

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

DOCKETED
MAY 29 2003

FEDERAL TRADE COMMISSION,

Plaintiff,

v.

STF GROUP INC., a Canadian corporation; STF GROUP, a Canadian general partnership; STF GROUP (BURLINGTON), a Canadian general partnership; STF GROUP (NEWMARKET), a Canadian general partnership; START TO FINISH CONSULTING GROUP, INC., a Canadian corporation; START TO FINISH CONSULTING GROUP, a Canadian general partnership; START TO FINISH MARKETING, INC., a Canadian corporation, 1363883 ONTARIO LIMITED, a Canadian corporation, d/b/a STF CONSOLIDATED; Q PROMPT, INC., a Canadian corporation; 487948 ONTARIO LIMITED, a Canadian corporation;

1363942 ONTARIO LIMITED, a Canadian corporation, d/b/a NATIONAL CREDIT CARD SECURITY CENTRE; KORN LAND CORPORATION, a Texas corporation, d/b/a NATIONAL CREDIT CARD SECURITY;

MED PLAN, INC., a Delaware corporation, and d/b/a FIRST MED, INC.; MEDICAL DISCOUNT INC., a Delaware corporation; MEDPLAN BURLINGTON, a Canadian general partnership; MEDPLAN MISSISSAUGA, a Canadian general partnership; MEDPLAN NEWMARKET, a Canadian general partnership; MEDPLAN NORTH YORK, a Canadian general partnership; MEDPLAN SCOLLARD, a Canadian general partnership; CHEMBE MANAGEMENT, INC., a Canadian corporation, d/b/a MEDPLAN SCARBOROUGH; GREAT SAILING MANAGEMENT INC., a Canadian corporation; THUNDERCHILD CONSULTING INC., a Canadian corporation; SMAKK CONSULTING INC., a Canadian corporation; GTCQ, INC., a Canadian corporation; GLOBAL DISCOUNT HEALTHCARE BENEFITS, a Canadian partnership, and d/b/a GLOBAL DISCOUNT HEALTHCARE BENEFITS,

Case No. 03-C-0977

Judge James B. Zagel

Magistrate Judge Bobrick

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INC. and FIRST MED, INC.,)
)
 1108114 ONTARIO INC., a Canadian corporation;)
)
 1349927 ONTARIO INC., a Canadian corporation;)
)
 ALEX KORN, individually and as an officer and director)
 of defendant corporations;)
)
 ALLAN SHIELL, individually and as an officer and)
 director of defendant corporations;)
)
 SEAN ZAICHICK, individually and as an officer and)
 director of defendant corporations;)
)
 JULIAN SHIELL, individually and as an officer and)
 director of defendant corporations,)
)
 CHRIS QUILLIAM, individually and as an officer and)
 director of defendant corporations, and)
)
 NICHOLAS BRIDGES, individually and as an officer)
 and director of defendant corporations,)
)
)
 Defendants.)
)

**STIPULATED ORDER FOR PRELIMINARY INJUNCTION
 WITH ASSET FREEZE AND OTHER EQUITABLE RELIEF**

The Court, having granted the *Ex Parte* Motion for a Temporary Restraining Order and Other Relief, filed by Plaintiff, the Federal Trade Commission (“FTC” or “Commission”), pursuant to Sections 13(b) and 19 of the Federal Trade Commission Act (“FTC Act”), 15 U.S.C. § 53(b) and 57b; having entered an Order to Show Cause Why a Preliminary Injunction Should Not Issue; and having considered the submissions of the parties and being fully advised in the premises, hereby finds:

1. This Court has jurisdiction over the subject matter and the parties in this case.
2. Venue, process, and service of process are proper.

