-a), and a Person (RSA 397-
19 A:1,XVIII).

20 6. Kalani Law Firm, a Law Corporation ("Respondent Kalani Law") is a
21 corporation registered with the California Secretary of State on February
22 17, 2004 with a principal office location in Irvine, California. Respondent
23 Kalani Law is not registered with the New Hampshire Secretary of State. NMLS
24 records do not indicate that Respondent Kalani Law has ever held a license
25 as a mortgage broker. The Department's records do not indicate Respondent

1 Kalani Law has ever held a New Hampshire Mortgage Broker license. Respondent
2 Kalani Law is a "Person." RSA 397-A:1,XVIII.

3 7. Mohammad Kalani ("Respondent Kalani") is a California licensed
4 attorney, who has been licensed since June 3, 2003. Respondent Kalani is the
5 100% owner of Respondent Kalani Law. NMLS records do not indicate that
6 Respondent Kalani has ever held a license as a mortgage broker or mortgage
7 loan originator. The Department's records do not indicate Respondent Kalani
8 has ever held a New Hampshire Mortgage Broker license or New Hampshire
9 Mortgage Loan Originator license. Respondent Kalani is a Control person (RSA
10 397-A:21,V-a), a Principal (RSA 397-A:1,XIX), a Direct Owner (RSA 397-A:1
11 VI-a), and a Person (RSA 397-A:1,XVIII).

12 8. The above-named Respondents are hereinafter collectively known as
13 "Respondents."

14 **RIGHT TO REQUEST A HEARING**

15 9. Respondents have a right to request a hearing on this Order. A hearing
16 shall be held not later than ten (10) days after the Commissioner receives
17 the Respondent's written request for a hearing. Respondents may request a
18 hearing and waive the ten (10) day hearing requirement. The hearing shall
19 comply with RSA Chapter 541-A. RSA 397-A:17 and RSA 397-A:18.

20 10. If any person fails to request a hearing within thirty (30) days of
21 receiving this Order, then such person shall be deemed in default, and the
22 Order shall, on the thirty-first (31st) day, become permanent, all
23 allegations may be deemed true, and shall remain in full force and effect
24 until modified or vacated by the Commissioner for good cause shown. RSA 397-
25 A:17,I and RSA 397-A:18.

1 11. A default may result in administrative fines as described in Paragraph
2 2 above.

3 STATEMENT OF ALLEGATIONS

4 12. On June 25, 2010, the Department received a complaint from a New
5 Hampshire consumer ("Consumer A") against Respondents concerning residential
6 mortgage loan modification services.

7 13. On June 22, 2009, Respondents contracted with Consumer A to modify
8 Consumer A's mortgage loan without a New Hampshire mortgage broker license,
9 in violation of RSA 397-A:3,I.

10 14. On June 22, 2009, Respondents collected an advance fee of \$695.00 from
11 Consumer A, in violation of RSA 397-A:14,IV(m).

12 15. Respondents did modify Consumer A's residential mortgage loan.

13 16. On October 4, 2010, the Department sent a letter via U.S. Certified
14 Mail return receipt requested to Respondent Guardian Capital at the Norco,
15 California address, suggesting Respondents apply for licensure with the
16 Department and resolution of Consumer A's complaint. Respondent Guardian
17 Capital received the correspondence on October 7, 2010 but failed to
18 respond.

19 17. On August 8, 2011, the Department sent a letter via U.S. Certified
20 Mail return receipt requested to Respondent Guardian Capital at the Mission
21 Viejo, California address, suggesting Respondents apply for licensure with
22 the Department and resolution of Consumer A's complaint. Respondent Guardian
23 Capital received the correspondence on August 11, 2011 but failed to
24 respond. On the same day, the Department sent an email to Respondent Darian
25 (the email is still valid according to the NMLS). The email was not returned

1 as undeliverable and Respondent Darian failed to respond. Letters were also
2 sent by U.S. Certified Mail return receipt requested to addresses in Irvine,
3 California and Laguna Niguel, California; all of which were returned as
4 either "unclaimed" or "attempted not known."

