

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

SECURITIES AND EXCHANGE COMMISSION, §

Plaintiff, §

v. §

Case No.: 3-09-CV-0298-N

STANFORD INTERNATIONAL BANK, LTD., §

STANFORD GROUP COMPANY, §

STANFORD CAPITAL MANAGEMENT, LLC, §

R. ALLEN STANFORD, JAMES M. DAVIS, and §

LAURA PENDERGEST-HOLT, §

Defendants. §

**APPENDIX IN SUPPORT OF JOINT MOTION OF THE SEC AND RECEIVER
FOR ENTRY OF SECOND AMENDED ORDER APPOINTING RECEIVER**

Dated: January 14, 2010

Respectfully submitted,

BAKER BOTTS L.L.P.

By: /s/ Kevin M. Sadler

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**ATTORNEYS FOR RECEIVER
RALPH S. JANVEY**

CERTIFICATE OF SERVICE

On January 14, 2010 I electronically submitted the foregoing motion and the proposed order with the clerk of court for the U.S. District Court, Northern District of Texas, using the electronic case filing system of the court. I hereby certify that I have served all counsel and/or pro se parties of record electronically or by another manner authorized by Federal Rule of Civil Procedure 5(b)(2).

/s/ Kevin M. Sadler
Kevin M. Sadler

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

SECURITIES AND EXCHANGE)
COMMISSION,)

Plaintiff,)

vs.)

RESOURCE DEVELOPMENT)
INTERNATIONAL, LLC, DAVID EDWARDS,)
JAMES EDWARDS, JADE ASSET)
MANAGEMENT, LTD., SOUND FINANCIAL)
SERVICES, INC., INTERCOASTAL GROUP,)
LLC, INTERCOASTAL GROUP II, LLC,)
KEVIN LYNDS, GERALD J. STOCK,)
BLACKWOLF HOLDINGS, LLC, and)
WILLIAM WHELAN)

Defendants,)

and)

PACIFIC INTERNATIONAL LIMITED)
PARTNERSHIP, INTERNATIONAL)
EDUCATION RESEARCH CORPORATION,)
GALAXY ASSET MANAGEMENT, INC., and)
DAVID CLUFF, individually and d/b/a/)
RIVERA TRUST 410)

Defendant Solely for)
Purposes of Equitable Relief.)

FILED
October 4, 2006
CLERK, U.S. DISTRICT COURT

CIVIL ACTION NO.
3:02-CV-0605R

ORDER REAPPOINTING TEMPORARY RECEIVER

On March 25, 2002, this Court entered its Order Appointing Temporary Receiver, which named Lawrence J. Warfield as the Receiver of "Receivership Assets," as defined in the Order Appointing Temporary Receiver.

The Receiver informed the Court that after the expiration of ten days from the date of issuance of the Order Appointing Temporary Receiver, the Receiver identified Receivership Assets in States in which copies of the Order Appointing Temporary Receiver were not filed of record pursuant to 28 U.S.C. Section 754. In order to allow the Receiver to obtain jurisdiction in these States, the Court hereby enters this Order Reappointing Temporary Receiver. The Court finds the entry of this Order Reappointing Temporary Receiver to be both necessary and appropriate in order to prevent waste and dissipation of the assets of the Defendants and Relief Defendants to the detriment of investors.

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 Defendants David Edwards (“D. Edwards”), James Edwards (“J. Edwards”), Resource Development International, LLC (“RDI”), Jade Asset Management, Ltd. (“Jade”), Sound Financial Services (“SFSI”), Intercoastal Group, LLC (“Intercoastal I”), and Intercoastal Group II, LLC (“Intercoastal II”), Kevin Lynds (“Lynds”), Gerald J. Stock (“Stock”), Blackwolf Holdings, LLC (“Blackwolf”), and William Whelan (“Whelan”), and Relief Defendants Pacific International Limited Partnership (“PILP”), International Education Research Corporation (“IERC”), Galaxy Asset Management, Inc., (“Galaxy”) and David Cluff, Individually and d/b/a Rivera Trust 410 (“Cluff”) (hereinafter, “Receivership Assets”).