3. There is good cause to believe that Plaintiff will ultimately succeed in establishing that Defendants STF Group Inc.; STF Group; STF Group (Burlington); STF Group (Newmarket); Start to Finish Consulting Group, Inc.; Start to Finish Consulting Group; Start to Finish Marketing, Inc.; 1363883 Ontario Limited, d/b/a STF Consolidated; Q-Prompt Inc.; 487948 Ontario Limited; 1363942 Ontario Limited, d/b/a National Credit Card Security Centre; Korn Land Corporation, d/b/a National Credit Card Security; Med Plan, Inc., d/b/a First Med, Inc.; Medical Discount Inc.; Medplan Burlington; Medplan Mississauga; Medplan Newmarket; Medplan North York; Medplan Scollard; Chembe Management, Inc., d/b/a Medplan Scarborough; Great Sailing Management Inc.; Thunderchild Consulting Inc.; SMAKK Consulting Inc.; GTCQ, Inc.; Global Discount Healthcare Benefits, d/b/a Global Discount Healthcare Benefits, Inc. and First Med, Inc.; 1108114 Ontario Inc.; 1349927 Ontario Inc.; and Alex Korn, individually and as an officer and director of the corporate defendants; Allan Shiell, individually and as an officer and director of the corporate defendants; Sean Zaichick, individually and as an officer and director of the corporate defendants; Julian Shiell, individually and as an officer and director of the corporate defendants; Chris Quilliam, individually and as an officer and director of the corporate defendants; and Nicholas Bridges, individually and as an officer and director of the corporate defendants; have engaged in and are likely to engage in the future in acts and practices that violate Section 5(a) of the FTC Act, 15 U.S.C. § 45(a), and the Telemarketing Sales Rule, 16 C.F.R. Part 310, and that Plaintiff is therefore likely to prevail on the merits of this action.

4. There is good cause to believe that immediate and irreparable damage to the Court's ability to grant effective final relief for consumers in the form of monetary restitution will

occur from the sale, transfer, or other disposition or concealment by Defendants of their Assets or corporate records unless Defendants are immediately restrained and enjoined by Order of this Court.

5. Weighing the equities and considering Plaintiff's likelihood of ultimate success, a Preliminary Injunction with asset freeze and other equitable relief is in the public interest.

6. Plaintiff is not required to post any security, pursuant to Fed. R. Civ. P. 65(c), which provides that no security is required of any agency of the United States for issuance of a restraining order.

ORDER

DEFINITIONS

For purposes of this Preliminary Injunction ("Order"), the following definitions shall apply:

1. "Plaintiff" means the Federal Trade Commission.
2. "Defendant" or "Defendants" means STF Group Inc.; STF Group; STF Group (Burlington); STF Group (Newmarket); Start to Finish Consulting Group, Inc.; Start to Finish Consulting Group; Start to Finish Marketing, Inc.; 1363883 Ontario Limited, d/b/a STF Consolidated; Q-Prompt Inc.; 487948 Ontario Limited; 1363942 Ontario Limited, d/b/a National Credit Card Security Centre; Korn Land Corporation, d/b/a National Credit Card Security; Med Plan, Inc., d/b/a First Med, Inc.; Medical Discount Inc.; Medplan Burlington; Medplan Mississauga; Medplan Newmarket; Medplan North York; Medplan Scollard; Chembe Management, Inc., d/b/a Medplan Scarborough; Great Sailing Management Inc.; Thunderchild Consulting Inc.; SMAKK Consulting Inc.; GTCQ, Inc.; Global Discount Healthcare Benefits,

d/b/a Global Discount Healthcare Benefits, Inc. and First Med, Inc.; 1108114 Ontario Inc.; 1349927 Ontario Inc.; and Alex Korn, individually and as an officer and director of the corporate defendants; Allan Shiell, individually and as an officer and director of the corporate defendants; Sean Zaichick, individually and as an officer and director of the corporate defendants; Julian Shiell, individually and as an officer and director of the corporate defendants; Chris Quilliam, individually and as an officer and director of the corporate defendants; and Nicholas Bridges, individually and as an officer and director of the corporate defendants; and any subsidiaries, affiliates, and any fictitious business entities or business names created or used by these persons or entities; or any of them.

3. "Asset" or "Assets" means any legal or equitable interest in, right to, or claim to, any real or personal property, including, but not limited to, "goods," "instruments," "equipment," "fixtures," "general intangibles," "inventory," "checks," or "notes," (as these terms are defined in the Uniform Commercial Code), lines of credit, chattels, leaseholds, contracts, mail or other deliveries, shares of stock, lists of consumer names, accounts, credits, premises, receivables, funds, and all cash, wherever located.

