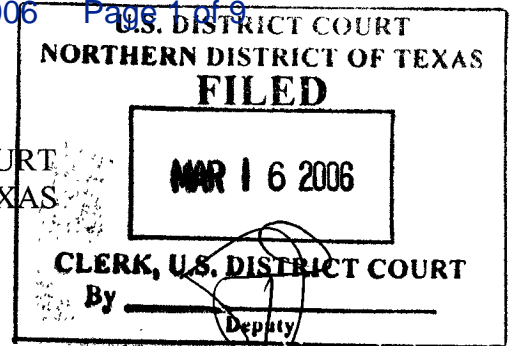


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ORIGINAL

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



MICHAEL J. QUILLING, RECEIVER FOR  
SARDAUKAR HOLDINGS, IBC and  
BRADLEY C. STARK,

§  
§  
§  
§  
§  
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§  
§  
§  
§  
§

Plaintiff,

v.

Civil Action No. 3:05-CV-1465-L

HANS TSCHEBAUM and MICHAEL  
TSCHEBAUM,

(Jury Trial Demanded)

Defendants.

**MOTION FOR LEAVE OF COURT TO FILE  
AN AMENDED COMPLAINT AND BRIEF IN SUPPORT**

TO THE HONORABLE JUDGE OF SAID COURT:

COMES NOW, Michael J. Quilling, in his capacity as Receiver for Sardaukar Holdings, IBC and Bradley C. Stark (“Receiver”) and files this his Motion for Leave of Court to File an Amended Complaint against Hans Tschebaum, Michael Tschebaum, and Palace Investments, Inc. and in support of such would respectfully show the Court as follows:

1. The Receiver requests permission from the Court to file an Amended Complaint under Federal Rule of Civil Procedure 15(a). The Amended Complaint is attached hereto as Exhibit “A” and incorporated by reference herein.

2. Since filing the original Complaint, the Receiver has learned that Michael Tschebaum received an additional \$768,000.00 in fraudulent transfers from Sarudaukar Holdings, IBC through an entity called Palace Investments, Inc. (“Palace Investments”). The Amended Complaint seeks to recover these funds and adds Palace Investments as a named Defendant.

3. Palace Investments is a Washington corporation that may receive service of process at the following address: Palace Investments, Inc. c/o Michael Tschebaum, 12222 Wilshire Blvd., #312, Los Angeles, California 90025.

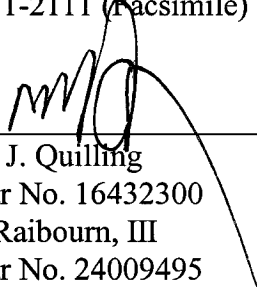
WHEREFORE, PREMISES CONSIDERED, the Receiver requests that, upon final consideration of this Motion, that the Court authorize the Receiver to file the attached Amended Complaint and for such other and further relief, general or special, at law or in equity, to which the Receiver may show himself justly entitled.

DATED this 16<sup>th</sup> day of March, 2006.

Respectfully submitted,

QUILLING SELANDER CUMMISKEY & LOWNDS, P.C.  
2001 Bryan Street, Suite 1800  
Dallas, Texas 75201  
(214) 871-2100 (Telephone)  
(214) 871-2111 (Facsimile)

By: \_\_\_\_\_

  
Michael J. Quilling  
State Bar No. 16432300  
D. Dee Raibourn, III  
State Bar No. 24009495  
Brent J. Rodine  
State Bar No. 24048770

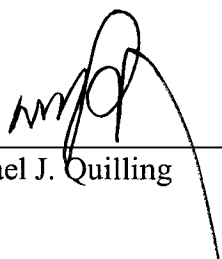
ATTORNEYS FOR RECEIVER

**CERTIFICATE OF SERVICE**

I hereby certify that on the 16th day of March, 2006, a true and correct copy of the foregoing document has been served via certified mail, return receipt requested on the following:

Mr. Bruce W. Claycombe  
GEARY, PORTER & DONOVAN, P.C.  
One Bent Tree Tower  
16475 Dallas Parkway, Suite 500  
Addison, Texas 75001-6837

ATTORNEY FOR DEFENDANTS



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Michael J. Quilling

# **Exhibit “A”**

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

MICHAEL J. QUILLING, RECEIVER FOR	§	
SARDAUKAR HOLDINGS, IBC and	§	
BRADLEY C. STARK,	§	
	§	
Plaintiff,	§	
	§	
v.	§	Civil Action No. 3:05-CV-1465-L
	§	
HANS TSCHIBAUM, MICHAEL	§	
TSCHIBAUM, and PALACE	§	(Jury Trial Demanded)
INVESTMENTS, INC.,	§	
	§	
Defendants.	§	

**AMENDED COMPLAINT**

TO THE HONORABLE JUDGE OF SAID COURT:

COMES NOW, Michael J. Quilling, in his capacity as Receiver for Sardaukar Holdings, IBC and Bradley C. Stark (“Receiver”) and files this his Amended Complaint against Hans Tschebaum, Michael Tschebaum, and Palace Investments, Inc. and in support of such would respectfully show the Court as follows:

**Parties**

1. Michael J. Quilling is the Receiver appointed for Sardaukar Holdings, IBC and Bradley C. Stark pending before the United States District Court for the Northern District of Texas, Dallas Division, the Honorable Sam A. Lindsay presiding.

2. Hans Tschebaum, Defendant is an individual resident and citizen of the State of California and may be served with process at 4241 Redwood Avenue, Los Angeles, CA 90066.

3. Michael Tschebaum, Defendant, is an individual resident and citizen of the State of California and may be served with process at 12222 Wilshire Blvd., #312, Los Angeles, CA 90025.

4. The Defendant Palace Investments, Inc. is a Washington corporation managed solely by Michael Tschebaum that can receive service of process at the following address: Palace Investments, Inc. c/o Michael Tschebaum, 12222 Wilshire Blvd., #312, Los Angeles, California 90025.

#### **Jurisdiction and Venue**

5. This Court has jurisdiction over the subject matter of this action because the actions stated herein constitute Receivership Assets within the meaning of the Order Appointing the Receiver. The Order Appointing the Receiver expressly states that all actions to determine disputes relating to Receivership Assets shall be filed in this Court. In addition, this Court has subject matter jurisdiction pursuant to 28 U.S.C. §§ 754, 1692, and Fed. R. Civ. P. 4(k)(1)(D).

6. Venue for this action is proper in the Northern District of Texas because: (1) the SEC Proceedings referenced below are pending in this District and this action is ancillary to it; (2) the Receiver was appointed in this District; and (3) this action involves Receivership Assets within the meaning of the Order Appointing the Receiver. The Order Appointing the Receiver expressly states that all actions to determine disputes relating to Receivership Assets shall be filed in this Court.

#### **Background Facts**

7. On July 1, 2005, the Securities and Exchange Commission ("SEC") initiated Case No. 3:05-CV-1328-L currently styled *Securities and Exchange Commission, Plaintiff, vs. Megafund Corporation, Stanley A. Leitner, Sardaukar Holdings, IBC., Bradley C. Stark, CIG, Ltd., and James A. Rumpf, Individually and d/b/a Cilak International, Defendants, and Pamela C. Stark, Relief Defendant*, and in connection therewith sought the appointment of a Receiver as to the Defendants and Equity Relief Defendant. By Order dated July 5, 2005, entered in the SEC Proceedings, Michael J. Quilling was appointed as the Receiver and continues to function in that capacity since that time.

8. On July 11, 2005, the Receiver filed notice of appointment in the United States District Court for the Central District of California, as required by 28 U.S.C. § 754. That notice is on file with the District Court Clerk as MISC-05-77.

9. By subsequent Order dated July 19, 2005, entered in the SEC Proceedings, the receivership was expanded to include additional individuals and entities, including CIG, Ltd. and James A. Rumpf, Individually and d/b/a Cilak International. By virtue of the same Order, Michael J. Quilling was appointed as the Receiver for each of the additional individuals and entities and he continued to function in that capacity since that time.

