

FILED

JUL 10 2025

DEPT. OF REAL ESTATE

By

Department of Real Estate
320 W. 4th Street, Suite 350
Los Angeles, CA 90013-1105
Telephone: (213) 559-5990

BEFORE THE DEPARTMENT OF REAL ESTATE
STATE OF CALIFORNIA

* * *

In the Matter of the Accusation of

KEYOPP, INC.;

and

MELANIE PHAN LEUNG, individually and
as designated officer of KeyOpp, Inc.,

Respondents.

) DRE No. H-12731 SF
) OAH No. 2024110131

) STIPULATION AND
) AGREEMENT IN SETTLEMENT
) AND ORDER

It is hereby stipulated by and between Respondents KEYOPP, INC. and
MELANIE PHAN LEUNG, individually and as the designated officer of KeyOpp, Inc.
(sometimes collectively referred to as "Respondents"), acting by and through their attorneys, Jeff
Kravitz, Esq. of Kravitz & Chan LLP, and the Complainant, acting by and through Kathy Yi,
Counsel for the Department of Real Estate, as follows for the purpose of settling and disposing
of Accusation filed on June 11, 2024 ("Accusation"), in this matter:

1. All issues which were to be contested and all evidence which was to be
presented by Complainant and Respondents at a formal hearing on the Accusation, which
hearing was to be held in accordance with the provisions of the Administrative Procedure Act
("APA"), shall instead and in place thereof be submitted solely on the basis of the provisions of

STIPULATION AND AGREEMENT IN SETTLEMENT AND ORDER

1 this Stipulation and Agreement ("Stipulation").

2 2. Respondents have received, read and understand the Statement to Respondent,
3 the Discovery Provisions of the APA and the Accusation filed by the Department of Real Estate
4 ("Department") in this proceeding.

5 3. Respondents filed a Notice of Defense pursuant to Section 11506 of the
6 Government Code for the purpose of requesting a hearing on the allegations in the Accusation.
7 Respondents hereby freely and voluntarily withdraw said Notice of Defense. Respondents
8 acknowledge that they understand that by withdrawing said Notice of Defense they thereby
9 waive their right to require the Commissioner to prove the allegations in the Accusation at a
10 contested hearing held in accordance with the provisions of the APA and that they will waive
11 other rights afforded to them in connection with the hearing such as the right to present evidence
12 in their defense, and the right to cross-examine witnesses.

13 4. Respondents, pursuant to the limitations set forth below, hereby admit that the
14 factual allegations in the Accusation filed in this proceeding are true and correct and the
15 Commissioner shall not be required to provide further evidence to prove such allegations.

16 5. This Stipulation is made for the purpose of reaching an agreed disposition of
17 this proceeding and is expressly limited to this proceeding and not any other proceeding or case
18 in which the Department, or another licensing agency of this state, another state, or the federal
19 government is involved, and otherwise shall not be admissible in any criminal or civil
20 proceeding.

21 6. It is understood by the parties that the Real Estate Commissioner may adopt
22 this Stipulation as her Decision in this matter thereby imposing the penalty and sanctions on
23 Respondents' real estate licenses and license rights as set forth in the below "Order." In the
24 event that the Commissioner in her discretion does not adopt the Stipulation, the Stipulation shall
25 be void and of no effect and Respondents shall retain the right to a hearing and proceed on the
26 Accusation under the provisions of the APA and shall not be bound by any stipulation or waiver
27 made herein.

1 7. The Order or any subsequent Order of the Real Estate Commissioner made
2 pursuant to this Stipulation shall not constitute an estoppel, merger or bar to any further
3 administrative or civil proceedings by the Department with respect to any matters which were
4 not specifically alleged to be causes for accusation in this proceeding.