4. The term "Document" or "Documents" means any materials listed in Federal Rule of Civil Procedure 34(a) and includes writings, drawings, graphs, charts, photographs, audio and video recordings, computer records, and other data compilations from which information can be obtained and translated, if necessary, into reasonably usable form through detection devices. A draft or nonidentical copy is a separate Document within the meaning of the term.

5. "Credit Card Protection" means the advertisement, promotion, offering for sale, or sale of any product or service represented to register credit or debit accounts, including credit

card accounts, or protect, indemnify, or reimburse the holder of a credit or debit account against unauthorized use or charges.

6. "Healthcare Discount Plan" means the advertisement, promotion, offering for sale, or sale of any product or service represented to allow a consumer to receive discounts on medical, dental, optical or other health related services, or prescription drugs.

7. "Telemarketing" means the advertising, offering for sale, or sale of any good or service to any person by means of telephone sales presentations, either exclusively or in conjunction with the use of other advertising.

I. BAN ON THE TELEMARKETING OF ANY PRODUCT OR SERVICE TO CONSUMERS IN THE UNITED STATES

IT IS THEREFORE ORDERED THAT Defendants are hereby restrained and enjoined until further order of this Court, from engaging in, participating in, or assisting in the Telemarketing, in any manner, of any product or service to any consumer in the United States. Nothing in this Order shall be read as an exception to this Paragraph.

II. BAN ON SELLING CREDIT CARD PROTECTION

IT IS FURTHER ORDERED THAT Defendants are hereby restrained and enjoined until further order of this Court, from promoting, offering for sale, or selling, directly or indirectly, Credit Card Protection to any consumer in the United States. Nothing in this Order shall be read as an exception to this Paragraph.

III. BAN ON SELLING HEALTHCARE DISCOUNT PLANS

IT IS FURTHER ORDERED THAT Defendants are hereby restrained and enjoined until further order of this Court, from promoting, offering for sale, or selling, directly or indirectly, any Healthcare Discount Plan to any consumer in the United States. Nothing in this

Order shall be read as an exception to this Paragraph.

IV. CEASE AND DESIST

IT IS FURTHER ORDERED that Defendants, and their officers, agents, directors, servants, employees, salespersons, independent contractors, attorneys, corporations, subsidiaries, affiliates, successors, and assigns, and all other persons or entities in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, whether acting directly or through any trust, corporation, subsidiary, division, or other device, or any of them, in connection with the telemarketing, advertising, marketing, proposed sale, or sale of any product or service, or the entering into any contract or any other arrangement relating to the telemarketing, advertising, marketing, proposed sale or sale of any product or service to any consumer in the United States, are hereby restrained and enjoined from:

A. making, or assisting in the making of, expressly or by implication, orally or in any writing, any false or misleading statement or representation of material fact, including, but not limited to, any false or misleading representation:

1. that Defendants are calling from, or are affiliated with, legitimate credit card companies, such as Visa or MasterCard, or the consumer's credit card issuer;

2. that consumers need Defendants' credit card loss protection service because consumers are not protected against unauthorized use of their credit card accounts;

3. that, in the event a consumer's credit card or account number is lost or stolen, a consumer can be held liable for all unauthorized charges;

4. that Defendants' credit card loss protection service protects consumers from liability for unauthorized credit card charges;

5. that a consumer's credit card number or bank account number is being requested for "verification" purposes;

6. that consumers are entitled to a "trial period" before being charged or debited by Defendants;

7. that consumers who agree to purchase any good or service from Defendants will be charged the amount specified in the sales calls;

8. that consumers who agree to purchase any good or service from Defendants will be entitled to discounts on products the consumers purchase in their local areas;

9. that consumers can readily obtain refunds from Defendants upon request;

10. regarding any fact material to a consumer's decision to purchase or use any good or service;

