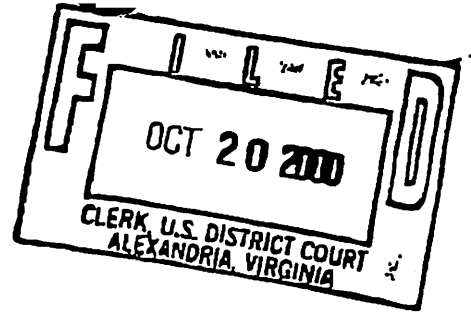


IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
ALEXANDRIA DIVISION



SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

vs.

TUTORNET.COM GROUP, INC.,

and

EUBURN R. A. FORDE,

Defendants,

CIVIL ACTION NO. 00-1472-A

AGREED ORDER OF PERMANENT INJUNCTION

It appearing that Plaintiff Securities and Exchange Commission ("Commission"), having filed a Complaint against defendants Tutornet.com Group, Inc. ("Tutornet") and Euburn R. A. Forde ("Forde") seeking permanent injunctive relief and civil penalties ("Complaint"), and defendants Tutornet and Forde, having admitted the in personam jurisdiction of this Court over them and the subject matter of this action, and without admitting or denying the allegations of the Complaint, have stipulated, consented and agreed without trial, argument or adjudication of any issue of fact or law to the entry of the following:

I.

Defendants Tutornet and Forde, their agents, officers, servants, employees, attorneys, and those persons in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, and each of them, are permanently enjoined from, directly or indirectly, making use of any means or instruments of transportation or communication in

interstate commerce, or any means or instrumentality of interstate commerce, or the mails, or any facility of any national securities exchange, in connection with the offer, purchase or sale of any security, to:

- (a) employ any devices, schemes or artifices to defraud;
- (b) obtain money or property by means of, or make, any untrue statement of a material fact or omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; or
- (c) engage in any act, transaction, practice, or course of business which operates or would operate as a fraud or deceit upon any person;

in violation of Section 17(a) of the Securities Act, 15 U.S.C. § 77q(a), Section 10(b) of the Exchange Act, 15 U.S.C. § 78j(b), and Rule 10b-5, 17 C.F.R. § 240.10b-5, thereunder.

II.

Defendant Tutornet, its agents, officers, servants, employees, attorneys, and those persons in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, and each of them, in connection with any issuer whose securities are registered with the Commission pursuant to Section 12 of the Exchange Act, 15 U.S.C. § 781, and any issuer which is required to file reports pursuant to Section 15(d) of the Exchange Act, 15 U.S.C. § 78o(d), are permanently enjoined from, directly or indirectly, violating Section 13(a) of the Exchange Act, 15 U.S.C. § 78m(a), and Rules 12b-20, 13a-11 and 13a-13, 17 C.F.R. § 240.12b-20, 240.13a-11 and 240.13a-13, by causing any current or periodic report, which is required to be filed with the Commission pursuant to the above-referenced provisions, to contain

any untrue statement of material fact or omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading.

III.

Defendant Forde, his agents, officers, servants, employees, attorneys, and those persons in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, and each of them, in connection with any issuer whose securities are registered with the Commission pursuant to Section 12 of the Exchange Act, 15 U.S.C. § 78l, and any issuer which is required to file reports pursuant to Section 15(d) of the Exchange Act, 15 U.S.C. § 78o(d), are permanently enjoined from, directly or indirectly, violating Section 13(a) of the Exchange Act, 15 U.S.C. § 78m(a), and Rules 12b-20, 13a-11 and 13a-13, 17 C.F.R. § 240.12b-20, 240.13a-11 and 240.13a-13, by aiding and abetting the causing of any current or periodic report, which is required to be filed with the Commission pursuant to the above-referenced provisions, to contain any untrue statement of material fact or omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading.

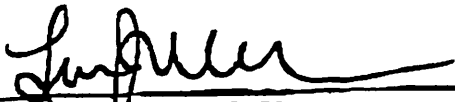
IV.

Within 30 days of the date of this Order, Defendant Tutornet shall file with the Commission (a) an amended Form 8-K, which shall correct the statements made therein concerning America Online, Inc. and Princeton Investments, Ltd., pursuant to Section 13(a) of the Exchange Act, 15 U.S.C. § 78m(a), and Rules 12b-20 and 13a-11, 17 C.F.R. § 240.12b-20, and 240.13a-11, thereunder; and (b) an amended Form 10-Q for the period ending June 30, 2000,

which shall include a statement of cash flows as required by Regulation S-X, Rule 10-01, 17 C.F.R. § 2210.10-01(a)(4).

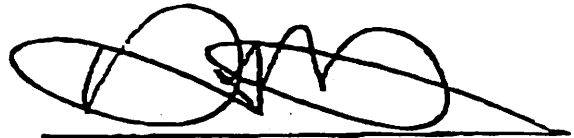
V.

Within 90 days of the date of this Order, Defendant Forde shall pay a civil money penalty in the amount of \$55,000 to the Treasury of the United States. Such payment shall be: (a) made by United States postal money order, certified check, bank cashier's check or bank money order; (b) made payable to the Securities and Exchange Commission; (c) delivered to the Comptroller, Securities and Exchange Commission, Operations Center, 6432 General Green Way, Stop 0-3, Alexandria, VA 22312; and (d) submitted under a cover letter which identifies Forde as a defendant in this case and the Civil Action Number, a copy of which cover letter and money order or specified check shall be sent to Ronald C. Long, District Administrator, Securities and Exchange Commission, The Curtis Center Suite 1120E, 601 Walnut St., Philadelphia, PA 19106.



Luci Jankowski McClure
Merri Jo Gillette
Barry Isenman
Celeste Chase

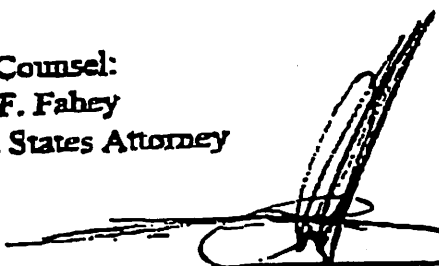
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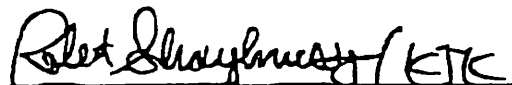
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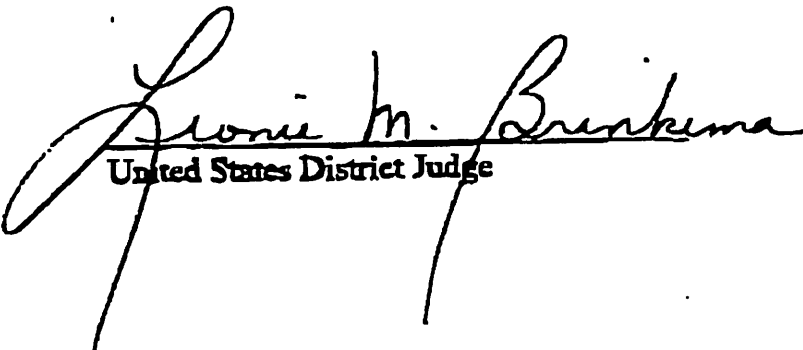
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IT IS SO ORDERED this 20th day of October, 2000. The
Court shall retain jurisdiction of this matter for the purpose of implementing and enforcing the
terms and conditions of this Order.


United States District Judge