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FILED

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DEPT. OF REAL ESTATE

By Jon Jon

9 DEPARTMENT OF REAL ESTATE

10 STATE OF CALIFORNIA

11 * * *

12 In the Matter of the Accusation of) No. H 05276 SD
13 AMERICAN DREAM CORPORATION) ACCUSATION
14 and)
15 MAMADY BINTA CISSE, individually and)
16 as designated officer of American Dream)
17 Corporation,)
18 Respondents.)

19 The Complainant, Veronica Kilpatrick, a Supervising Special Investigator of the
20 State of California, for cause of Accusation against Respondents AMERICAN DREAM
21 CORPORATION ("ADC") and MAMDY BINTA CISSE ("CISSE") ("Respondents"), is
22 informed and alleges as follows:

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26 DRE Accusation: American Dream Corporation & Mamady Binta Cisse
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1.

The Complainant, Supervising Special Investigator Veronica Kilpatrick, makes this Accusation in her official capacity.

2.

All references to the "Code" are to the California Business and Professions Code and all references to "Regulations" are to Title 10, Chapter 6, California Code of Regulations.

DRE LICENSE HISTORY

AMERICAN DREAM CORPORATION

3.

According to Department of Real Estate ("DRE") records to date, Respondent AMERICAN DREAM CORPORATION is presently licensed and/or has license rights under the Real Estate Law as a real estate corporation ("REC"), DRE license ID 01411740. ADC was originally issued its DRE license on or about January 11, 2005, and has as its mailing address of record on file with the DRE the following address: P.O. Box 270481, San Diego, CA 92198 ("San Diego P.O. Box"). ADC has as its main office address of record on file with the DRE the following address: 4660 La Jolla Village Dr., #100, San Diego, CA 92122.

4.

According to DRE records to date, ADC's license expired on December 11, 2021. Pursuant to Code Section 10201 ADC retains renewal rights; as such, pursuant to Code Section 10103 the Department retains jurisdiction.

5.

According to DRE records to date, ADC was authorized to act by and through CISSE as its broker and designated officer of record ("D.O.") pursuant to Code Section 10159.2

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1 to be responsible for ensuring compliance with the Real Estate Law. CISSE was ADC's D.O.
2 until its license expiration date.

3 6.

4 According to DRE records to date, ADC had no active DBAs at the time of its
5 license expiration and one (1) branch office located at 8391 Beverly Blvd. #162, Los Angeles,
6 CA 90048 ("Beverly Blvd. address").

7 7.

8 According to DRE records to date, on or about October 20, 2020,
9 "SUPERVISING OFFICER ID 0181666 NAME: Mamay Binta Cisse to supervise Toi Holliday
10 02018834¹, 8391 Beverly Blvd #162, Los Angeles CA 90048-DF."

11 MAMADY BINTA CISSE

12 8.

13 According to DRE records to date, Respondent CISSE is presently licensed
14 and/or has license rights under the Real Estate Law as a REB, DRE license ID 01816666.
15 CISSE was originally issued his DRE license on or about August 15, 2007 and has as his
16 mailing address of record on file with the DRE the same San Diego P.O. Box that is AD's
17 mailing address of record: P.O. Box 270481, San Diego, CA 92198. CISSE has as his main
18 office address of record on file with the DRE the following address: 4660 La Jolla Village
19 Drive, Suite 100, San Diego, CA 92122.

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24 ¹ According to DRE records to date, Toi Holliday ("Holliday") was a real estate salesperson whose DRE license
25 was affiliated with ADC from May 22, 2020 to October 19, 2020 and from July 1, 2021 to July 15, 2021.

1 9.

2 According to DRE records to date, CISSE's license will expire on January 16,
3 2024.

4 10.

5 According to DRE records to date, CISSE was ADC's D.O. until its license
6 expiration date on December 11, 2021.

7 **FACTS DISCOVERED BY THE DEPARTMENT**

8 11.

9 **California Secretary of State Records**

10 On or about December 8, 2003, ADC filed with the California Secretary of State
11 ("SOS") its Articles of Incorporation, corporation ID 2299588. On or about June 14, 2004, ADC
12 filed its Certificate of Amendment of Articles of Incorporation. On or about April 27, 2020,
13 ADC filed its most recent Statement of Information, wherein CISSE was listed as Chief
14 Executive officer, Director and agent for service of process.

15 12.

16 According to SOS records, the California Franchise Tax Board ("FTB")
17 suspended ADC's powers, rights and privileges on July 1, 2011, pursuant to the provisions of
18 the California Revenue and Taxation Code. According to the SOS Certificate of Status for ADC
19 dated May 7, 2021, ADC's powers, rights and privileges remain suspended.

20 13.