B. violating any provision of the Telemarketing Sales Rule, 16 C.F.R. Part 310, including, but not limited to, the prohibition against making a false or misleading statement to induce any person to pay for goods or services, and the prohibition against obtaining or submitting for payment a check, draft, or other form of negotiable paper drawn on a person's checking, savings, share, or similar account, without that person's express verifiable authorization; and

C. charging or debiting consumers' credit cards, debit cards or bank accounts without authorization.

V. MAINTAIN RECORDS

IT IS FURTHER ORDERED that Defendants, and their officers, agents, directors, servants, employees, salespersons, independent contractors, attorneys, corporations, subsidiaries,

affiliates, successors, and assigns, and all other persons or entities in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, whether acting directly or through any trust, corporation, subsidiary, division, or other device, or any of them, are hereby restrained and enjoined from:

A. Failing to create and maintain books, records, accounts, bank statements, current accountants' reports, general ledgers, general journals, cash receipt ledgers and source Documents, Documents indicating title to real or personal property, and any other data which, in reasonable detail, accurately, fairly and completely reflect the incomes, disbursements, transactions and uses of the Defendants' Assets; and

B. Destroying, erasing, mutilating, concealing, altering, transferring, or otherwise disposing of, in any manner, directly or indirectly, any books, records, tapes, disks, contracts, accounting data, handwritten notes, checks (fronts and backs), correspondence, forms, advertisements, brochures, manuals, telemarketing scripts, sales presentations, electronically stored data, banking records, customer lists, customer files, mailing lists, telemarketer lists, invoices, telephone records, receipt books, postal receipts, ledgers, payroll records, or other Documents of any kind, including information stored in computer-maintained form (such as electronic mail), in their possession, custody or control.

C. Creating, operating, or exercising any control over any new business entity, including any partnership, sole proprietorship or corporation, without first providing Plaintiff with a written statement disclosing: (1) the name of the business entity; (2) the address and telephone number of the business entity; (3) the names of the business entity's officers, directors, principals, managers, and employees; and (4) a detailed description of the business entity's

intended activities.

VI. ASSET FREEZE

IT IS FURTHER ORDERED that Defendants, and their officers, agents, directors, servants, employees, salespersons, independent contractors, attorneys, corporations, subsidiaries, affiliates, successors, and assigns, and all other persons or entities in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, whether acting directly or through any trust, corporation, subsidiary, division, or other device, or any of them, are hereby restrained and enjoined until further order of this Court, from:

A. Transferring, liquidating, converting, encumbering, pledging, loaning, selling, concealing, dissipating, disbursing, assigning, spending, withdrawing, granting a lien or security interest or other interest in, or otherwise disposing of any Assets, or any interest therein, wherever located, that are (1) owned, controlled or held by, or for the benefit of, in whole or in part, any Defendant; or (2) in the actual or constructive possession of any Defendant, including, but not limited to, any Assets held in any account at any bank or savings and loan institution, or any credit card processing agent or agent providing electronic funds transfer services or automated clearing house processing, customer service agent, commercial mail receiving agency, or mail holding or forwarding company, or any credit union, IRA custodian, money market or mutual fund, storage company, trustee, or with any broker-dealer, escrow agent, title company, commodity trading company, precious metal dealer, or other financial institution or depository of any kind, either within or outside the United States;

B. Opening or causing to be opened any safe deposit boxes, commercial mail boxes, or storage facilities titled in the name of any Defendant, or subject to access by any Defendant or

under the control of any Defendant, without providing Plaintiff prior notice and an opportunity to inspect the contents in order to determine that they contain no Assets covered by this Section;

C. Incurring charges or cash advances on any credit card issued in the name, singly or jointly, of any Defendant;

D. Notwithstanding the asset freeze provisions of Subsections III.A-C above, Defendants Alex Korn, Allan Shiell, Sean Zaichick, Julian Shiell, Chris Quilliam, and Nicholas Bridges may, upon compliance with Section VIII of this Order, pay from their individual personal funds reasonable, usual, ordinary, and necessary living expenses, subject to prior written agreement with Plaintiff Federal Trade Commission as to the amount released, the applicable time period, and the applicable bank or credit card account(s) or source of funds;

E. Transferring any funds or other Assets subject to this Order for living expenses, except from accounts or other Assets identified by prior written notice to Plaintiff and prior approval by the Court. Provided further, that no living expenses, other than those set forth in Subsection D, and only in accordance with the procedures set forth in Subsection D, shall be paid from funds or other Assets subject to this Order unless and until the Defendant requesting such funds has completed a sworn financial statement as required by Section VIII of this Order, and filed such statement with the Court and served such statement upon counsel for Plaintiff.

