



waste and dissipation of the assets of the Defendant to the detriment of investors pending further order of the Court.

I.

IT IS THEREFORE ORDERED:

1. This Court hereby takes exclusive jurisdiction and possession of the assets, monies, securities, choses in action, and properties, real and personal, tangible and intangible, of whatever kind and description, wherever situated, of Defendant and of Relief Defendants that are attributable to funds provided to the Defendant or Relief Defendants by an investor and/or any entities they own or control (hereinafter "Receivership Assets"), and the books, records, computers and documents, including every writing of any kind, type and description or other instrument or device by which, through or upon which information has been recorded or preserved, including but not limited to memoranda, notes, letters, bank records, statements, checks, wire instructions and confirmations, tape recordings, electronic and digital media of all types, audio and video recordings and photographs of the Defendant and Relief Defendants and/or any and all related entities they own or control, including but not limited to trusts, limited liability companies, corporations, partnerships and joint ventures ("Receivership Records"). The Receiver is hereby authorized to take and have possession of the Receivership Assets and Receivership Records. Until further order of this Court, the Receiver shall have complete and exclusive control, possession, and custody of all Receivership Assets and Receivership Records.

2. Michael J. Quilling of Quilling Selander Cumiskey & Lownds, 2001 Bryan Street, Suite 1800, Dallas, Texas 75201, with the phone number of (214) 871-2100 and facsimile number of (214) 871-2111, is appointed Receiver for the Receivership Assets and the

Receivership Records. Within five days hereof, the Receiver shall file with the Clerk of this Court a bond in the sum of \$10,000, without need for sureties approved by the Court, to assure his conscientious performance of the duties and responsibilities imposed by this Order.

3. Until further order of this Court, all assets of or under the control of the Defendant, along with any assets of the Relief Defendants that they obtained, directly or indirectly from Defendant, or that are attributable to funds provided to Relief Defendants by Defendant or by an investor or client of the Defendant, are frozen, except as otherwise specified herein. The Defendant, the Relief Defendants, their respective officers, managers, trustees, escrow agents, facilitators, agents, servants, employees, attorneys, and all other persons in active concert or participation with them, are hereby restrained and enjoined from, directly and indirectly, transferring, setting off, receiving, changing, selling, pledging, assigning, liquidating or otherwise disposing of or withdrawing any assets and property owned by, controlled by, or in the possession of Defendant or any Relief Defendant. This freeze shall include, but not be limited to, those funds located in any bank accounts, brokerage accounts, or any other accounts or property of the Defendant or any Relief Defendants described herein.

4. All persons, including Defendant and Relief Defendants, and their officers, agents, servants, employees, brokers, facilitators, trustees, escrow agents, attorneys, and all persons in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, and specifically including any bank or other financial or depository institution holding accounts for or on behalf of Defendant or Relief Defendants, shall promptly deliver to the Receiver all Receivership Assets in the possession or under the control of any one or more of them and shall promptly surrender all Receivership Records. No separate

subpoena shall be required. Upon presentment of this Order, all persons, including financial institutions, shall provide account balance information, transaction histories, all account records and any other Receivership Records to the Receiver or his agents, in the same manner as they would be provided were the Receiver the signatory on the account.

5. The Receiver is authorized, without breaching the peace and if necessary with the assistance of local peace officers or U.S. Marshals, to enter and secure any premises, wherever located or situated, in order to take possession, custody, or control of, or to identify the location or existence of Receivership Assets or Receivership Records.

6. All persons, including Defendant and Relief Defendants and their officers, agents, servants, employees, brokers, bankers, facilitators, trustees, escrow agents, attorneys, and all persons in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, are enjoined from any way interfering with the operation of the Receivership or in any way disturbing the Receivership Assets and Receivership Records, specifically including any proceeding initiated pursuant to the United States Bankruptcy Code, except with the prior permission of this Court. Any actions so authorized to determine disputes relating to Receivership Assets and Receivership Records shall be filed in this Court.

7. The Receiver is hereby authorized to make appropriate notification to the United States Postal Service or any post office box or other mail depository to forward delivery of any mail addressed to the Defendant or Relief Defendants or any company or entity under the direction or control of any of the Defendant or Relief Defendants, to himself. Further, the Receiver is hereby authorized to open and inspect all such mail to determine the location or identity of assets or the existence and amount of claims.