21 **DRE Corrective Action Letter of April 21, 2021**

22 On or about April 21, 2021, the DRE, through Supervising Special Investigator
23 Jason Parson ("SSI Parson") sent a Correction Action Letter ("CAL") to ADC's mailing address
24 of record on file with the DRE, addressed to CISSE, with a copy of said CAL to CISSE's DRE
25

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27 DRE Accusation: American Dream Corporation & Mamady Binta Cisse

1 mailing address of record. The CAL provided official notice to ADC/CISSE as to ADC's
2 violations of the Real Estate Law and required ADC's immediate and future compliance.
3 Specifically, the CAL cited ADC's violations of: Code Section 10130 (license required); Code
4 Section 10177 (further grounds for disciplinary action); and Regulation 2742 (certificate of
5 status, qualification or good standing).

6 14.

7 Respondents' May 26, 2021 Response to DRE Corrective Action Letter

8 On or about May 26, 2021, CISSE sent an email to Special Investigator Patricia
9 Davies ("SI Davies") with an attached letter bearing the same date in response to the DRE's
10 April 21, 2021 CAL. CISSE's responsive letter indicated that, "...we are currently working with
11 the CA franchise tax board to resolve pending tax liabilities issues. The matter has been slow
12 due to the pandemic and the limited work force. Almost impossible to speak to anyone when
13 you make phone calls. We will continue the matter with diligence, and we hope to find the final
14 resolution very soon as we are approaching the full reopening of the State business activities in
15 the coming Mid-June 2021 declared by the Governor."

16 15.

17 DRE Subpoena Duces Tecum of June 15, 2021

18 On or about June 15, 2021, the DRE served a *subpoena duces tecum* ("SDT") on
19 Gigi Marina, Custodian of Records of the Greater Los Angeles REALTORS. The SDT sought
20 any and all Multiple Listing Service ("MLS") data sheets that involved Respondents, Holliday,
21 and Jozine Clarke-McGee² for the period January 1, 2018 to May 7, 2021.

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23
24 ² According to DRE records to date, Jozine Clarke-McGee ("Clarke-McGee") was a real estate salesperson whose
25 DRE license (01755663) was affiliated with ADC from November 30, 2020 to August 18, 2021.

1 16.

2 Greater Los Angeles REALTORS' July 2, 2021 Response to DRE Subpoena Duces Tecum

3 On or about July 7, 2021, the Greater Los Angeles REALTORS provided MLS
4 data sheets that included licensed activity by ADC, including the June 10, 2021 sale of 0 Verdale
5 Ave., Castaic (Val Verde), CA 91384 (MLS #21-716430) (by Holliday as seller's agent), and
6 the December 2020 sale of 501 E. Walnut Ave., Monrovia, CA 91016 (MLS #PF20226896MR)
7 (by Holliday as buyer's agent).

8 17.

9 DRE Requests for Transactional Documents for Castaic (Val Verde) and Monrovia Properties

10 On or about August 11, 2021, the DRE sent a letter pursuant to Code Section
11 10148 to Lisa Lucille Gillett of Devenio Estates (as buyer's agent) ("Gillett") requesting the
12 transaction file for the June 10, 2021 sale of 0 Verdale Ave., Castaic (Val Verde), CA 91384.
13 On the same date, the DRE also sent a letter pursuant to Code Section 10148 to John Michael
14 Williamson of Sotheby's International Realty Inc. (as seller's agent) ("Williamson") requesting
15 the transaction file for the December 2020 sale of 501 E. Walnut Ave., Monrovia, CA 91016.

16 18.

17 Castaic (Val Verde) Property Transaction File

18 On or about August 23, 2021, Gillet/Devenio Estates produced to the DRE a
19 written response and a flash drive containing the transaction file for the Castaic (Val Verde)
20 property. According to the documents produced by Gillett, ADC represented the seller while it
21 was not in good standing with the California SOS. According to Gillett's responsive
22 documents: (a) the buyer's Vacant Land Purchase Agreement ("offer") dated May 3, 2021
23 listed Holliday as seller's agent for seller's brokerage firm ADC, and (b) the Instructions to
24 Pay Commission dated May 14, 2021 listed Holliday and ADC to receive seller's commission
25

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1 in the amount of \$750.00.

2 19.

3 Monrovia Property Transaction File

4 On or about September 2, 2021, Fredric Trester, Esq. ("Trester"), on behalf of
5 Williamson/ Sotheby's International Realty Inc., produced to the DRE a written response and a
6 disk containing the transaction file for the Monrovia property. According to the documents
7 produced by Trester, ADC represented the buyer while it was not in good standing with the
8 California SOS. According to Trester's responsive documents: (a) the buyer's Residential
9 Purchase Agreement ("offer") dated November 11, 2020 listed Holliday as buyer's agent for
10 buyer's brokerage firm ADC, and (b) the Seller's Final Settlement Statement dated December
11 31, 2020 listed Holliday and ADC to receive buyer's commission in the amount of \$23,750.00.

