

**BEFORE THE DIRECTOR OF THE DEPARTMENT OF FINANCE
OF THE STATE OF IDAHO**

STATE OF IDAHO, DEPARTMENT OF
FINANCE, SECURITIES BUREAU,

Complainant,

vs.

PROMINENT ESCROW SERVICE, INC.
QUALITY ESCROW, INC.,

Respondents.

Docket No. 2019-18-04

AGREEMENT AND ORDER

The Director of the Department of Finance (DOF), pursuant to the authority under the Idaho Escrow Act, Idaho Code § 30-901, *et seq.*, has reasonable grounds to believe that a violation of the Idaho Escrow Act (“Act”) has occurred. The Director and Prominent Escrow Services, Inc., and Quality Escrow, Inc., collectively the (“Respondents”), have agreed to resolve this matter without a public hearing or adjudication of this matter. Therefore, the Director deems it appropriate and in the public interest, that this Agreement and Order be entered into, and Respondents consent to the entry of this Agreement and Order.

RESPONDENTS

1. Prominent Escrow Services, Inc. (Prominent) is a California corporation that presently maintains escrow licenses in multiple states including Idaho. Prominent’s principal office and mailing address is 2601 Saturn Street, Suite 350, Brea, California, 92821.

2. Prominent filed articles of organization in California on November 20, 2008, as a corporation.

3. Prominent is a for-profit business as a full service escrow company.

4. Quality Escrow, Inc. (Quality) is a California corporation that presently maintains escrow licenses in multiple states including Idaho. Quality's principal office and mailing address is 27405 Puerta Real, Suite 230A, Mission Viejo, California, 92691.

5. Quality filed for articles of organization in California on February 13, 2008, as a corporation.

6. Quality is a for-profit business as a full service escrow company.

FINDINGS OF FACTS

7. PRQU Holdings, Inc. (PRQU) was established and registered with the State of California as a corporation on April 27, 2017.

8. The Respondents (both California domiciled corporations) first submitted an ownership change application to the State of California on May 1, 2017.

9. The Respondents renewed their escrow licenses with the Complainant in April 2018 and provided no disclosure notice of the pending merger to the Complainant. The Respondent's application with the State of California was approved on July 6, 2018.

10. On January 7, 2019, Respondents each submitted a change of control application to the Complainant for their existing escrow licenses. The Respondents self-disclosed the ownership has changed and PRQU now owns 100% of both Respondents.

VIOLATIONS

11. Idaho Code §30-912, of the Act, provides that "A license issued under the Act is not transferable or assignable, and control of a license shall not be acquired through stock purchase or other device without prior written consent of the director."

12. The Respondents violated the Idaho Escrow Act through failure to obtain prior written consent of the director for the change in control and/or ownership. Idaho Code §30-

920(1)(c) provides for a civil penalty not to exceed five thousand dollars (\$5,000) for each violation.

REMEDIES

13. Respondents admit to the Complainant's findings of facts and conclusions of law. To economically and efficiently resolve the pending dispute; the parties agree to this Agreement and Order in lieu of other proceedings.

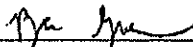
14. Respondents waive their right to notice and opportunity for hearing on this matter provided by the Idaho Escrow Act Section 30-290.

15. The Complainant accepts the untimely change of control applications submitted by the Respondents for compliance with the Act. In the event that Respondents commit future violations of the Act, Respondents acknowledge that Complainant can incorporate the allegations giving rise to this Order in any future proceeding.

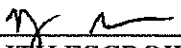
16. Prominent Escrow Service, Inc. and Quality Escrow, Inc. each agree to pay a civil penalty of one-thousand dollars (\$1,000.00) to the Complainant for the violations of the Act, pursuant to Idaho Code § 30-920(c). Said civil penalties are to be paid not later than thirty (30) days from the date the Director executes this Order. Payments shall be made payable to the "Idaho Department of Finance."

17. Respondents agree to operate in compliance with the Act.

AGREED TO and ACKNOWLEDGED this 24th day of May, 2019.



PROMINENT ESCROW SERVICES, INC.
BY: RYAN SPIVACK



QUALITY ESCROW, INC.
BY: RYAN SPIVACK

IT IS SO ORDERED

DATED this 27th day of May, 2019.

Mary E. Hughes

MARY E. HUGHES, Acting Director
Idaho Department of Finance