2. Lawrence J. Warfield located at 14555 North Scottsdale Road, Suite 340, Scottsdale, Arizona 85254 with the phone number of (480) 448-1711, facsimile number (480) 951-3887, is reappointed Receiver for the Receivership Assets. The Receiver has previously filed 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. 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.
3. All persons, including Defendants and Relief Defendant and their officers, agents, servants, employees, 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 Defendants and Relief Defendant, 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 books and records of any kind pertaining or belonging to Defendants and Relief Defendant (“Receivership Records”).
4. The Receiver is authorized, without breaching the peace and if necessary with the assistance of local peace officers or US 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, including without limitation, the following premises:

- a. Resource Development International, LLC (business)
Sound Financial Services, Inc.
International Education Services Corporation
4301 S. Pine St., Suite 32
Tacoma, WA 98409
 - b. David Edwards (residence)
6010 75th Ave. Ct. W
University Place, WA 98467
 - c. James Edwards (residence)
1538 N. Juniper
Tacoma, WA 98406
 - d. William Whelan (residence)
3647 S. Cindy Ct.
Visalia, CA 93277
 - e. William Whelan (business)
Pacific Coast Investment Marketing
1640 W. Mineral King Ave., Ste. 207
Visalia, CA 93291
 - f. Kevin Lynds (residence)
2036 Peachtree Lane
Wichita Falls, Texas 76308 (home address)
 - g. Gerald J. Stock (residence)
851 Summit St.
Manitowoc, Wisconsin 54220
 - h. Jade Asset Management, Ltd. (U.S. Address)
4441 S. Meridian #282
Puyallup, WA 98373
 - i. Any automobile registered in the name of any Defendant or Relief Defendant, including the interior, trunks and other receptacles of such vehicles.
5. All persons, including Defendants and Relief Defendants, and their officers, agents, servants, employees, 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 in any way interfering with the operation of the Receivership or in any way disturbing the Receivership Assets and from filing or prosecuting any actions or proceedings which involve the Receiver or which affect the Receivership Assets, 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 shall be filed in this Court.

6. The Receiver is hereby authorized to make appropriate notification to the United States Postal Service to forward delivery of any mail addressed to Defendants Edwards, RDI, Jade, SFSI, Intercoastal I, Intercoastal II, Lynds, Stock, Blackwolf and Whelan, or Relief Defendants PILP, IERC, Galaxy and Cluff, any company or entity under the direction or control of any of these Defendants and Relief Defendants, to any Post Office box or other mail depository, 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.
7. The Receiver is hereby authorized to make such ordinary and necessary payments, distributions, and disbursements as he deems advisable or proper for the marshaling, maintenance or preservation of the Receivership Assets. From and after the date of entry of this Order, the Receiver shall have the authority to conduct the business operations of Defendants and Relief

Defendants and the entities they control, including the collection of rents or continuation and termination or any employment arrangement and the terms thereof. The Receiver shall have the authority to contact and negotiate with any creditors of Defendants Edwards, RDI, Jade, SFSI, Intercoastal I, Intercoastal II, Lynds, Stock, Blackwolf and Whelan, and Relief Defendant PILP, IERC, Galaxy, and Cluff 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 agreements to which any of these Defendants and Relief Defendants are a party.

8. The Receiver previously filed with this Court and served upon the parties, a preliminary report setting out the identity, location and value of the Receivership Assets, and any liabilities pertaining thereto.
9. This Order does not prohibit the prosecution of any civil action or other proceeding against Defendants or Relief Defendants, including non-dischargeability proceedings and enforcement of any judgments obtained in such actions or proceedings, or effect the release of any claim asserted therein. However, to the extent judgment creditors or other claimants seek to prosecute an action or proceeding against the Defendants or Relief Defendants, or to satisfy a judgment or claim from Receivership Assets, they

will do so only with the prior permission of this Court or the United States Bankruptcy Court, and in accordance with an order of priority established by a plan of liquidation and distribution, or any automatic or other stay provided under the Bankruptcy Code.