8. The Receiver is hereby authorized to make from Receivership Assets such ordinary and necessary payments, distributions, and disbursements as he deems advisable or proper for the marshaling, maintenance, or preservation of the Receivership Assets or Receivership Records. From and after the date of entry of this Order, the Receiver shall have the authority to conduct the business operations of Defendant and Relief Defendants and the entities they control, including the collection of rents or continuation or termination of any employment arrangement, leases and/or contracts and the terms thereof and to sell, rent, lease or otherwise hypothecate or dispose of the Receivership Assets. The Receiver shall have the authority to contact and negotiate with any creditors of Defendant and Relief Defendants for the purpose of compromising or settling any claim. To this purpose, in those instances in which Receivership Assets serve as collateral to secured creditors, the Receiver may surrender such assets to secured creditors, and shall have the authority to make such surrender conditional upon the waiver of any deficiency of collateral. Furthermore, the Receiver is authorized to renew, cancel, terminate, or otherwise adjust any pending lease agreement to which the Defendant and Relief Defendants are a party.

9. The Receiver is hereby directed to file with this Court and serve upon the parties, within 30 days after entry of this Order, a preliminary report setting out the identity, location, and value of the Receivership Assets, and any liabilities pertaining thereto. Further, at the time the Receiver makes such report, he shall recommend to the Court whether, in his opinion, based on his initial investigation, claims against Defendant and Relief Defendants should be adjudged in the Bankruptcy Court. After providing the parties an opportunity to be heard, this Court will

determine whether to accept the Receiver's recommendation and, if appropriate, issue an order authorizing the Receiver to commence a bankruptcy proceeding.

10. Any and all civil actions or other proceedings against the Defendant and Relief Defendants are hereby stayed. Any person or entity wishing to continue to pursue or initiate a civil action or other proceeding against the Defendant or Relief Defendants may do so only after obtaining permission from this Court to do so. Any claim or suit that seeks recovery from Receivership Assets, or that is hereinafter filed against the Defendant, Relief Defendants, or the Receiver, shall be filed in this Court. This provision shall not apply to any criminal proceedings against the Defendant or Relief Defendants.

11. The Receiver is hereby authorized to employ such employees, accountants, and attorneys as is necessary and proper for the collection, preservation, maintenance and operation of the Receivership Assets and Receivership Records and to open bank accounts or other depository accounts in the name of the Receiver on behalf of the receivership estate.

12. The Receiver is hereby authorized to receive and collect any and all sums of money due or owing to Defendant and Relief Defendants, whether the same are now due or shall hereafter become due and payable, and is authorized to incur such expenses and make such disbursements as are necessary and proper for the collection, preservation, maintenance and operation of the Receivership Assets. The Receiver is further authorized, in his discretion, to abandon or sell assets which are less than \$1,500.00 in value without obtaining further order of the Court, provided that such action is set forth in the Receiver's Final Report.

13. The Receiver is hereby authorized to institute, defend, compromise, or adjust such actions or proceedings in state or federal courts now pending and hereafter instituted, as may in

his discretion be advisable or proper for the protection of the Receivership Assets or proceeds therefrom, and to issue subpoenas, institute, prosecute, compromise or adjust such actions or proceedings in state or federal court as may in his judgment be necessary or proper for the collection, preservation, and maintenance of the Receivership Assets.

14. The Receiver is hereby authorized to institute such actions or proceedings to impose a constructive trust, obtain possession and/or recover judgment with respect to persons or entities who received assets or funds or proceeds traceable to investor monies. All such actions shall be filed in this Court. The Receiver is specifically authorized to pursue such actions on behalf of and for the benefit of the constructive trust beneficiaries, including without limitation any and all investors who may be the victims of the fraudulent conduct alleged herein by the Commission. The Receiver is hereby appointed as the representative of such investors for the purpose of making requests to any authority, foreign or domestic, for the return of the funds that such investors contributed to the Defendant, wherever such funds may have been transferred, and for the purpose of filing actions to recover such funds wherever the Receiver may deem necessary.