12 APPLICABLE SECTIONS OF THE REAL ESTATE LAW

13 20.

14 Certificate of Status, Qualification or Good Standing

15 (Regulation 2742)

16 Pursuant to Regulation 2742 *Certificate of Stats, Qualification or Good*
17 *Standing:*

18 "(a) An applicant for an original broker license for a domestic corporation shall
19 submit with the application, a Certificate of Status (Domestic Corporation) executed by the
20 California Secretary of State not earlier than 30 days before the date of mailing or delivering
21 the application to the headquarters office of the Bureau. However, if the applicant is a domestic
22 corporation which filed its original Articles of Incorporation not earlier than six (6) months
23 before the date of mailing or delivering the application to the headquarters office of the Bureau,
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1 Articles of Incorporation executed by the California Secretary of State may be submitted
2 instead of a Certificate of Status.

3 (b) An applicant for an original broker license for a foreign corporation shall
4 submit with the application, a Certificate of Qualification or a Certificate of Good Standing
5 (Foreign Corporation) executed by the California Secretary of State not earlier than 30 days
6 before the date of mailing or delivering the application to the headquarters office of the Bureau.

7 (c) A corporation licensed under Section 10211 of the Code shall not engage in
8 the business of a real estate broker while not in good legal standing with the Office of the
9 Secretary of State.”

10 21.

11 **Corporation License – Fee for Additional Officer(s)**

12 (Code Section 10211)

13 Pursuant to *Code Section 10211 Corporation License – Fee for*
14 *additional Officer(s):*

15 “If the licensee is a corporation, the license issued to it entitles one officer
16 thereof, on behalf of the corporation, to engage in the business of real estate broker without the
17 payment of any further fee, such officer to be designated in the application of the corporation
18 for a license. For each officer other than the officer so designated, through whom it engages in
19 the business of real estate broker, the appropriate original or renewal fee is to be paid in
20 addition to the fee paid by the corporation.”

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Broker Supervision

(Code Section 10159.2 and Regulation 2725)

Pursuant to Code Section 10159.2 *Responsibility of Corporate Officer in*

Charge:

“(a) The officer designated by a corporate broker licensee pursuant to Section 10211 shall be responsible for the supervision and control of the activities conducted on behalf of the corporation by its officers and employees as necessary to secure full compliance with the provisions of this division, including the supervision of salespersons licensed to the corporation in the performance of acts for which a real estate license is required.

(b) A corporate broker licensee that has procured additional licenses in accordance with Section 10158 through officers other than the officer designated pursuant to Section 10211 may, by appropriate resolution of its board of directors, assign supervisory responsibility over salespersons licensed to the corporation to its broker-officers.

(c) A certified copy of any resolution of the board of directors assigning supervisory responsibility over real estate salespersons licensed to the corporation shall be filed with the Real Estate Commissioner within five days after the adoption or modification thereof.”

23.

Pursuant to Regulation 2725 *Broker Supervision:*

“A broker shall exercise reasonable supervision over the activities of his or her salespersons. Reasonable supervision includes, as appropriate, the establishment of policies, rules, procedures and systems to review, oversee, inspect and manage:

(a) Transactions requiring a real estate license.

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1 (b) Documents which may have a material effect upon the rights or obligations
2 of a party to the transaction.

3 (c) Filing, storage and maintenance of such documents.

4 (d) The handling of trust funds.

5 (e) Advertising of any service for which a license is required.

6 (f) Familiarizing salespersons with the requirements of federal and state laws
7 relating to the prohibition of discrimination.

8 (g) Regular and consistent reports of licensed activities of salespersons.

9 The form and extent of such policies, rules, procedures and systems shall take into
10 consideration the number of salespersons employed and the number and location of branch
11 offices. A broker shall establish a system for monitoring compliance with such policies, rules,
12 procedures and systems. A broker may use the services of brokers and salespersons to assist in
13 administering the provisions of this section so long as the broker does not relinquish overall
14 responsibility for supervision of the acts of salespersons licensed to the broker.”

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Further Grounds for Disciplinary Action

Pursuant to Code Section 10177 *Further Grounds for Disciplinary Action*:

“The commissioner may suspend or revoke the license of a real estate licensee, delay the renewal of a license of a real estate licensee, or deny the issuance of a license to an applicant, who has done any of the following, or may suspend or revoke the license of a corporation, delay the renewal of a license of a corporation, or deny the issuance of a license to a corporation, if an officer, director, or person owning or controlling 10 percent or more of the corporation’s stock has done any of the following:

...