10. The Receiver is hereby authorized to employ such employees, accountants, and attorneys as are necessary and proper for the collection, preservation, maintenance and operation of the Receivership Assets.
11. The Receiver is hereby authorized to receive and collect any and all sums of money due or owing to Defendants Edwards, RDI, Jade, SFSI, Intercoastal I, Intercoastal II, Lynds, Stock, Blackwolf and Whelan, and Relief Defendant PILP, IERC, Galaxy and Cluff, 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.
12. 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 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 Receivership Assets.
13. 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 traceable to investor monies. All such actions shall be filed in this Court.

14. 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 Receivership Assets.
15. The Receiver shall keep the Commission apprised at reasonable intervals of developments concerning the operation of the receivership, and shall provide the Commission upon request any documents under the control of the Receiver.
16. The Receiver shall seek and obtain the approval of this Court prior to disbursement of professional fees and expenses to himself or counsel, by presentation of a written application therefor and after consultation with the Commission. All costs incurred by the Receiver shall be paid from the Receivership Assets.

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

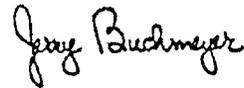
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Court, with notice to the Commission and Defendants Edwards, RDI, Jade, Sound, Intercoastal I, Intercoastal II, Lynds, Stock, Blackwolf and Whelan, and Relief Defendants PILP, IERC, Galaxy and Cluff, for issuance of such other orders as may be necessary 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.

Dated this 4th day of October 2006.



Hon. JERRY BUCHMEYER
UNITED STATES SR. DISTRICT JUDGE

allow the Court to obtain jurisdiction in these districts, the Court hereby enters this Second Amended Order Appointing Receiver. The Court finds the entry of this Second Amended Order Appointing Receiver to be both necessary and appropriate in order to prevent waste and dissipation of the assets of the Defendants to the detriment of ~~the~~ investors.

IT IS THEREFORE ORDERED that:

1. This Court assumes exclusive jurisdiction and takes possession of the assets, monies, securities, properties, real and personal, tangible and intangible, of whatever kind and description, wherever located, and the legally recognized privileges (with regard to the entities), of the Defendants and all entities they own or control (“Receivership Assets”), and the books and records, client lists, account statements, financial and accounting documents, computers, computer hard drives, computer disks, internet exchange servers telephones, personal digital devices and other informational resources of or in possession of the Defendants, or issued by Defendants and in possession of any agent or employee of the Defendants (“Receivership Records”).

2. Ralph S. Janvey of Dallas, Texas, is hereby appointed Receiver for the Receivership Assets and Receivership Records (collectively, “Receivership Estate”), with the full power of an equity receiver under common law as well as such powers as are enumerated herein as of the date of this Order. The Receiver shall not be required to post a bond unless directed by the Court but is hereby ordered to well and faithfully perform the duties of his office: to timely account for all monies, securities, and other properties which may come into his hands; and to abide by and perform all duties set forth in this Order. Except for an act of willful malfeasance or gross negligence, the Receiver shall not be liable for any loss or damage incurred by the Receivership Estate, or any of Defendants, the Defendants’ clients or associates, or their subsidiaries or affiliates, their officers, directors, agents, and employees, or by any of

Defendants' creditors or equity holders because of any' act performed or not performed by him or his agents or assigns in connection with the discharge of his duties and responsibilities hereunder.

3. The duties of the Receiver shall be specifically limited to matters relating to the Receivership Estate and unsettled claims thereof remaining in the possession of the Receiver as of the date of this Order. Nothing in this Order shall be construed to require further investigation of Receivership Estate assets heretofore liquidated and/or distributed or claims of the Receivership Estate settled prior to issuance of this Order. However, this paragraph shall not be construed to limit the powers of the Receiver in any regard with respect to transactions that may have occurred prior to the date of this Order.

4. Until the expiration date of this Order or further Order of this Court, Receiver is authorized to immediately take and have complete and exclusive control, possession, and custody of the Receivership Estate and to any assets traceable to assets owned by the Receivership Estate.

