



Rule 52 of the Federal Rules of Civil Procedure, and waives any right to appeal from this Order. The Court having jurisdiction over the parties and the subject matter hereof, and being fully advised in the premises, hereby states:

**I.**

**PRELIMINARY INJUNCTION**

**IT IS HEREBY ORDERED** that until a final adjudication on the merits may be made, Defendant, and his agents, servants, employees, attorneys, and those persons in active concert or participation with him, and each of them, be and hereby are preliminarily enjoined from violating, directly or indirectly, Sections 5(a) and (c) of the Securities Act of 1933 (“Securities Act”) [15 U.S.C. §§ 77e(a) and (c)], by, directly or indirectly: (i) making use of means or instruments of transportation or communication in interstate commerce or of the mails to sell, through the use or medium of a prospectus or otherwise, securities as to which no registration statement was in effect; (ii) for the purpose of sale or delivery after sale, carrying or causing to be carried through the mails or in interstate commerce, by any means or instruments of transportation, securities as to which no registration statement was in effect; or (iii) making use of any means or instruments of transportation or communication in interstate commerce or of the mails to offer to sell or offer to buy, through the use or medium of a prospectus or otherwise, securities as to which no registration statement had been filed.

**IT IS HEREBY FURTHER ORDERED** that until a final adjudication on the merits may be made, Defendant, and his agents, servants, employees, attorneys, and those persons in active concert or participation with him, and each of them, be and hereby are

preliminarily enjoined from violating, directly or indirectly, Sections 17(a)(1), (2) and (3) of the Securities Act [15 U.S.C. §§ 77q(a)(1), (2) and (3)], in the offer and sale of securities through use of the means and instruments of transportation or communication in interstate commerce or the mails, by (i) employing devices, schemes and artifices to defraud, (ii) obtaining money or property by means of untrue statements of material fact or by omitting to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, or (iii) engaging in transactions, practices, or courses of business that operate or would operate as a fraud or deceit upon the purchasers of such securities.

**IT IS HEREBY FURTHER ORDERED** that until a final adjudication on the merits may be made, Defendant, and his agents, servants, employees, attorneys, and those persons in active concert or participation with him, and each of them, be and hereby are preliminarily enjoined from violating, directly or indirectly, Section 10(b) of the Securities Exchange Act of 1934 (“Exchange Act”) [15 U.S.C. § 78j(b)], and Rule 10b-5 [17 C.F.R. § 240.10b-5] promulgated thereunder, in connection with the purchase or sale of securities, by use of the means and instrumentalities of interstate commerce or the mails, directly or indirectly, by (i) using and employing devices, schemes and artifices to defraud; (ii) making untrue statements of material fact and omitting to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; and (iii) engaging in acts, practices and courses of business which operate or would operate as a fraud and deceit upon purchasers and sellers and prospective purchasers and sellers of securities.

**IT IS HEREBY FURTHER ORDERED** that until a final adjudication on the merits may be made, Defendant, and his agents, servants, employees, attorneys, and those persons in active concert or participation with him, and each of them, be and hereby are preliminarily enjoined from violating, directly or indirectly, Sections 206(1) and 206(2) of the Investment Advisers Act of 1940 (“Advisers Act”) [15 U.S.C. § 80b-6(1) and (2)], by use of the mails or any means or instrumentality of interstate commerce, directly or indirectly, by (i) employing any device, scheme, or artifice to defraud any client or prospective client; and (ii) engaging in any transaction, practice, or course of business which operates as a fraud or deceit upon any client or prospective client.

**II.**

**CONTINUATION OF PRIOR ORDERS**

**IT IS HEREBY FURTHER ORDERED** that this Court’s Order Imposing Asset Freeze and Other Ancillary Relief and Setting Hearing on Motion for Preliminary Injunction dated March 8, 2011 (Docket No. 11) remains in full force and effect, except the scheduling of a preliminary injunction hearing as stated in section IX, and is incorporated herein by reference.

**IT IS HEREBY FURTHER ORDERED** that this Court’s Order Appointing Receiver dated March 8, 2011 (Docket No. 10) remains in full force and effect and is incorporated herein by reference.

**III.**

**RETENTION OF JURISDICTION**

This Court shall retain jurisdiction of this matter for all purposes, including, but

not limited to, enforcement of this Order.

**IT IS SO ORDERED.**

**s/ Michael J. Davis**

**Michael J. Davis**

**Chief Judge**

**DATED: March 11, 2011**