

Principal and Interested Parties

2. SEC is the Plaintiff herein having filed what it has characterized and alleged to be an enforcement action against the Defendants and seeking certain equitable remedies and relief against the Defendants and the Relief Defendant.

3. Stan Leitner is an individual Defendant in the captioned Civil Action brought by the Plaintiff SEC and a resident of Denton County, Texas.

4. Bradley C. Stark ("Brad Stark") is an individual Defendant in the captioned Civil Action brought by the Plaintiff SEC and is believed to be a resident of Riverside, California.

5. Megafund Corporation ("Megafund") is a Texas corporation named as a Defendant in the captioned Civil Action brought by the Plaintiff SEC with its primary place of business in Flower Mound, Texas.

6. James A. Rumpf ("Rumpf" or "CILAK") is an individual Defendant in the captioned Civil Action brought by the Plaintiff SEC and is believed to be a resident of Dallas County, Texas.

7. Sardaukar Holdings IBC ("Sardaukar") is believed to be a British Virgin Islands corporation conducting business through the offices of Brad Stark and has been named as a Defendant in the captioned Civil Action brought by Plaintiff SEC.

8. CIG, Ltd. ("CIG") is a Defendant in the captioned Civil Action brought by Plaintiff SEC and is believed to be an Anguillan company domiciled on the island of St. Maarten.

9. Pamela C. Stark ("Pam Stark") is believed to be a resident of Riverside, California and has been named as an individual Relief Defendant in the captioned Civil Action.

General Denial

10. Defendant Stan Leitner denies each and every allegation made by the Plaintiff SEC in the captioned Civil Action, and demands the strictest of proofs thereof.

Specific Denials

11. For further Answer, if such be necessary, Defendant Stan Leitner will show this Court that the following with regards to the captioned Civil Action. Paragraphs cited below conform to the referenced paragraphs of Plaintiff SEC's Amended Complaint:

1. Defendant Stan Leitner denies that he engaged in a fraudulent offer or sale of securities, and further denies the allegation he did so in concert or participation with an offer or sale of securities by Defendants Brad Stark or Sardaukar. Defendant Stan Leitner denies he fraudulently raised \$ 13.8 million.
2. Defendant Stan Leitner denies he orchestrated the alleged scheme, and further denies the targeting of Christian ministries or other non-profit organizations in the manner alleged by Plaintiff SEC.
3. Defendant Stan Leitner denies he made misrepresentations or omissions of material facts in the manner alleged by Plaintiff SEC.

4. Defendant Stan Leitner denies he engaged in fraudulent activities. Defendant Stan Leitner has agreed to the Preliminary Injunction order issued by this Court. Defendant Stan Leitner further denies any liability for civil monetary penalties, or that he has received ill-gotten gains.
5. Defendant Stan Leitner denies having made use of the means and instrumentalities of interstate commerce in the manner referenced or described elsewhere in the Amended Complaint filed by Plaintiff SEC.
6. Defendant Stan Leitner denies that the transactions which may have occurred in the Northern District of Texas are as described or alleged by Plaintiff SEC in its Amended Complaint.
7. Defendant Stan Leitner admits he has exercised his constitutional right against self-incrimination, but denies he refused to answer questions concerning his activities regarding Defendant Megafund. Defendant Stan Leitner denies any intent to participate in activities constituting the offering of securities.
8. Defendant Stan Leitner admits the principal business address of Defendant Megafund is as alleged by Plaintiff SEC. Defendant Stan Leitner denies Defendant Megafund made an offering of its securities.
9. Defendant Stan Leitner presently has insufficient information to either admit or deny Plaintiff SEC's allegation at this time, but reserves the right to amend this Original Answer in the future.
10. Defendant Stan Leitner presently has insufficient information to either admit or deny Plaintiff SEC's allegation at this time, but reserves the right to amend this Original Answer in the future.

11. Defendant Stan Leitner presently has insufficient information to either admit or deny Plaintiff SEC's allegation at this time, but reserves the right to amend this Original Answer in the future.
12. Defendant Stan Leitner denies the facts alleged by Plaintiff SEC, specifically with reference to the amounts cited and the characterization of transferred monies as investor funds.
13. Defendant Stan Leitner presently has insufficient information to either admit or deny Plaintiff SEC's allegation at this time, but reserves the right to amend this Original Answer in the future.
14. Defendant Stan Leitner denies any funds raised by Defendant Megafund were intended to result from the offer, sale or delivery of securities.
15. Defendant Stan Leitner denies Defendant Megafund intended to conduct an investment offering. At this time, Defendant Stan Leitner has insufficient knowledge to either admit or deny that the transactions of which Plaintiff SEC complains constituted "a classic high yield investment scheme." Defendant Stan Leitner denies having paid a return, purported or otherwise, to an investor.
16. Defendant Stan Leitner denies intending to have accepted what Plaintiff SEC has described as investor funds.
17. Defendant Stan Leitner denies intending to solicit investments from investors as characterized by Plaintiff SEC in its Amended Complaint. Defendant Stan Leitner denies any intent to having defrauded any person, or that such persons are victims.

