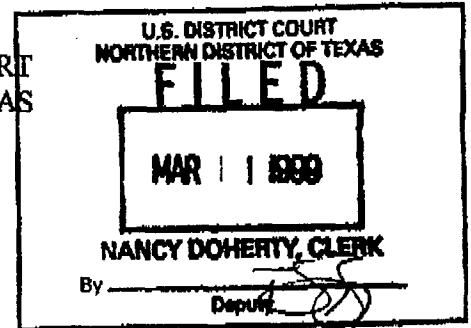


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IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION



SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

VS.

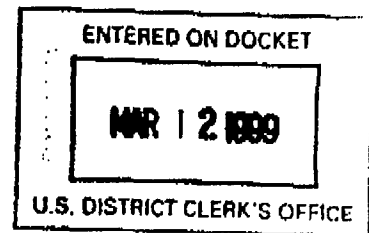
FUNDING RESOURCE GROUP, a/k/a FRG Trust;
QUENTIN HIX; GENE COULTER; STEVEN C.
ROBERTS; MVP NETWORK, INC., a Texas corporation,
a/k/a MVP Network (Trust); FMCI TRUST; FUNDERS
MARKETING COMPANY, INC., a Texas corporation;
RAYMOND G. PARR; WILLARD VEARL SMITH;
EARL D. MCKINNEY; FORTUNE INVESTMENTS,
LTD., a Nevada corporation; ROBERT CORD, a/k/a
Robert F. Schoonover, Jr.; WINTERHAWK WEST
INDIES, INC.; IGW TRUST; CAROLYN
DON HICKS; and CARL LADANE WEAVER,

Defendants,

and
HOWE FINANCIAL TRUST, an Indiana corporation;
TREDS FINANCIAL TRUST; and
MARY ANN BAUCE,

Defendants Solely for Purposes
of Equitable Relief.

CIVIL ACTION NO.
3:98-CV-2689-X



**ORDER FREEZING ASSETS AND
APPOINTING TEMPORARY RECEIVER**

On the date entered below came on for consideration the Receiver's request to freeze assets and appoint temporary receiver with respect to American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David

Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson. The Court, being familiar with the pleadings and papers on file herein and having considered the Declaration of the Receiver and the Declaration of Milo Segner supporting his request, was of the opinion, and so found, that this Order is necessary and appropriate in order to prevent the waste and dissipation of assets of each of the aforementioned entities and individuals to the detriment of the Receiver and the entities and individuals for whom he currently acts as Receiver.

IT IS THEREFORE ORDERED:

1. American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson, and each of them, their agents, employees, servants, trustees, attorneys, and all persons or entities in active concert or participation with any one or more of them who receive actual notice of this order by personal service or otherwise, be and hereby are restrained and enjoined from, directly or indirectly, making any expenditure of funds, hypothecation or other disposition of any asset, pending a showing to this Court that each of American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson has sufficient funds or assets to satisfy all claims against each of them respectively by the Receiver or the posting of a bond or surety sufficient to assure payment of any and all claims by the Receiver against each of them.

2. Any bank, savings and loan association, trust company, broker/dealer or other financial or depository institution, which holds an account in the name of or in which American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson or any one of them has any type of interest whatsoever, be and hereby is restrained and enjoined from engaging in any transaction involving such accounts or any disbursement of funds or securities out of such account pending further order of this Court.

3. American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson, and each of their agents, employees, servants, trustees, attorneys, and all persons and entities in active concert or participation with any one or more of them who receive actual notice of this Order, by personal service or otherwise, be and hereby are restrained and enjoined from destroying, removing, mutilating, altering, concealing and/or disposing of, in any manner whatsoever, any of the books and records relating to the assets of American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson or any one of them pending further order of this Court.

4. The Court hereby appoints Michael J. Quilling, of 2800 One Dallas Centre, 350 N. St. Paul, Dallas, Texas 75201, telephone (214) 871-2100, facsimile (214) 871-2111, as temporary Receiver for American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson and directs that the Receiver take custody, possession and control of all assets, monies, securities and properties, real and personal, tangible and intangible, of whatever kind and description and wherever situated, belonging to American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson or in which American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson have any interest whatsoever ("Receivership Assets"), as well as any documents relating to the Receivership Assets.