5. As of the date of entry of this Order, the Receiver is specifically directed and authorized to perform the following acts and duties:

(a) Maintain full control of the Receivership Estate with the power to retain or remove, as the Receiver deems necessary or advisable, any officer, director, independent contractor, employee or agent of the Receivership Estate;

(b) Collect, marshal, and take custody, control, and possession of all the funds, accounts, mail, and other assets of, or in the possession or under the control of, the Receivership Estate, or assets traceable to assets owned or controlled by the Receivership Estate, wherever situated, the income and profit therefrom and all sums of money now or

hereafter due or owing to the Receivership Estate with full power to collect, receive, and take possession of without limitation, all goods, chattel, rights, credits, monies, effects, lands, leases, books and records, work papers, records of account, including computer maintained information, contracts, financial records, monies on hand in banks and other financial institutions, and other papers and documents of other individuals, partnerships, or corporations whose interests are now held by or under the direction, possession, custody, or control of the Receivership Estate;

(c) 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 records traceable to the Receivership Estate. All such actions shall be filed in this Court;

(d) Obtain, by presentation of this Order, documents, books, records, accounts, deposits, testimony, or other information within the custody or control of any person or entity sufficient to identify accounts, properties, liabilities, causes of action, or employees of the Receivership Estate. The attendance of a person or entity for examination and/or production of documents may be compelled in a manner provided in Rule 45, Fed. R. Civ. P., or as provided under the laws of any foreign country where such documents, books, records, accounts, deposits, or testimony may be located;

(e) Without breaching the peace and, if necessary, with the assistance of local peace officers or United States 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 Estate assets or records;

(f) Make such ordinary and necessary payments, distributions, and disbursements as the Receiver deems advisable or proper for the marshaling, maintenance, or preservation of the Receivership Estate. Receiver is further authorized to contract and negotiate with any claimants against the Receivership Estate (including, without limitation, creditors) for the purpose of compromising or settling any claim. To this purpose, in those instances in which Receivership Estate assets serve as collateral to secured creditors, the Receiver has the authority to surrender such assets to secured creditors, conditional upon the waiver of any deficiency of collateral;

(g) Perform all acts necessary to conserve, hold, manage, and preserve the value of the Receivership Estate, in order to prevent any irreparable loss, damage, and injury to the Estate;

(h) Enter into such agreements in connection with the administration of the Receivership Estate, including, but not limited to, the employment of such managers, agents, custodians, consultants, investigators, attorneys, and accountants as Receiver judges necessary to perform the duties set forth in this Order and to compensate them from the Receivership Assets;

(i) Institute, prosecute, compromise, adjust, intervene in, or become party to such actions or proceedings in state, federal, or foreign courts that the Receiver deems necessary and advisable to preserve the value of the Receivership Estate, or that the Receiver deems necessary and advisable to carry out the Receiver's mandate under this Order and likewise to defend, compromise, or adjust or otherwise dispose of any or all actions or proceedings instituted against the Receivership Estate that the Receiver deems necessary and advisable to carry out the Receiver's mandate under this Order;

(j) Preserve the Receivership Estate and minimize expenses in furtherance of maximum and timely disbursement thereof to claimants;

(k) Promptly provide the Commission and other governmental agencies with all information and documentation they may seek in connection with its regulatory or investigatory activities;

(l) Prepare and submit periodic reports to this Court and to the parties as directed by this Court;

(m) File with this Court requests for approval of reasonable fees to be paid to the Receiver and any person or entity retained by him and interim and final accountings for any reasonable expenses incurred and paid pursuant to order of this Court;

6. The Receiver shall have the sole and exclusive power and authority to manage and direct the business and financial affairs of the Defendants, including without limitation, the sole and exclusive power and authority to petition for relief under the United States Bankruptcy Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”); for any or all of the corporate Defendants. The Receiver is not authorized, without further Court order, to petition for relief under the Bankruptcy Code for any of the Individual Defendants. Solely with respect to the authorization to file and execution of a petition for relief under the Bankruptcy Code; without limiting any powers of the Receiver under applicable law and this Order; and irrespective of provisions in any ~~Defendants’~~ Defendant’s corporate organizing documents, by-laws, partnership agreements, or the like, the Receiver shall be deemed to succeed to the position of and possess the authority of any party with power to authorize and execute the filing of a petition for relief under the Bankruptcy Code, including without limitation corporate directors, general and limited partners, and members of limited liability companies.