F. The Assets affected by this Section shall include both existing Assets and Assets acquired after the effective date of this Order.

VII. DUTIES OF THIRD PARTIES

IT IS FURTHER ORDERED that each of the entities named in Section VI.A above, maintaining or having custody or control of any account or other Asset of any Defendant, or that

at any time since January 1, 1999, has maintained or had custody of any such Asset, and which is provided with a copy of this Order, or otherwise has actual or constructive knowledge of this Order, shall:

A. Hold and retain within its control and prohibit the withdrawal, removal, assignment, transfer, pledge, hypothecation, encumbrance, disbursement, dissipation, conversion, sale, liquidation or other disposal of any of the Assets or other property held by, under its control, or on behalf of any Defendant in any account maintained in the name of, or for the benefit or use of, any Defendant, in whole or in part, except as directed by further order of this Court, or by written agreement of Plaintiff and the parties claiming an interest in such account or Asset; and

B. Deny Defendants access to any safe deposit boxes, commercial mail boxes or storage facilities that are either titled in the name, individually or jointly, of any Defendant, or otherwise subject to access by any Defendant.

C. Within four (4) business days of the date of notice of this Order, provide to counsel for Plaintiff a statement setting forth:

1. The identification of each account or Asset titled in the name, individually or jointly, of any Defendant, or to which any Defendant is a signatory, or which is held on behalf of, or for the benefit or use of, any Defendant;

2. The balance of each such account, or a description and appraisal of the value of such Asset, as of the close of business on the day on which notice of this Order is received, and, if the account or other Asset has been closed or removed, or more than \$1,000 withdrawn or transferred from it within the last ninety (90) days, the date of the closure or removal of funds, the total funds removed or transferred, and the name and account number of

the person or entity to whom such account, funds, or other Asset was remitted; and

3. The identification of any safe deposit box, commercial mail box, or storage facility that is either titled in the name individually or jointly, of any Defendant, or is otherwise subject to access or control by any Defendant.

D. Allow representatives of Plaintiff immediate access to inspect and copy, or upon Plaintiff's request, promptly provide Plaintiff's representatives with copies of, any records or other Documents pertaining to any such account or Asset, including, but not limited to originals or copies of account applications, corporate resolutions, account statements, signature cards, checks, drafts, deposit tickets, transfers to and from the accounts, all other debit and credit instruments or slips, currency transaction reports, 1099 forms, and safe deposit logs.

E. The Assets and accounts affected by this Section shall include both existing Assets and Assets acquired after the effective date of this Order.

VIII. COMPLETE AND FILE FINANCIAL STATEMENT

IT IS FURTHER ORDERED that, if they have not done so already in compliance with the Temporary Restraining Order previously issued in this matter, each Defendant named in the caption of this Order shall, within three business days after entry of this Order, file with this Court and serve upon counsel for Plaintiff a completed financial statement on the forms previously served on Defendants. The financial statements shall be accurate as of the date of the entry of this Order and shall be verified under oath. Defendants shall attach to these completed financial statements copies of all local, state, provincial, and federal income and property tax returns, with attachments and schedules, as called for by the instructions to the financial statements.

