

he admits, and having agreed to the entry of this Order; and the Court being fully advised in the premises:

I.

IT IS HEREBY ORDERED that defendant Reece as well as his officers, agents, servants, employees, attorneys, and those persons in active concert or participation with him who receive actual notice of this order by personal service, facsimile transmission or otherwise, and each of them, be and hereby are hereby permanently enjoined from violating Section 17(b) of the Securities Act of 1933 ("Securities Act"), 15 U.S.C. 77q(b), by the use of any means or instruments of transportation or communication in interstate commerce, or by use of the mails, publishing, giving publicity to, or circulating any notice, circular, advertisement, newspaper, article, letter, investment service, or communication which, though not purporting to offer a security for sale, describes such security for a consideration received or to be received, directly or indirectly, from an issuer, underwriter, or dealer, without fully disclosing the receipt, whether past or prospective, of such consideration and the amount thereof.

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II.

IT IS FURTHER ORDERED that defendant Reece pay a civil penalty in the amount of \$10,000. The penalty shall be made payable to the U.S. Securities and Exchange Commission not later than 30 days following the entry of this order.

III.

IT IS FURTHER ORDERED that, pending final determination as to all of the parties to this action, defendant Reece as well as his officers, agents, servants, employees, attorneys, and those persons in active concert or participation with him who receive actual notice of this order by personal service, facsimile transmission or otherwise, and each of them, are hereby enjoined from destroying, mutilating, concealing, altering, or disposing of any document referring or relating in any manner to any defendants herein. As used in this order, "document" means the original and all non-identical copies (whether non-identical because of handwritten notation or otherwise) and all written or graphic matter, however produced, and any other tangible record, or electronic data compilation of any sort, including, without limitation, computer disks, computer diskettes, computer tapes, correspondence, memoranda, notes, minutes, telephone records, reports, studies, telexes, diaries, calendar entries, contracts,

and letters of agreement, and including any and all existing drafts of all documents.

IV.

IT IS FURTHER ORDERED that this judgment does not resolve any claims against Reece which have been or may be asserted by any third parties arising from Reece's actions in this matter.

V.

IT IS FURTHER ORDERED that this Court retains jurisdiction of this matter for the purpose of enforcing this Order.

VI.

IT IS FURTHER ORDERED that there is no just reason for delay and the Clerk is directed to enter this judgment forthwith.

SO ORDERED, this 28th day of Dec., 1998.


UNITED STATES DISTRICT JUDGE