5 **DETERMINATION OF ISSUES**

6 By reason of the foregoing, and solely for the purpose of settlement of the
7 pending Accusation without a hearing, it is stipulated and agreed that the following
8 Determination of Issues shall be made:

9 The conduct, acts or omissions of Respondent KEYOPP, INC., as set forth in the
10 Accusation, are in violation of California Business and Professions Code ("Code") sections
11 10145 and 10159.5 and Sections 2832, 2832.1, and 2834 of Title 10, Chapter 6 of the California
12 Code of Regulations ("Regulation") and are a basis for discipline of Respondent KEYOPP,
13 INC.'s licenses and licensing rights pursuant to Code sections 10177(d), 10177(g), and/or
14 10176(e).

15 The conduct, acts or omissions of Respondent MELANIE PHAN LEUNG, as set
16 forth in the Accusation, are in violation of Code section 10159.2 and Regulation sections 2725,
17 2731, and 2831.2 and are a basis for discipline of Respondent MELANIE PHAN LEUNG's
18 licenses and licensing rights pursuant to Code sections 10177(d), 10177(g), and/or 10177(h).

19 **ORDER**

20 **WHEREFORE, THE FOLLOWING ORDER is hereby made:**

21 **(KEYOPP, INC.)**

22 **I. RESTRICTED REAL ESTATE LICENSE**

23 All licenses and licensing rights of Respondent KEYOPP, INC. under the Real
24 Estate Law are revoked; provided, however, a restricted real estate corporation license shall be
25 issued to Respondent KEYOPP, INC. pursuant to Section 10156.5 of the Code if Respondent
26 KEYOPP, INC. makes application therefor and pays to the Department the appropriate fee for
27 the restricted license within ninety (90) days from the effective date of this Decision. The

1 restricted license issued to Respondent KEYOPP, INC. shall be subject to all of the provisions of
2 Section 10156.7 of the Code and to the following limitations, conditions, and restrictions
3 imposed under Section 10156.6 of the Code:

4 1. The restricted license issued to Respondent KEYOPP, INC. may be
5 suspended prior to hearing by Order of the Real Estate Commissioner on evidence satisfactory to
6 the Commissioner that Respondent has violated provisions of the California Real Estate Law, the
7 Subdivided Lands Law, Regulations of the Real Estate Commissioner, or the conditions
8 attaching to this restricted license.

9 2. Respondent KEYOPP, INC. shall not be eligible to apply for the issuance
10 of an unrestricted real estate license nor for the removal of any of the conditions, limitations or
11 restrictions of a restricted license until at least two (2) years have elapsed from the effective date
12 of this Decision and Order.

13 II. AUDIT COSTS

14 Pursuant to Code section 10148, Respondent KEYOPP, INC. shall, jointly and
15 severally with Respondent MELANIE PHAN LEUNG, pay the Commissioner's reasonable costs
16 for the audit which led to this disciplinary action in the amount of **\$6,660.50**. Respondents shall
17 pay such costs within sixty (60) days of receiving an invoice therefor from the Commissioner.
18 Payment of the audit costs should not be made until Respondents receive the invoice. If
19 Respondent KEYOPP, INC. fails to satisfy this condition in a timely manner as provided for
20 herein, Respondent KEYOPP, INC.'s real estate licenses shall automatically be suspended until
21 payment is made in full, or until a decision providing otherwise is adopted following a hearing
22 held pursuant to this condition.

23 III. SUBSEQUENT AUDIT COSTS

24 Pursuant to Code section 10148, Respondent KEYOPP, INC. shall, jointly and
25 severally with Respondent MELANIE PHAN LEUNG, pay the Commissioner's reasonable
26 costs, not to exceed **\$8,325.63**, for a subsequent audit to determine if Respondents have corrected
27 the violations found in the Determination of Issues. In calculating the amount of the

1 Commissioner's reasonable costs, the Commissioner may use the estimated average hourly
2 salary for all persons performing audits of real estate brokers, and shall include an allocation for
3 travel time to and from the auditor's place of work. Respondent KEYOPP, INC. shall pay such
4 costs within sixty (60) days of receiving an invoice therefor from the Commissioner. If
5 Respondent KEYOPP, INC. fails to satisfy this condition in a timely manner as provided for
6 herein, Respondent KEYOPP, INC.'s real estate licenses shall automatically be suspended until
7 payment is made in full, or until a decision providing otherwise is adopted following a hearing
8 held pursuant to this condition.