**IX. REPATRIATION OF ASSETS AND DOCUMENTS
LOCATED IN FOREIGN COUNTRIES**

IT IS FURTHER ORDERED that Defendants, and their officers, agents, directors, servants, employees, salespersons, independent contractors, attorneys, corporations, subsidiaries, affiliates, successors, and assigns, and all other persons or entities in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, whether acting directly or through any trust, corporation, subsidiary, division, or other device, or any of them, shall:

A. Within three (3) business days following service of this Order, take such steps as are necessary to repatriate to the territory of the United States of America all Documents and Assets that are located outside of such territory and are held by or for Defendants or are under Defendants' direct or indirect control, jointly, severally, or individually;

B. Within three (3) business days following service of this Order, provide Plaintiff with a full accounting of all Documents and Assets that are located outside of the territory of the United States of America or that have been transferred to the territory of the United States pursuant to Subsection A above and are held by or for any Defendant or are under any Defendant's direct or indirect control, jointly, severally, or individually, including the names and address of any foreign or domestic financial institution or other entity holding the Assets, along with the account numbers and balances;

C. Hold and retain all transferred Documents and Assets and prevent any transfer, disposition, or dissipation whatsoever of any such Documents or Assets; and

D. Within three (3) business days following service of this Order, provide Plaintiff access to Defendants' records and Documents held by financial institutions or other entities

outside the territorial United States, by signing and delivering to Plaintiff's counsel the Consent to Release of Financial Records attached to this Order as Attachment A.

X. EXPEDITED DISCOVERY

IT IS FURTHER ORDERED that Plaintiff is granted leave, at any time after service of this Order and pursuant to Federal Rules of Civil Procedure 30(a), 34, and 45 to: (1) take the deposition of any person or entity for the purpose of discovering the nature, location, status, and extent of Defendants' Assets; the nature and location of Documents reflecting the business transactions of Defendants; the location of any premises where Defendants, directly or through any third party, conduct telemarketing or receive mail; and the applicability of any evidentiary privileges to this action; and to (2) demand the production of Documents from any person or entity relating to the nature, status, and extent of Defendants' Assets, the location of Documents reflecting the business transactions of Defendants, and the applicability of any evidentiary privileges to this action. Three (3) days notice shall be deemed sufficient for any such deposition, five (5) days notice shall be deemed sufficient for the production of any such Documents, and twenty-four (24) hours notice shall be deemed sufficient for the production of any such computer data. The provisions of this Section shall apply both to parties to this case and to non-parties.

The limitations and conditions set forth in Fed.R.Civ.P. 30(a)(2)(B) and 31(a)(2)(B) regarding subsequent depositions of an individual shall not apply to depositions taken pursuant to this Section. Any such depositions taken pursuant to this Section shall not be counted toward any limit on the number of depositions under the Federal Rules of Civil Procedure or the Local Rules of Civil Procedure for the United States District Court for the Northern District of Illinois,

including those set forth in Fed.R.Civ.P. 30(a)(2)(A) and 31(a)(2)(A). Service of discovery upon a party, taken pursuant to this Section, shall be sufficient if made by facsimile or by overnight delivery.

XI. DISTRIBUTION OF ORDER BY DEFENDANTS

IT IS FURTHER ORDERED that Defendants shall immediately provide a copy of this Order to each of their corporations, subsidiaries, affiliates, divisions, directors, officers, partners, successors, assigns, employees, attorneys, agents, telemarketers, and independent contractors. Within five (5) calendar days following service of this Order by Plaintiff, Defendants shall file with this Court and serve on Plaintiff, an affidavit identifying the name, title, address, telephone number, date of service, and manner of service of each person or entity Defendants have served with a copy of this Order in compliance with this provision.

XII. NOTICE OF THIS ORDER

IT IS FURTHER ORDERED that copies of this Order may be distributed by first class mail, overnight delivery, facsimile, electronic mail, or personally, by agents or employees of Plaintiff, upon any credit card processing agent or agent providing electronic funds transfer services or automated clearing house processing, customer service agent, commercial mail receiving agency, mail holding or forwarding company, bank, savings and loan institution, credit union, financial institution, accountant, brokerage house, escrow agent, IRA custodian, money market or mutual fund, title company, commodity futures merchant, commodity trading company, common carrier, storage company, trustee, or any other person, partnership, corporation, or legal entity that may be in possession of any Documents, records, Assets, property, or property right of any named Defendant, and any Internet service provider or other

person, partnership, corporation, or legal entity that may be subject to any provision of this Order. For purposes of notice on anyone in possession of Documents, records, Assets, property, or property rights, actual notice of this Order shall be deemed complete upon notification by any means, including, but not limited to, notice from distribution by facsimile transmission of the first page, Sections VI, VII, IX, XII, and the final page of this Order, provided that such notice is followed within five business days by delivery of a complete copy of this Order. Service upon any branch or office of any financial institution or entity shall effect service upon the entire financial institution or entity.