5 18. On August 8, 2011, the Department sent a letter via U.S. Certified
6 Mail return receipt requested to Respondent Kalani Law and Respondent Kalani
7 at the Irvine, California address, suggesting Respondents apply for
8 licensure with the Department and resolution of Consumer A's complaint.
9 Respondent Kalani Law and Respondent Kalani received the correspondence on
10 August 11, 2011 and responded with an August 16, 2011 dated correspondence.

11 19. The August 16, 2011 response from Respondent Kalani Law and Respondent
12 Kalani confirmed the following:

13 a. that Respondent Kalani Law had a contractual relationship with
14 Respondent Guardian Capital and that Respondent Guardian Capital is in "the
15 loan origination business;"

16 b. that Respondent Guardian Capital provided "some services for
17 Kalani Law Firm for a short period in 2009;" and that Respondent Kalani Law
18 Firm's records indicate it had "only one successful case from [] [New
19 Hampshire]."

20 20. To date, Respondents have failed to provide the information requested
21 by the Department, in violation of RSA 397-A:12,I.

22 21. To date, Consumer A has not been refunded the fees paid to
23 Respondents.

24 _____/s/
25 Maryam Torben Desfosses
Hearings Examiner

4/4/12
Date

ORDER

22. **I hereby find as follows:**

a. Pursuant to RSA 397-A:17,I, the facts as alleged above, if true, show Respondents are operating or have operated in violation of RSA Chapter 397-A and form the legal basis for this Order;

b. Pursuant to 397-A:20,VI, this Order is necessary and appropriate to the public interest and for the protection of consumers and consistent with the purpose and intent of New Hampshire banking laws;

c. The Department finds pursuant to RSA 397-A:17,II and RSA 397-A:18,II, reasonable cause to issue an order to cease and desist; and

d. Pursuant to RSA 397-A:17,I and RSA 397-A:18,II, if any Respondent fails to respond to this Order and/or defaults then all facts as alleged herein are deemed as true.

23. **Accordingly, it is hereby ORDERED that:**

a. Respondents shall cease and desist from violating RSA Chapter 397-A and rules or orders thereunder;

b. Respondents shall immediately provide the Department a list of all New Hampshire consumers for whom Respondents have residential mortgage loan modification activity and a status of those accounts. This list must include the names and contact information of the New Hampshire consumers, along with monies charged, collected and waived (if applicable). The list shall also be accompanied by all contracts, checks to and from the consumer and any other documents in the New Hampshire consumers' files;

c. Respondents shall be hereby ordered to rescind, provide restitution or disgorge profits, in the amount of \$695.00 for Consumer A;

1 d. Respondents shall hereby be administratively fined a maximum of
2 \$2,500.00 per violation (as stated in Counts below) as follows:

3 (1). Respondent Guardian Capital:

4 Violation #1: Unlicensed mortgage broker activity (RSA
5 397-A:3,I) - 1 Count;

6 Violation #2: Collecting an Advance Fee (RSA 397-
7 A:3,IV(m)) - 1 Count;

8 Violation #3: Failure to provide documents (RSA 397-
9 A:12,I) - 1 Count;

10 (2). Respondent Darian (as Control Person, Direct Owner, and
11 Principal):

12 Violation #1: Unlicensed mortgage broker activity (RSA
13 397-A:3,I) - 1 Count;

14 Violation #2: Collecting an Advance Fee (RSA 397-
15 A:3,IV(m)) - 1 Count;

16 Violation #3: Failure to provide documents (RSA 397-
17 A:12,I) - 1 Count;

18 (3). Respondent Kalani Law:

19 Violation #1: Unlicensed mortgage broker activity (RSA
20 397-A:3,I) - 1 Count;

21 Violation #2: Collecting an Advance Fee (RSA 397-
22 A:3,IV(m)) - 1 Count;

23 Violation #3: Failure to provide documents (RSA 397-
24 A:12,I) - 1 Count;

25 (4). Respondent Kalani (as Control Person, Direct Owner, and