7. Before taking action under paragraph 6 of this Order, the Receiver must provide the Commission and the Defendants with at least two business days' written notice (unless shortened or lengthened by court order) that the Receiver is contemplating action under the Bankruptcy Code; provided that the Receiver may apply for an order under seal or a hearing *in camera*, as circumstances require. To facilitate an efficient coordination in one district of all bankruptcies of the Defendants, the Northern District of Texas shall be the Receiver's principal place of business for making decisions in respect of operating and disposing of each of the Defendants and their respective assets.

8. 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 Estate assets or records.

9. Creditors and all other persons are hereby restrained and enjoined from the following actions, except in this Court and with leave of this Court, unless this Court, consistent with general equitable principals and in accordance with its ancillary equitable jurisdiction in this matter, orders that such actions may be conducted ~~in another forum or jurisdiction:~~

(a) The commencement or continuation, including the issuance or employment of process, of any judicial, administrative, or other proceeding against the Receiver, any of the defendants, any entity within the Receivership Estate, any current or any former agent, officer, or employee ~~related to~~ of the Receivership Estate, or of any entity within the Receivership Estate, Pershing LLC, and/or SEI Investment Company arising from the subject matter of this civil action; or

(b) The enforcement, against the Receiver, or any of the defendants, of any judgment that would attach to or encumber the Receivership Estate that was obtained before the commencement of this proceeding.

10. Creditors and all other persons are hereby restrained and enjoined, without prior approval of the Court, from:

(a) Any act to obtain possession of the Receivership Estate assets;

(b) Any act to create, perfect, or enforce any lien against the property of the Receiver, or the Receivership Estate;

(c) Any act to collect, assess, establish, litigate or recover a claim against the Receiver ~~or that~~ where such claim would attach to or encumber the Receivership Estate or create or impose an obligation upon the part of the Receivership Estate;

(d) The set off of any debt owed by the Receivership Estate or secured by the Receivership Estate assets based on any claim against the Receiver or the Receivership Estate; or

(e) The filing of any case, complaint, petition, or motion under the Bankruptcy Code (including, without limitation, the filing of an involuntary bankruptcy petition under chapter 7 or chapter 11 of the Bankruptcy Code, or a petition for recognition of foreign proceeding under chapter 15 of the Bankruptcy Code);

~~11. Creditors and all other persons are hereby restrained and enjoined from seeking relief from the injunction contained in paragraph 10(e) of this Order for a period of 180 days from the date of entry of this Order~~ with respect to any Defendant.

11. ~~12.~~ Defendants, their respective officers, agents, and employees and all persons in active concert or participation with them who receive notice of this Order by personal service or

otherwise, including, but not limited to, any financial institution, broker-dealer, investment adviser, private equity fund or investment banking firm), and each of them, are hereby ordered, restrained, and enjoined from, directly or indirectly, making any payment or expenditure of any Receivership Estate assets that are owned by Defendants or in the actual or constructive possession of any entity directly or indirectly owned or controlled or under common control with the Receivership Estate, or effecting any sale, gift, hypothecation, assignment, transfer, conveyance, encumbrance, disbursement, dissipation, or concealment of such assets. A copy of this Order may be served on any bank, savings and loan, broker-dealer, or any other financial or depository institution to restrain and enjoin any such institution from disbursing any of the Receivership Estate assets. 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.