9 **IV. INVESTIGATION AND ENFORCEMENT COSTS**

10 Respondent KEYOPP, INC. shall pay, jointly and severally with Respondent
11 MELANIE PHAN LEUNG, the sum of **\$2,264.65** for the Commissioner's reasonable costs of
12 the investigation and enforcement that led to this disciplinary action. Said payment shall be in
13 the form of a cashier's check made payable to the Department of Real Estate. The investigative
14 and enforcement costs must be delivered to the Department of Real Estate, Flag Section at 651
15 Bannon Street, Suite 504, Sacramento, CA 95811, **prior to the effective date of this Decision**
16 **and Order.** Payment of investigation and enforcement costs should not be made until the
17 Stipulation has been approved by the Commissioner. If Respondent KEYOPP, INC. fails to
18 satisfy this condition in a timely manner as provided for herein, Respondent KEYOPP, INC.'s
19 real estate licenses shall automatically be suspended until payment is made in full, or until a
20 decision proving otherwise is adopted following a hearing pursuant to this condition.

21 **(MELANIE PHAN LEUNG)**

22 **I. RESTRICTED REAL ESTATE LICENSE**

23 All licenses and licensing rights of Respondent MELANIE PHAN LEUNG under
24 the Real Estate Law are revoked; provided, however, a restricted real estate broker license shall
25 be issued to Respondent MELANIE PHAN LEUNG pursuant to Section 10156.5 of the Code if
26 Respondent MELANIE PHAN LEUNG makes application therefor and pays to the Department
27 the appropriate fee for the restricted license within ninety (90) days from the effective date of

this Decision. The restricted license issued to Respondent MELANIE PHAN LEUNG shall be subject to all of the provisions of Section 10156.7 of the Code and to the following limitations, conditions, and restrictions imposed under Section 10156.6 of the Code:

1. The restricted license issued to Respondent MELANIE PHAN LEUNG may be suspended prior to hearing by Order of the Real Estate Commissioner in the event of Respondent's conviction, plea of guilty, or plea of nolo contendere to a crime which is substantially related to Respondent's fitness or capacity as a real estate licensee.

2. The restricted license issued to Respondent MELANIE PHAN LEUNG may be suspended prior to hearing by Order of the Real Estate Commissioner on evidence satisfactory to the Commissioner that Respondent has violated provisions of the California Real Estate Law, the Subdivided Lands Law, Regulations of the Real Estate Commissioner, or the conditions attaching to this restricted license.

3. Respondent MELANIE PHAN LEUNG shall not be eligible to apply for the issuance of an unrestricted real estate license nor for the removal of any of the conditions, limitations or restrictions of a restricted license until at least **two (2) years** have elapsed from the effective date of this Decision and Order.

II. AUDIT COSTS

Pursuant to Code section 10148, Respondent MELANIE PHAN LEUNG shall, jointly and severally with Respondent KEYOPP, INC., pay the Commissioner's reasonable costs for the audit which led to this disciplinary action in the amount of **\$6,660.50**. Respondents shall pay such costs within sixty (60) days of receiving an invoice therefor from the Commissioner. Payment of the audit costs should not be made until Respondents receive the invoice. If Respondent MELANIE PHAN LEUNG fails to satisfy this condition in a timely manner as provided for herein, Respondent MELANIE PHAN LEUNG's real estate licenses shall automatically be suspended until payment is made in full, or until a decision providing otherwise is adopted following a hearing held pursuant to this condition.