(d) Willfully disregarded or violated the Real Estate Law (Part 1 (commencing with Section 10000)) or Chapter 1 (commencing with Section 11000) of Part 2 or the rules and regulations of the commissioner for the administration and enforcement of the Real Estate Law and Chapter 1 (commencing with Section 11000) of Part 2.

...

(f) Acted or conducted themselves in a manner that would have warranted the denial of their application for a real estate license, or either had a license denied or had a license issued by another agency of this state, another state, or the federal government revoked, surrendered, or suspended for acts that, if done by a real estate licensee, would be grounds for the suspension or revocation of a California real estate license, if the action of denial, revocation, surrender, or suspension by the other agency or entity was taken only after giving the licensee or applicant fair notice of the charges, an opportunity for a hearing, and other due process protections comparable to the Administrative Procedure Act (Chapter 3.5 (commencing

1 with Section 11340), Chapter 4 (commencing with Section 11370), and Chapter 5
2 (commencing with Section 11500) of Part 1 of Division 3 of Title 2 of the Government Code),
3 and only upon an express finding of a violation of law by the agency or entity.

4 (g) Demonstrated negligence or incompetence in performing an act for which the
5 officer, director, or person is required to hold a license.

6 (h) As a broker licensee, failed to exercise reasonable supervision over the
7 activities of that licensee's salespersons, or, as the officer designated by a corporate broker
8 licensee, failed to exercise reasonable supervision and control of the activities of the
9 corporation for which a real estate license is required..."

10
11 **VIOLATIONS OF THE REAL ESTATE LAW – CAUSES FOR DISCIPLINE**

12 25.

13 Complainant re-alleges and incorporates by reference the preceding paragraphs
14 as set forth herein.

15 26.

16 **FIRST CAUSE FOR DISCIPLINE: AMERICAN DREAM CORPORATION**

17 **(Regulation 2742(c) and Code Sections 10177(d), 10177(f), and/or 10177(g))**

18 In the course of the activities described above, and based on the facts discovered
19 by the Department, as described above in Paragraphs 11 and 12, the conduct, acts and/or
20 omissions of Respondent ADC are in violation of **Regulation 2742(c)** and pursuant to **Code**
21 **Sections 10177(d)), 10177(f) and/or 10177(g)**, constitute cause for the suspension or revocation
22 of all licenses and license rights of Respondent ADC under the Real Estate Law.

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1 **SECOND CAUSE FOR DISCIPLINE: AMERICAN DREAM CORPORATION**

2 **(Regulation 2742(c) and Code Sections 10177(d), 10177(f), and/or 10177(g))**

3 27.

4 In the course of the activities described above, and based on the facts discovered
5 by the Department, as described above in Paragraphs 13 through 19, the conduct, acts and/or
6 omissions of Respondent ADC are in violation of **Regulation 2742(c)** and pursuant to **Code**
7 **Sections 10177(D), 10177(f) and/or 10177(g)**, constitute cause for the suspension or revocation
8 of all licenses and license rights of Respondent ADC under the Real Estate Law.

9 **THIRD CAUSE FOR DISCIPLINE: MAMADY BINTA CISSE**

10 **(Regulation 2725 and Code Sections 10159.2, 10177(h), 10177(d), and/or 10177(g))**

11 28.

12 In the course of the activities described above, and based on the facts discovered
13 by the Department, as described above in Paragraphs 11 through 19, the conduct, acts and/or
14 omissions of Respondent CISSE, in failing to adequately supervise the activities of Respondent
15 ADC to ensure full compliance with the Real Estate Law, is in violation of **Code Section 10159.2**
16 **and Regulation 2725** and pursuant to **Code Sections 10177(h), 10177(d) and/or 10177(g)**,
17 constitutes grounds to discipline the licenses and/or license rights of Respondent CISSE.

18 **COSTS**

19 29.


20 **Code Section 10106** provides, in pertinent part that in any order issued in
21 resolution of a disciplinary proceeding before the Department, the Commissioner may request
22 the administrative law judge to direct a licensee found to have committed a violation of this part
23 to pay a sum not to exceed the reasonable costs of investigation and enforcement of the case.

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WHEREFORE, Complainant prays that a hearing be conducted on the allegations of this Accusation and that upon proof thereof, a decision be rendered imposing disciplinary action against all licenses and/or license rights of Respondents AMERICAN DREAM CORPORATION and MAMADY BINTA CISSE, under the Real Estate Law (Part 1 of Division 4 of the Business and Professions Code) and for such other and further relief as may be proper under other applicable provisions of law.

Dated at Los Angeles, California
this 31 day of January, 2022.


Veronica Kilpatrick
Supervising Special Investigator

cc: American Dream Corporation
Mamady Binta Cisse
V. Kilpatrick
Sacto.