10. Sardaukar Holdings, IBC (“Sardaukar”) is an entity which operated a Ponzi scheme and fraudulent investment program under the direction and control and Bradley C. Stark (“Stark”). In particular, investors sent funds to an account at JP Morgan Chase Bank, N.A. in the name of Sardaukar which were to be invested by Sardaukar under the direction of Stark. However, as investor funds were received, he systemically diverted most of the funds to support an extravagant lifestyle and spending habits and to make Ponzi payments to investors. He also systemically diverted investor funds to his cronies so that they could share in the loot.

11. Two such cronies were Hans Tschebaum and his son Michael Tschebaum. Within days after the first investor funds were received, Stark began diverting money to them. Based upon the records currently available to the Receiver, Michael Tschebaum directly received a total of at least \$334,237.00 and Hans Tschebaum received and continues to have possession of a 2005 Maserati vehicle which Stark purchased for \$141,675.71 using investor funds. Stark also had at least \$768,000.00 transferred to an alter ego of Michael Tschebaum called Palace Investments, Inc. (“Palace Investments”). The Defendants gave no benefit whatsoever to Sardaukar for the funds or the vehicle and, therefore, have no legitimate claim to them.

**COUNT ONE**

**Constructive Trust & Disgorgement**

12. The Receiver incorporates paragraphs 1 through 11 set forth above as if set forth verbatim hereat.

13. Funds paid to the Defendants and the vehicle possessed by Defendant Hans Tschebaum constitute and are directly traceable to funds of the defrauded investors. As such, they are impressed with a constructive trust and constitute Receivership Assets. The Defendants should be required to disgorge their ill-gotten gains.

14. Pursuant to principles of equity, the Receiver seeks the imposition of a constructive trust upon the vehicle and all funds paid to the Defendants and a judgment requiring disgorgement of all amounts received. To the extent the Defendants are unable to disgorge the funds received, the Receiver seeks a money judgment against each of them in an amount equal to the funds received and/or the value of the vehicle.

**COUNT TWO**

**Fraudulent Transfer**

15. The Receiver incorporates paragraphs 1 through 14 set forth above as if set forth verbatim hereat.

16. The Sardaukar investment program was fraudulent and a *Ponzi* scheme. Consequently, all funds and assets the Defendants received from Sardaukar constitute fraudulent transfers. The Receiver is entitled to recover all such funds and assets (or the value thereof) from the Defendant as fraudulent transfers, for which amounts the Receiver hereby sues.



**COUNT THREE**

**Fees, Expenses, Cost and Interest**

17. The Receiver incorporates paragraphs 1 through 16 set forth above as if set forth verbatim hereat.

18. As a direct result of the conduct of the Defendants, as alleged above, it has been necessary for the Receiver to file this action. The Receiver sues for all costs, expenses, attorneys' fees and pre-judgment and post-judgment interest to which he is entitled under the law or at equity.

**JURY DEMAND**

19. The Receiver respectfully requests that this case be tried before a jury.

WHEREFORE, PREMISES CONSIDERED, the Receiver prays that upon final trial hereof that the Court enter judgment in favor of the Receiver against each of the Defendants in an amount equal to the amount of investor funds or assets received by each of them, plus pre- and post-judgment interest, attorney fees and costs of court and for such other and further relief, general or special, at law or in equity, to which the Receiver may show himself justly entitled.

Respectfully submitted,

QUILLING SELANDER CUMMISKEY & LOWNDS, P.C.  
2001 Bryan Street, Suite 1800  
Dallas, Texas 75201  
(214) 871-2100 (Telephone)  
(214) 871-2111 (Facsimile)

By: \_\_\_\_\_

Michael J. Quilling  
State Bar No. 16432300  
D. Dee Raibourn, III  
State Bar No. 24009495  
Brent J. Rodine  
State Bar No. 24048770

ATTORNEYS FOR RECEIVER