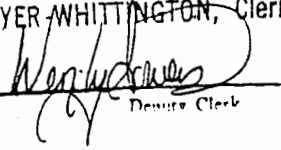


United States District Court
for the District of Columbia
A TRUE COPY

NANCY MAYER WHITTINGTON, Clerk

By 5/18/99 
Deputy Clerk

UNITED STATES DISTRICT COURT
For The
DISTRICT OF COLUMBIA

RECEIVED

JAN 25 1999

NANCY MAYER WHITTINGTON, CLERK
U.S. DISTRICT COURT

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

GRADY A. SANDERS and ERICA J. HULL,

Defendants.

Civil Action No. LF0
1: 98 CV 02346

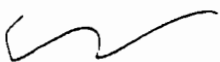
FILED

FEB 2 - 1999
Clerk, U.S. District Court
District of Columbia

FINAL ORDER PURSUANT
TO SECTION 21(e) OF
THE SECURITIES
EXCHANGE ACT OF 1934

Plaintiff Securities and Exchange Commission ("Commission"), having filed a complaint for an Order under Section 21(e) of the Securities Exchange Act of 1934 and other equitable relief ("Complaint"), and defendant Grady A. Sanders (hereinafter "Sanders"), in the attached Consent of Grady A. Sanders ("Consent"), which is incorporated herein, having entered a general appearance, having admitted the jurisdiction of this Court over it and over the subject matter of this action, having waived the entry of findings of fact and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure, and without prior trial, presentation of any evidence, or adjudication of any issue of law or fact, and without admitting or denying any of the allegations of the complaint, having consented to the entry of this Final Order, and it further appearing that this Court has jurisdiction over the parties and the subject matter hereof, and the Court being fully advised in the premises:

IT IS HEREBY ORDERED, ADJUDGED AND DECREED, pursuant to Section 21(e) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78u(e)],



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that Grady A. Sanders pay a penalty of \$50,000 for each of the three (3) false 15c2-11 disclosure statements, for each of the three (3) false press releases, and for each of the fourteen (14) sales of unregistered securities found in the Commission's opinion in In the Matter of New Allied Development Corp., Erica J. Hull and Grady A. Sanders, Admin. Proc. File No. 3-8395, Securities Exchange Act Release No. 37990 (November 26, 1996), for a total of \$1,000,000, pursuant to Section 21B of the Securities Exchange Act of 1934, plus prejudgment interest, within 10 days of the issuance of this Final Order. Prejudgment interest shall be computed from January 25, 1997, the date that payments were due under the previously imposed Commission order. Such payment shall be: (i) made by United States postal money order, certified check, bank cashier's check, or bank money order; (ii) made payable to the U.S. Securities and Exchange Commission; (iii) delivered by hand or courier to the Comptroller, U.S. Securities and Exchange Commission, 450 5th Street, N.W., Washington, D.C. 20549; and (iv) submitted under cover letter which identifies Sanders as a defendant in this civil action, and the case number of this action; and

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Grady A. Sanders disgorge \$115,195, plus prejudgment interest. Prejudgment interest shall be computed from the date of the first unregistered sale of the New Allied stock by Sanders' nominees until the last day of the month preceding which payment is made. The amount of interest shall be based on the rate of interest established under Section 6621(a)(2) of the Internal Revenue Code (26 U.S.C. § 6621(a)(2)), compounded

quarterly. Payment shall be made within 10 days of the issuance of this Final Order. Such payment shall be: (i) made by United States postal money order, certified check, bank cashier's check, or bank money order; (ii) made payable to the U.S. Securities and Exchange Commission; (iii) delivered by hand or courier to the Comptroller, U.S. Securities and Exchange Commission, 450 5th Street, N.W., Washington, D.C. 20549; and (iv) submitted under cover letter which identifies Sanders as a defendant in this civil action, and the case number of this action.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the annexed Consent be, and the same hereby is incorporated herein with the same force and effect as if fully set forth herein and that Sanders shall comply with all of the undertakings and agreements incorporated herein. The Consent states, in part, that nothing in the Consent to this judgment constitutes a waiver of Sanders' Fifth Amendment right against compulsory self-incrimination.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court shall retain jurisdiction of this action for all purposes, including implementation and enforcement of this Final Order.

Dated: February 8, 1999

Washington, D.C.

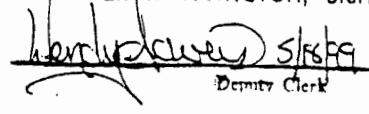


Louis F. Oberdorfer
United States District Judge

UNITED STATES DISTRICT COURT
For The
DISTRICT OF COLUMBIA

United States District Court
for the District of Columbia
A TRUE COPY

NANCY MAYER WHITTINGTON, Clerk

By  5/16/99
Deputy Clerk

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

GRADY A. SANDERS and ERICA J. HULL,

Defendants.

Civil Action No.
1: 98 CV 02346

CONSENT OF
GRADY A. SANDERS

FILED

FEB 2 - 1999

CLERK, U.S. DISTRICT COURT
District of Columbia

1. Defendant Grady A. Sanders ("Sanders"), enters a general appearance and admits the jurisdiction of this Court over him and the subject matter of this action.

2. Sanders admits the service of the original summons and complaint in this action upon him.

3. Without admitting or denying any of the allegations in the complaint except as to jurisdiction which is admitted, Sanders consents to the entry, without further notice, of a Final Judgment ("Final Judgment") in the form annexed hereto which:

a) orders that Sanders pay a penalty of \$1,000,000, pursuant to Sections 21B and 21(e), of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. §§ 78B and 78u(e)], plus prejudgment interest; and

b) orders Sanders to disgorge \$115,195, plus prejudgment interest.

4. Sanders waives a hearing and the entry of findings of fact and conclusions of



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law pursuant to Rule 52 of the Federal Rules of Civil Procedure and any right he may have to appeal from the entry of the final judgment.

5. Sanders enters into this consent voluntarily, and acknowledges that no representations, offers or promises have been made by the Commission or any member, employee or representative thereof to induce Sanders to enter into this consent other than those expressly set forth or referred to herein. Further, Sanders is aware of the provisions of 17 C.F.R. § 202.5(f).

6. Consistent with the provisions of 17 C.F.R. § 202.5(f), Sanders waives any claim of Double Jeopardy based upon the settlement of this proceeding, including the imposition of any remedy herein.

7. Nothing herein constitutes a waiver of Sanders' Fifth Amendment right against compulsory self-incrimination.

8. Sanders agrees that the final judgment may be presented by the Commission to the Court for signature and entry without further notice.

9. Sanders waives service of the final judgment and agrees that entry of the final judgment by the Court and its filing with the Clerk of the United States District Court for the District of Columbia constitute notice to Sanders of its terms.

10. Sanders agrees this consent shall be incorporated by reference into the final judgment.

Dated: 1/4, 1998⁹⁹

GRADY A. SANDERS

Grady A. Sanders

County of Los Angeles

State of California

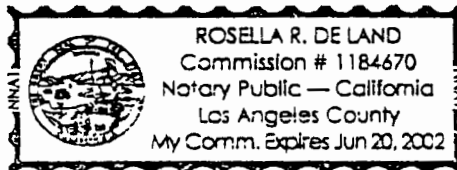
SS: 461-50-2985

On this 4 day of January, 1998⁹⁹, Grady A. Sanders, *Proved by Satisfactory Evidence* being known to me and who executed the foregoing CONSENT personally appeared before me and did duly execute the same.

Rosella R. De Land
Notary Public

My Commission Expires:

June 20, 2002



APPROVED AS TO FORM:

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