15. The Receiver is hereby authorized to take any actions which could be taken by the officers, directors, managers, members, partners, trustees or other principals of the Defendant or Relief Defendants. The Receiver is entitled to transact any business or take any action that the Defendant or Relief Defendants would be authorized to take. The Defendant and Relief Defendants are hereby directed to execute any consent, authorization, resolution, or other document as may be required by any person to confirm the authority of the Receiver as granted in this paragraph. The Defendant and Relief Defendants are further directed to cooperate fully

with the Receiver, including (1) delivering to the Receiver all Receivership Assets and Receivership Records, together with any related documents, records, names and contact information for persons who may be custodians or otherwise involved with or knowledgeable of the Receivership Assets or Receivership Records; (2) obtaining or providing all bank records involving transfers of invested funds provided to or disbursed by the Defendant and Relief Defendants or any subsequent transferee under the direct or indirect control thereof; (3) providing full accountings of the disposition of all funds invested with any Defendant or Relief Defendant; (4) providing all related financial records, computers, computer files, e-mail, passwords, keys, security cards, access codes for premises, vehicles, vessels, aircraft; and (5) granting access to safes or safe deposit boxes or any other facility containing Receivership Assets or Receivership Records. The Court expects that the Defendant and the Relief Defendants will affirmatively assist the Receiver, and not merely allow control to be taken of Receivership Assets and Receivership Records.

16. Upon the request of the Receiver, the United States Marshal's Office is hereby ordered to assist the Receiver in carrying out his duties to take possession, custody, or control of, or identify the location of, any Receivership Assets or Receivership Records. The Receiver is authorized to remove any person from any premises or real estate constituting a Receivership Asset that attempts to interfere with the Receiver, his attorneys or agents in the performance of their duties. The Receiver is further authorized to change any locks or other security mechanisms with respect to any premises or other assets that constitute or contain Receivership Assets or Receivership Records.



17. The Receiver shall keep the Commission apprised at reasonable intervals of developments concerning the operation of the receivership, and shall provide to the Commission upon request any documents under the control of the Receiver.

18. The Receiver shall file on at least a quarterly basis an application for approval of the disbursements for professional fees and expenses to himself or others. The Receiver may pay up to 90% of the professional fees and 100% of the expenses on a monthly basis, provided statements are made on a monthly basis to the Commission, no objections thereto have been presented, and applications have been made as required. Any and all costs incurred by the Receiver shall be paid from the Receivership Assets.

Except for an act of gross negligence or intentional misconduct, the Receiver and all persons engaged or employed by him shall not be liable for any loss or damage incurred by any person or entity by reason of any act performed or omitted to be performed by the Receiver or those engaged or employed by him in connection with the discharge of their duties and responsibilities in connection with the receivership.

## II.

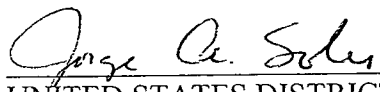
IT IS FURTHER ORDERED that this Court shall retain jurisdiction of this action for all purposes. The Receiver is hereby authorized, empowered and directed to apply to this Court, with notice to the Commission and Defendant for issuance of such other orders as may be necessary and appropriate in order to carry out the mandate of this Court.

## III.

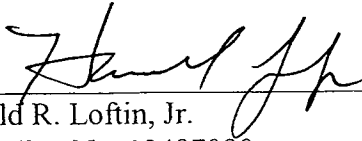
IT IS FURTHER ORDERED that this Order will remain in effect until modified by further order of this Court; provided, however, that at any time after the expiration of 30 days

from the return of a jury verdict or the Court's announcement of the jury's inability to do so in the criminal matter styled United States of America v. C. Keith LaMonda and Jesse W. LaMonda, Jr., currently pending in the United States District Court for the Middle District of Florida (Orlando Division), the Receiver or any party may seek to modify or vacate any provision of this Order.

SIGNED this 17<sup>th</sup> day of November, 2006.

  
UNITED STATES DISTRICT JUDGE

Agreed as to form:



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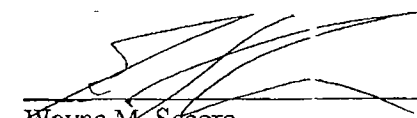
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*SEC v. ABC Viaticals, Inc., et al.*  
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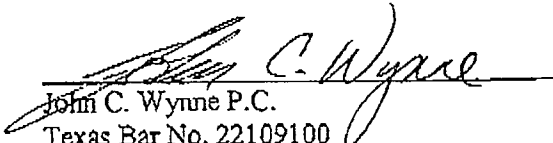
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