XIII. CONSUMER REPORTING AGENCIES

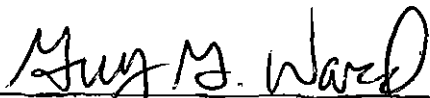
IT IS FURTHER ORDERED that, pursuant to Section 604 of the Fair Credit Reporting Act, 15 U.S.C. § 1681b, any consumer reporting agency may furnish a consumer or credit report concerning any Defendant to Plaintiff.

XIV. JURISDICTION

IT IS FURTHER ORDERED that this Court shall retain jurisdiction of this matter for all purposes.

So Stipulated:

William E. Kovacic
General Counsel



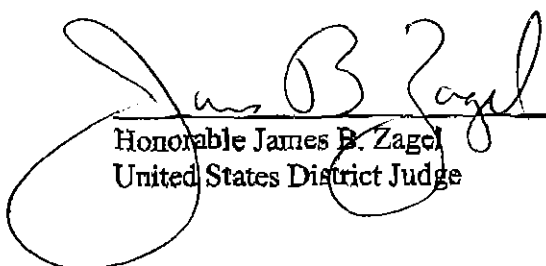
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Marketing, Inc.; 1363883 Ontario Limited,
d/b/a STF Consolidated; Q-Prompt Inc.;
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Limited, d/b/a National Credit Card Security
Centre; Korn Land Corporation, d/b/a
National Credit Card Security; Med Plan,
Inc., d/b/a First Med, Inc.; Medical Discoun
Inc.; Medplan Burlington; Medplan
Mississauga; Medplan Newmarket; Medplan
North York; Medplan Scollard; Chembe
Management, Inc., d/b/a Medplan
Scarborough; Great Sailing Management
Inc.; Thunderchild Consulting Inc.; SMAK
Consulting Inc.; GTCQ, Inc.; Global
Discount Healthcare Benefits, d/b/a Global
Discount Healthcare Benefits, Inc. and First
Med, Inc.; 1108114 Ontario Inc.; 1349927
Ontario Inc.; and Alex Korn; Allan Shiell;
Sean Zaichick; Julian Shiell; Chris Quill
and Nicholas Bridges.

IT IS SO ORDERED.

Dated: May 15, 2003



Honorable James B. Zagel
United States District Judge

ATTACHMENT A

CONSENT TO RELEASE OF FINANCIAL RECORDS

I, _____, of the Canadian Province of _____, do hereby direct any bank, savings and loan association, credit union, depository institution, finance company, commercial lending company, credit card processor, credit card processing entity, brokerage house, escrow agent, money market or mutual fund, title company, commodity trading company, trustee, or person that holds, controls or maintains custody of Assets, wherever located that are owned or controlled by me or at which I have an account of any kind, or at which a corporation or other entity has a bank account of any kind upon which I am authorized to draw, and its officers, employees and agents, to disclose all information and deliver copies of all Documents of every nature in your possession or control which relate to the said accounts to any attorney of the Federal Trade Commission, and to give evidence relevant thereto, in the matter of *Federal Trade Commission v. STF Group Inc., et al.*, Civ. No. 03-C-0977, now pending in the United States District Court for the Northern District of Illinois, and this shall be irrevocable authority for so doing.

This direction is intended to apply to the laws of countries other than the United States of America which restrict or prohibit the disclosure of bank or other financial information without the consent of the holder of the account, and shall be construed as consent with respect thereto, and the same shall apply to any of the accounts for which I may be a relevant principal.

Dated: _____, 2003

Signature: _____

Printed full name: _____