

IN THE UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION

SECURITIES AND EXCHANGE	§	
COMMISSION	§	
	§	
Plaintiff,	§	
	§	
VS.	§	NO. 3-05-CV-1328-L
	§	
MEGAFUND CORPORATION,	§	
ET AL.	§	
	§	
Defendants.	§	

**ORDER**

Michael J. Quilling, as Receiver for Sardaukar Holdings and related entities, has filed a motion to sell 200,000 shares of common stock in GZ Gourmet Food & Beverage, Inc. ("GZ Gourmet").<sup>1</sup> According to the Receiver, Gary Engen, a third-party investor, has agreed to pay \$30,000 for the stock, which was purchased by Bradley C. Stark for \$100,000 in February 2005. Although the proposed resale price is only 30% of the original value of the stock, the Receiver believes that this offer is in the best interest of the Receivership Estate because GZ Gourmet has not yet realized significant revenue from its product and there is no readily available public market for the sale of its stock. By this motion, the Receiver seeks court approval of the proposed sale.

The Receiver was ordered to post a copy of the motion on his website with notice to all interested parties that any objections must be filed with the court by September 5, 2006. No written objections have been received. The Securities and Exchange Commission, through its regional counsel, has consented to the sale.

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<sup>1</sup> GZ Gourmet is a commercial beverage company engaged in the development and marketing of a glow-in-the-dark energy drink.

Accordingly, it is ordered that:

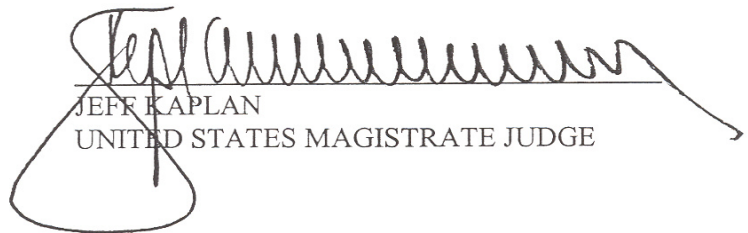
1. The Receiver's motion to sell common stock of GZ Gourmet Food & Beverage, Inc. [Doc. #182] is granted.

2. The Receiver is hereby authorized to take all necessary steps to consummate the sale of such stock to Gary Engen for the sum of \$30,000.

3. The transfer agent for GZ Gourmet Food & Beverage, Inc. shall, upon notification by the Receiver, reissue the 200,000 shares represented in Certificate No. 41 according to the contract for sale.

SO ORDERED.

DATED: September 6, 2006.



JEFF KAPLAN  
UNITED STATES MAGISTRATE JUDGE