

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").¹ [Doc. #182]. 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. The Securities and Exchange Commission, through its regional counsel, and the other parties to this action agree to the proposed sale.

The Receiver is ordered to post a copy of his motion and this order on his website, www.secreceiver.com. Appropriate links to the court's docket shall be provided to users of the website. Any interested party who objects to the proposed sale must file written objections with the

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

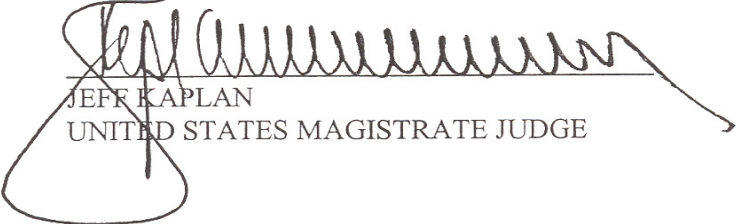
court by **September 5, 2006**. Objections should be addressed to:

The Honorable Jeff Kaplan
United States Magistrate Judge
1100 Commerce Street, 16th Floor
Dallas, Texas 75242

If any party desires a hearing on the motion, a written request for hearing must accompany any objections. Unless a hearing is requested, the court intends to rule on the motion after the expiration of the deadline for filing objections based on the written submissions of the parties.

SO ORDERED.

DATED: August 14, 2006.


JEFF KAPLAN
UNITED STATES MAGISTRATE JUDGE