18. Defendant Stan Leitner presently has insufficient information to either admit or deny Plaintiff SEC's allegation at this time, but reserves the right to amend this Original Answer in the future.

19. Defendant Stan Leitner denies any intention to obtain investors to invest in Megafund as characterized by Plaintiff SEC in its Amended Complaint, and neither admits nor denies the remainder of this allegation at this time.

20. Defendant Stan Leitner denies Plaintiff SEC's characterization of certain monies as investor funds.

21. Defendant Stan Leitner denies persons invested in Megafund, and further denies the facts alleged by Plaintiff SEC, specifically with reference to the amounts cited and the characterization of transferred monies as investor funds.

22. Defendant Stan Leitner denies persons Plaintiff SEC has characterized as investors did not receive distributions of earnings, as Plaintiff SEC admits in allegations made in Paragraph 23 of its Amended Complaint.

23. Defendant Stan Leitner presently has insufficient information to either admit or deny Plaintiff SEC's allegation at this time, but reserves the right to amend this Original Answer in the future.

24. Defendant Stan Leitner denies Plaintiff SEC's characterization of certain monies as investor funds, and further denies he used investor funds as described or alleged by Plaintiff SEC.

25. Defendant Stan Leitner presently has insufficient information to either admit or deny Plaintiff SEC's allegation at this time, but reserves the right to amend this Original Answer in the future.

26. Defendant Stan Leitner presently has insufficient information to either admit or deny Plaintiff SEC's allegation at this time, but reserves the right to amend this Original Answer in the future.

27 – 31. Defendant Stan Leitner denies any intent to make a material misrepresentation and/or omission, and further denies Plaintiff SEC's assertion that he had no reasonable basis to make a statement or comment, and further denies he caused or directed any communication to be fabricated.

32. Defendant Stan Leitner denies this allegation.

33. Defendant Stan Leitner denies this allegation, and asserts Defendant Rumpf provided the insurance certification.

34. Defendant Stan Leitner denies Plaintiff SEC's characterization of certain monies as investor funds, and further denies he used investor funds as described or alleged by Plaintiff SEC.

35. Defendant Stan Leitner denies he intended to "lull" any person to prevent them from taking legal action or that he intended to provide false information to any such person.

36 - 37. Defendant Stan Leitner denies intending to or having defrauded any person involved with the transactions constituting the subject matter of Plaintiff SEC's Amended Petition.

38. Defendant Stan Leitner presently has insufficient information to either admit or deny Plaintiff SEC's allegation at this time, but reserves the right to amend this Original Answer in the future.

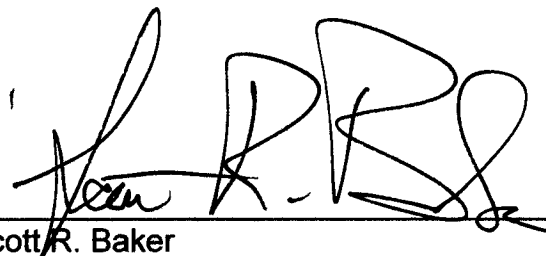
39 - 53. Defendant Stan Leitner denies the claims of violative conduct asserted by Plaintiff SEC.

54 - 55. Defendant Stan Leitner denies transferring any funds to Relief Defendant Pam Stark.

Prayer

WHEREFORE, PREMISES CONSIDERED, Defendant Stan Leitner respectfully requests that Plaintiff SEC's request for permanent injunctive relief be denied, that Plaintiff SEC's request for disgorgement be denied, that no civil penalties be imposed, and to grant such other and further relief at law and in equity to which Defendant Stan Leitner may be justly entitled.

Dated this 21st day of July, 2005.

A handwritten signature in black ink, appearing to read "Scott R. Baker", written over a horizontal line.

Scott R. Baker
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CERTIFICATE OF SERVICE

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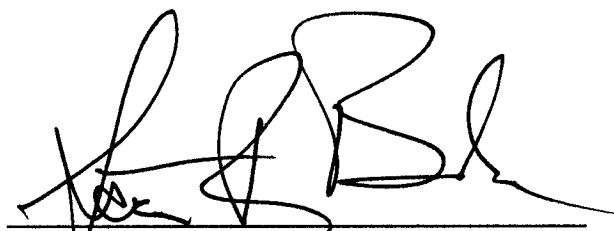
I hereby certify that a true and correct copy of the *Original Answer of Stanley A. Leitner* as presented to the Court for filing in the above-styled and captioned cause of action has on this the 21st day of July, 2005 been delivered via first class mail to the following persons:

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Certified this 21st day of July, 2005.



Scott R. Baker