

CT8
ORIGINAL

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

COURT
DISTRICT OF TX
DIVISION

MAY 13 3:45

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

vs.


CORNERSTONE PRODIGY GROUP, INC.;;
GARY D. REEDER;
SANDRA M. REEDER,

Defendants,

and

EXECUTIVE NETPROFITS, INC.,

Defendant Solely for the Purpose
of Equitable Relief.

BY: 
NANCY DOHERTY, CLERK
Civil Action No.
4:99-CV-0978-Y

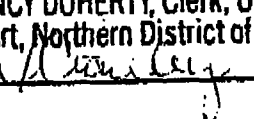
Stipulation and Consent of Gary D. Reeder

Defendant Gary D. Reeder ("Reeder") hereby stipulates, consents and agrees to the following:

1. Reeder admits service upon him of the Summons and Complaint of the Securities and Exchange Commission ("Commission") herein and admits the jurisdiction of this Court over him and over the subject matter of this action.

2. Reeder acknowledges he has entered into this Stipulation and Consent ("Consent") voluntarily and represents that no promises of immunity, threats or assurances have been made by the Commission or by any of its members, officers, agents or representatives to induce him to enter into this Consent.

3. Reeder consents, without admitting or denying any of the allegations of the Complaint, except as to jurisdiction as noted herein, to the entry of the Final

Certified a true copy of an instrument
on file in my name on which I have
NANCY DOHERTY, Clerk, U.S. District
Court, Northern District of Texas
By  Deputy

permanently enjoins Reeder from violating Sections 5(a), 5(c) and 17(a)

125

of the Securities Act of 1933 ("Securities Act") [15 U.S.C. §§ 77e(a), 77e(c), and 77q(a)], and of Section 10(b) of the Securities Exchange Act of 1934 [15 U.S.C. §78j(b)], and Rule 10b-5 thereunder [17 C.F.R. §240.10b-5], and orders other equitable relief, as set forth therein.

4. Reeder waives the entry of findings of facts and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure.

5. Reeder waives any right he may have to appeal from entry of the Final Judgment.

6. Reeder understands and agrees to comply with the Commission's policy "not to permit a defendant or respondent to consent to a judgment or order that imposes a sanction while denying the allegations in the Complaint or order for proceedings" as set forth in 17 C.F.R. §202.5(e). In compliance with this policy, Reeder agrees: (i) not to take any action or to make or permit to be made any public statement denying, directly or indirectly, any allegation in the Complaint or creating the impression that the Complaint is without factual basis; and (ii) that upon the filing of this Consent, Reeder hereby withdraws any papers filed in this action. If Reeder breaches this agreement, the Commission may petition the Court to vacate the Final Judgment and restore this case to its active docket. Nothing in this provision affects Reeder's testimonial obligations or right to take legal positions in litigation in which the Commission is not a party.

7. Consistent with provisions of 17 C.F.R. §202.5(f), Reeder waives any claim of Double Jeopardy based upon the settlement of this proceeding, including the imposition of any remedy or civil penalty herein. Reeder acknowledges that this Consent and the Final Judgment do not bar the institution or prosecution against Reeder of any other action, civil, criminal or administrative, arising as a result of the matters alleged in the Complaint.

8. Reeder acknowledges that he has been advised and understands that the Court may adjudge him to be in civil or criminal contempt if he commits any violation of the Final Judgment entered pursuant to this Consent.

9. Reeder agrees that the Court will retain jurisdiction over him and over the subject matter of this action in order to implement and carry out the terms of all orders and decrees that may be entered herein and to entertain any suitable application or motion by the parties for additional relief within the jurisdiction of this Court.

10. Reeder agrees that he will not oppose the enforcement of the Final Judgment on the ground, if any exists, that it fails to comply with Rule 65(d) of the Federal Rules of Civil Procedure, and hereby waives any objection he may have based thereon.

11. Reeder agrees that this Consent shall be filed with the Final Judgment and will be incorporated into the Final Judgment with the same force and effect as if fully set forth therein.

12. Reeder agrees that the Final Judgment may be presented by the Commission to the Court for signature and entry without further notice.

13. Reeder agrees to execute and return to the Commission an Acknowledgment of Service upon its receipt of the Final Judgment after entry by the Court.

Dated:

2/29/2000



Gary D. Reeder

SUBSCRIBED AND SWORN TO BEFORE ME this 27th day of February, 2000 to certify which witness my hand and official seal.

Rosemary Behan
Notary Public

My commission expires: 10/19/2000

