

1 DEPARTMENT OF REAL ESTATE  
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**FILED**

**JAN 24 2024**

DEPARTMENT OF REAL ESTATE  
By B. McWlas

8 BEFORE THE DEPARTMENT OF REAL ESTATE  
9 STATE OF CALIFORNIA

10 \* \* \* \*

11 To: ) No. H-7190 SAC  
12 PROFESSIONAL TRANSITION ) ORDER TO DESIST AND REFRAIN  
13 STRATEGIES ADVISORY, INC., and ) (B&P Code Section 10086)  
14 KYLE FRANCIS, )  
15 Respondents. )

16 The Real Estate Commissioner ("Commissioner") of the California Department  
17 of Real Estate ("Department") has caused an investigation to be made of the activities of  
18 PROFESSIONAL TRANSITION STRATEGIES ADVISORY, INC., and KYLE FRANCIS  
19 (collectively referred to herein as "Respondents"). Based on that investigation, the  
20 Commissioner has determined that Respondents have engaged in, are engaging in, or are  
21 attempting to engage in, acts or practices constituting violations of the California Business and  
22 Professions Code ("Code") and/or Title 10, Chapter 6, California Code of Regulations ("the  
23 Regulations") including acting in the capacity of, and/or advertising or assuming to act as real  
24 estate brokers in the State of California within the meaning of Sections 10130 (act as a real  
25 estate broker without a license), and 10131(a) (soliciting prospective purchasers of and  
26 negotiating the purchase and sale of business opportunities) of the Code.

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1 Furthermore, based on the investigation, the Commissioner hereby issues the following  
2 Findings of Fact and Desist and Refrain Order under the authority of Section 10086 of the Code.

3 FINDINGS OF FACT

4 1. At no time herein mentioned has PROFESSIONAL TRANSITION  
5 STRATEGIES ADVISORY, INC. ("PTSA") been licensed by the Department in any capacity.

6 2. At no time herein mentioned has KYLE FRANCIS ("FRANCIS") been  
7 licensed by the Department in any capacity.

8 3. At all times mentioned herein, Respondents engaged in the business of, acted  
9 in the capacity of, advertised, or assumed to act as real estate licensees, in the State of California,  
10 within the meaning of Section 10131(a) of the Code, including the operation and conduct of a  
11 real estate brokerage with the public, wherein, on behalf of others, for compensation or in  
12 expectation of compensation, Respondents sold and offered to sell, bought and offered to buy,  
13 solicited prospective sellers and purchasers of, solicited and obtained listings of, and/or  
14 negotiated the purchase, sale or exchange of business opportunities.

15 4. At all times herein mentioned, PTSA was and is a business brokerage  
16 company headquartered in Colorado Springs, Colorado, specializing in the solicitation,  
17 negotiation, and sale of dental practices. PTSA operates throughout the United States, including  
18 California, and at all times relevant to this Desist and Refrain Order was located at 332 West  
19 Bijou Street, Suite 201, Colorado Springs, Co 80905. Respondents are primarily retained by  
20 sellers of dental practices to act on their behalf and assist with the sale of their businesses.  
21 Respondents are compensated by the sellers of business practices for the services Respondents  
22 perform in connection with solicitation, negotiation, and sale of the business opportunities.

23 5. At all times mentioned herein, Respondents solicit prospective sellers and  
24 buyers of business opportunities in California for or in expectation of compensation by  
25 advertising the sale of dental practices and other business opportunities on the following website:  
26 <http://professionaltransition.com>.

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1                   6. On or about April 12, 2023, in connection with the business brokerage  
 2 activities described above in Paragraphs 3 through 5, Respondents solicited on their website the  
 3 purchase and sale of the following business opportunities within the state of California:

Reference No.	Description of Business Opportunity for Sale	Location
#CA32223	General dental practice for sale with: 11 operatories; collections of \$1.521 million; EBITDA of nearly \$400,000; 8,500 active patients; 30-35 new patients/mo.; and real estate available	Corona, CA
#CA31523	Implant-Centric dental practice for sale with: 5 operatories with room for expansion; collections of \$1.734 million; EBITDA of \$370,000; supports multiple doctors, 1100+ active patients; and multi-specialty practice	Los Angeles, CA
#SR31523	General dental practice for sale with: 6 operatories; collections of \$1.269 million; EBITDA of \$140,000; 2200 active patients; and real estate available	Santa Rosa, CA
#SF31523	General dental practice for sale with: 5 operatories; collections of \$1.351 million; EBITDA of \$263,000; 1340 active patients; 10-15 new patients/mo. with no advertising	San Francisco, CA
#CA3823	Dental practice for sale with: 7 operatories; collections of \$1.683 million; EBITDA of \$240,000; multiple owner doctors, and 3,750 active patients	Riverside County, CA
#CA70622	Dental practice for sale with: 5 operatories with room for expansion; collections of \$1.583 million; seller discretionary earnings of \$430,000; 1,360 active patients; and real estate available	San Mateo, CA
#CA13123	Multi-location dental practice for sale with: 18 operatories; collections of \$5.862 million (22'); EBITDA (22') of \$1,431,000; 17,900 active patients; 240 new patients/mo., and multiple doctor owners & associates	Inland Empire, CA
#CA11123	Multi-location periodontal practice for sale with: two locations with 9 total operatories; collections of \$2.584 million; EBITDA of \$415,000; 5,540 active patients; and 50 new patients/mo.	Santa Rosa, CA
#CA10422	General dental practice for sale with: 6 operatories; collections of \$1.114 million; SED of \$476,000; 1625 active patients; PPO & FFS practice	Santa Rosa, CA

1	#CA113022	Dental practice for sale with: 6 operatories; collections of \$2.104 million; EBITDA of \$464,000; 4,045 active patients; 20-25 new patients/mo., and 100% FFS with multiple doctors	San Francisco, CA
2			
3	#CA111622	General dental practice with: 7 operatories; expansion opportunity into adjacent suite; collections of \$1.454 million; SED of \$215,000; real estate available; and 4,400 active patients	Sacramento, CA
4			
5	#CA92822	Fertility clinic with: 2 full suites & 4 exam rooms; net collections (LTM) \$8.190 million; EBITDA (TTM) \$2.982 million; real estate available; and 340 new patient consults in the last 12 months	Northern California
6			
7	#CA81022SC	Oral surgery practice with: 8 operatorie; collections of \$2.480 million; EBITDA of \$342,000; real estate opportunity; and 1260 patients seen in last 12 months	Southern California
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9	#CA42722	General dental practice with: 6 operatories; collections of \$1.079 million; SED of \$353,000; expansion opportunity; 3,000 active patients; and 20 new patients per month	Monterey, Ca
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11	#CA12922	Dental practice with: 3 fully equipped operatories; collections of \$600,000; SDE of \$200,000; real estate opportunity; 15 new patients per month; and PPO plans	Santa Rosa, CA
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13	#CA101321	General dental practice with: 4 fully equipped operatories; collections of \$930,000; SDE of \$420,000; real estate for sale; 4200 active patients; and 40 new patients per month	Northern California
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CONCLUSIONS OF LAW

Based on the Findings of Fact contained above in Paragraphs 1 through 6, Respondents performed and/or participated in the purchase, sale or exchange of business opportunities and solicited and obtained listings of business opportunities for compensation or in expectation of compensation for which a real estate license is required under Section 10131(a) of the Code, during a period of time when Respondents were not licensed by the Department as real estate brokers in violation of Section 10130 of the Code.

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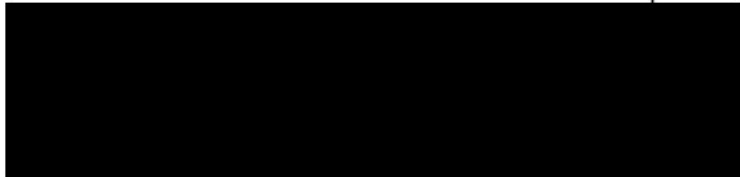
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1 DESIST AND REFRAIN ORDER

2 Based upon the Findings of Fact and Conclusions of Law stated herein,  
3 PROFESSIONAL STRATEGIES ADVISORY, INC, and KYLE FRANCIS ARE HEREBY  
4 ORDERED to immediately Desist and Refrain from performing any acts within the State of  
5 California for which a real estate broker license is required, and in particular, to immediately  
6 Desist and Refrain from soliciting and obtaining listings of, and/or negotiating the purchase and  
7 sale of business opportunities for others for compensation, or in the expectation of compensation,  
8 unless an appropriate license is issued by the Department.

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10 DATED: 7.27.23, 2023

REAL ESTATE COMMISSIONER



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15 - NOTICE -

16 Business and Professions Code Section 10139 provides that, “Any person acting  
17 as a real estate broker or real estate salesperson without a license or who advertises using words  
18 indicating that he or she is a real estate broker without being so licensed shall be guilty of a  
19 public offense punishable by a fine not exceeding twenty thousand dollars (\$20,000), or by  
20 imprisonment in the county jail for a term not to exceed six months, or by both fine and  
21 imprisonment; or if a corporation, be punished by a fine not exceeding sixty thousand dollars  
22 (\$60,000) ...”