12. ~~13.~~ Defendants, and their respective agents, officers, and employees and all persons in active concert or participation with them are hereby enjoined from doing any act or thing whatsoever to interfere with the Receiver's taking control, possession, or management of the Receivership Estate or to in any way interfere with the Receiver or to harass or interfere with the duties of the Receiver or to interfere in any manner with the exclusive jurisdiction of this Court over the Receivership Estate, including the filing or prosecuting any actions or proceedings which involve the Receiver or which affect the Receivership Assets or Receivership Records, specifically including any proceeding initiated pursuant to the United States Bankruptcy Code, except with the permission of this Court. Any actions so authorized to

determine disputes relating to Receivership Assets and Receivership Records shall be filed in this Court.

13. ~~14.~~ Defendants, their respective officers, agents, and employees and all persons in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, including any financial institution, broker-dealer, investment adviser, private equity fund or investment banking firm, and each of them shall:

(a) To the extent they have possession, custody, or control of same, provide immediate access to and control and possession of the Receivership Estate assets and records, including securities, monies, and property of any kind, real and personal, including all keys, passwords, entry codes, and all monies deposited in any bank deposited to the credit of the Defendants, wherever situated, and the original of all books, records, documents, accounts, computer printouts, disks, and the like of Defendants to Receiver or his duly authorized agents;

(b) Cooperate with the Receiver and his duly authorized agents by promptly and honestly responding to all requests for information regarding Receivership Assets and Records and by promptly acknowledging to third parties the Receiver's authority to act on behalf of the Receivership Estate and by providing such authorizations, signatures, releases, attestations, and access as the Receiver or his duly authorized agents may reasonably request;

(c) Provide the Commission with a prompt, full accounting of all Receivership Estate assets and documents outside the territory of the United States which are held either: (1) by them, (2) for their benefit, or (3) under their control;

(d) Transfer to the territory of the United States all Receivership Estate assets and records in foreign countries held either: (1) by them, (2) for their benefit, or (3) under their control; and

(e) Hold and retain all such repatriated Receivership Estate assets and documents and prevent any transfer, disposition, or dissipation whatsoever of any such assets or documents, until such time as they may be transferred into the possession of the Receiver.

14. ~~15.~~ Any financial institution, broker-dealer, investment adviser; private equity fund or investment banking firm or person that holds, controls, or maintains accounts or assets of or on behalf of any Defendant, or has held, controlled, or maintained any account or asset of or on behalf of any defendant or relief defendant since January 1, 1990, shall:

(a) Hold and retain within its control and prohibit the withdrawal, removal, assignment, transfer, pledge, hypothecation, encumbrance, disbursement, dissipation, conversion, sale, gift, or other disposal of any of the assets, funds, or other property held by or on behalf of any defendant or relief defendant in any account maintained in the name of or for the benefit of any defendant or relief defendant in whole or in part except:

- (i) as directed by further order of this Court, or
- (ii) as directed in writing by the Receiver or his agents;

(b) Deny access to any safe deposit boxes that are subject to access by any Defendant; and

(c) The Commission and Receiver may obtain, by presentation of this Order, documents, books, records, accounts, deposits, or other information within the custody or control of any person or entity sufficient to identify accounts, properties, liabilities,

causes of action, or employees of the Receivership Estate. The attendance of a person or entity for examination and/or production of documents may be compelled in a manner provided in Rule 45, Fed. R. Civ. P, or as provided under the laws of any foreign country where such documents, books, records, accounts, deposits, or testimony may be located;

15. ~~16.~~ The Defendants, their officers, agents, and employees and all persons in active concert or participation with them and other persons who have notice of this Order by personal service or otherwise, are hereby restrained and enjoined from destroying, mutilating, concealing, altering, transferring, or otherwise disposing of, in any manner, directly or indirectly, any contracts, accounting data, correspondence, advertisements, computer tapes, disks or other computerized records, books, written or printed records, handwritten notes, telephone logs, telephone scripts, receipt books, ledgers, personal and business canceled checks and check registers, bank statements, appointment books, copies of federal, state, or local business or personal income or property tax returns, and other documents or records of any kind that relate in any way to the Receivership Estate or are relevant to this action.

16. ~~17.~~ The Receiver is hereby authorized to make appropriate notification to the United States Postal Service to forward delivery of any mail addressed to the Defendants, or any company or entity under the direction and control of the 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.