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1 V. TRUST FUND ACCOUNTING AND HANDLING COURSE

2 Respondent MELANIE PHAN LEUNG shall, within nine (9) months from the
3 effective date of this Decision and Order, present evidence satisfactory to the Real Estate
4 Commissioner that Respondent has, since the most recent issuance of an original or renewal real
5 estate license, taken and successfully completed the continuing education course on trust fund
6 accounting and handling specified in paragraph (3) of subdivision (a) of Code Section 10170.5.
7 If Respondent MELANIE PHAN LEUNG fails to satisfy this condition, Respondent MELANIE
8 PHAN LEUNG's real estate license shall be automatically suspended until he presents evidence
9 satisfactory to the Commissioner of having taken and successfully completed the trust fund
10 accounting and handling course. Proof of completion of the continuing education course must be
11 delivered to the Department of Real Estate, Flag Section, Flag Section at 651 Bannan Street,
12 Suite 504, Sacramento, CA 95811.

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14 DATED: 05/08/2025

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Kathy Yi, Counsel for
Department of Real Estate

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18 EXECUTION OF THE STIPULATION

19 Respondents have read the Stipulation, have discussed it with their counsel, and
20 its terms are understood by Respondents and are agreeable and acceptable to Respondents.
21 Respondents understand that Respondents are waiving rights given to them by the California
22 Administrative Procedure Act (including but not limited to Sections 11506, 11508, 11509 and
23 11513 of the Government Code), and Respondents willingly, intelligently and voluntarily waive
24 those rights, including the right of requiring the Commissioner to prove the allegations in the
25 Accusation at a hearing at which Respondents would have the right to cross-examine witnesses
26 against them and to present evidence in defense and mitigation of the charges.

27 Respondents agree, acknowledge, and understand that Respondents cannot

1 rescind or amend this Stipulation and Agreement. By signing this Stipulation, Respondents
2 understand and agree that Respondents may not withdraw Respondents' agreement or seek to
3 rescind the Stipulation prior to the time the Commissioner considers and acts upon it or prior to
4 the effective date of the Stipulation and Order.

5 Respondents can signify acceptance and approval of the terms and conditions of
6 this Stipulation and Agreement by electronically e-mailing a copy of the signature page, as
7 actually signed by Respondents, to the Department. Respondents agree, acknowledge, and
8 understand that by electronically sending to the Department an electronic copy of Respondents'
9 actual signatures, as they appear on the Stipulation, that receipt of the emailed copy by the
10 Department shall be as binding on Respondents as if the Department had received the original
11 signed Stipulation. Alternatively, Respondents can signify acceptance and approval of the terms
12 and conditions of this Stipulation and Agreement by mailing the original signed Stipulation and
13 Agreement to: Kathy Yi, Department of Real Estate, 320 West 4th Street, Suite 350, Los
14 Angeles, California 90013-1105.

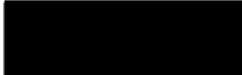
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16 Dated: 05/08/2025


KEYOPP, INC.
Respondent
By: 

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20 Dated: 05/07/2025


~~Melanie Leung (May 7, 2025 13:29 MDT)~~
MELANIE PHAN LEUNG
Respondent

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22
23
24 Dated: 05/08/2025


Jeff Kravitz, Esq.
Counsel for Respondents
Approved as to Form

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27 * * *

1 The foregoing Stipulation and Agreement is hereby adopted as my Decision as to
2 Respondents KEYOPP, INC. and MELANIE PHAN LEUNG, individually and as Designated
3 Officer of KeyOpp, Inc., and shall become effective at 12 o'clock noon on

4 JUL 30 2025

5 IT IS SO ORDERED

7/7/2025

6 CHIKA SUNQUIST
7 REAL ESTATE COMMISSIONER



9 By: Marcus L. McCarther
10 Chief Deputy Real Estate Commissioner
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