17. ~~18.~~ Nothing in this Order shall prohibit any federal or state law enforcement or regulatory authority from commencing or prosecuting an action against the Defendants, their agents, officers, or employees.

So Ordered and signed, this ____ day of ~~March 2009.~~ _____, 2010.

UNITED STATES DISTRICT JUDGE

Document comparison done by Workshare DeltaView on Thursday, January 14, 2010
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Legend:	
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Moved cell	
Split/Merged cell	
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Redline Summary:		
No.	Change	Text
1	Change	"AMENDED ORDER APPOINTING RECEIVER" changed to "SECOND AMENDED ORDER APPOINTING RECEIVER"
2	Change	"the appointment of a...Stanford International" changed to "the appointment of a...Stanford International"
3	Change	"Stanford Capital...Financial Group, and The" changed to "Stanford Capital...Financial Group, and The"
4-5	Change	"Stanford Financial Group... It appears that" changed to "Stanford Financial Group...the "Defendants")."
6	Change	"this" changed to "On February 17, 2009 this"
7-8	Change	"this Amended Order Appointing Receiver" changed to "this Court entered its Order Appointing Receiver"

9-10	Change	"Order Appointing Receiver...and appropriate" changed to "Order Appointing...and appropriate"
11	Change	"and dissipation of the...to the detriment of" changed to "and dissipation of the...to the detriment of"
12	Change	"Defendants to the detriment of the investors." changed to "Defendants to the detriment of investors."
13	Change	"et seq. (the "Bankruptcy...for any or all of the" changed to "et seq. (the "Bankruptcy...for any or all of the"
14	Change	"for any or all of the... Solely with respect" changed to "for any or all of the... Solely with respect"
15-16	Change	"irrespective of...organizing documents," changed to "irrespective of...organizing documents,"
17	Change	"the following actions,...unless this Court," changed to "the following actions,...unless this Court,"
18	Change	"that such actions may be...forum or jurisdiction:" changed to "that such actions may be conducted:"
19	Change	"Receiver, any of the...the Receivership Estate," changed to "Receiver, any of the...the Receivership Estate,"
20	Change	"the Receivership Estate, or" changed to "the Receivership Estate, any current or"
21-22	Change	"or any agent, officer, or employee" changed to "or former agent, officer, or employee"
23-24	Change	"agent, officer, or...the Receivership Estate" changed to "agent, officer, or...the Receivership Estate"
25-26	Change	"the Receivership Estate,...from the subject matter" changed to "the Receivership Estate...from the subject matter"
27	Change	"(c) Any act to collect,...against the Receiver" changed to "(c) Any act to collect,...against the Receiver"
28-29	Change	"recover a claim against...attach to or encumber" changed to "recover a claim against...attach to or

		encumber"
30	Change	"would attach to or...the Receivership Estate;" changed to "would attach to or...the Receivership Estate;"
31	Deletion	chapter 15 of the Bankruptcy Code).
32	Deletion	11. Creditors and all...of entry of this Order
33	Change	". " changed to "with respect to any Defendant."
34	Change	"Defendants, their respective officers," changed to "12. Defendants, their respective officers,"
35	Change	"Defendants, and their respective" changed to "13. Defendants, and their respective"
36	Change	"Defendants, their respective officers," changed to "14. Defendants, their respective officers,"
37	Change	"Any financial institution, broker-dealer," changed to "15. Any financial institution, broker-dealer,"
38	Change	"The Defendants, their officers," changed to "16. The Defendants, their officers,"
39	Change	"The Receiver is hereby authorized" changed to "17. The Receiver is hereby authorized"
40	Change	"Nothing in this Order shall prohibit" changed to "18. Nothing in this Order shall prohibit"
41-42	Change	"Ordered and signed, this ____ day of March 2009." changed to "Ordered and signed, this...of _____, 2010."

Statistics:	
	Count
Insertions	20
Deletions	22
Moved from	0
Moved to	0
Style change	0
Format changed	0
Total changes	42