5. All persons and entities, including American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J.

Hanson, their officers, agents, servants, employees, attorneys, creditors and all other persons with actual notice of this Order are hereby restrained from in any manner disturbing the Receivership Assets and from filing or prosecuting any action or proceeding against the Receiver or which affect the Receivership Assets, including any proceeding initiated under the United States Bankruptcy Code, except with permission of this Court.

6. The bond previously posted by the Receiver in these proceedings shall cover the Receiver's appointment as to American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson.

7. All persons and entities, including American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson, their respective officers, agents, servants, employees, trustees, attorneys, and all persons in active concert or participation with any one of them, and further including any banks or other financial institutions wherever chartered or located, who receive actual notice of this Order by personal service or otherwise, shall promptly deliver and surrender to the Receiver all Receivership Assets in the possession of or under the control of any one or more of them and shall promptly surrender all books and records of any kind to the Receiver pertaining or belonging to American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance,

LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson, which relate to Receivership Assets.

8. The Receiver is hereby authorized, without breaching the peace, 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, any Receivership Assets. The Receiver is further authorized to change any locks or other security mechanisms with respect to any premises which constitute Receivership Assets and to change the locks of any premises in which American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson lease or in which they conduct their business or house their assets.

9. To the extent necessary to maintain the peace and upon request of the Receiver, the United States Marshal's Office is hereby ordered to assist the Receiver in order to carry out his duties and to take possession, custody or control of Receivership Assets, including but not limited to the Receiver's right and authority to: (1) enter into and secure any premises, property or real estate, wherever located or situated, in order to take possession, custody or control of, or to identify the location or existence of, any Receivership Assets, (2) take actual or constructive possession, custody and control of any Receivership Assets, (3) secure and/or remove the personal property of any third party that is located in or on any premises or real estate constituting a Receivership Asset, (4) remove any person and/or that person's property from any premises or real estate constituting

a Receivership Asset whose claim of a right to have property located at or to be on or possess such premises or real estate is not evidenced by a written lease agreement with the owner of such premises or real estate, and (5) 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 the duties of the Receiver.

10. The Receiver is hereby authorized to employ such employees, accountants, and attorneys as is necessary and proper for the collection, preservation, maintenance and operation of the Receivership Assets. The Receiver is hereby authorized to obtain possession of and open any and all mail and/or deliveries addressed to American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson for the purpose of determining if same relate to the existence and/or collection, preservation, maintenance or operation of Receivership Assets.

11. The Receiver is hereby authorized to receive and collect any and all sums of money due or owing to American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson, whether the same are now due or shall hereafter become due and payable, is authorized to close bank accounts which constitute Receivership Assets, 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 shall seek and obtain the approval of this Court prior to disbursement of professional fees and expenses to the Receiver or his counsel and/or accountants, by presentation of a written application and after consultation with the SEC. All costs incurred by the Receiver shall be paid from the Receivership Assets. The Receiver is hereby authorized, empowered and directed to apply to this Court for issuance of such other orders as may be necessary and appropriate in order to carry out the mandate of this Court.

13. Any disputes relating to whether something is or is not a Receivership Asset, whether a claim exists against any Receivership Assets or whether someone has a superior right to possession of a Receivership Asset shall be determined by this Court after proper notice and hearing.

14. The Receiver is hereby authorized to institute any litigation or proceeding he deems necessary or proper for the collection, preservation and maintenance of Receivership Assets and/or to collect fraudulent transfers, monies owed to the entities and individuals to whom the Receivership applies or any other matter necessary to the performance of the Receiver's duties. The Receiver is further authorized to defend, compromise or take any necessary action in any proceedings now pending or hereafter instituted which relate to Receivership Assets and/or involve claims by or against the entities and individuals to whom the Receivership applies.

15. Until further Order of this Court, the Receiver shall be authorized to conduct the business affairs of any entity over whom he acts as Receiver and shall be entitled to change and replace personnel and make all business decisions associated with operating the business affairs.

IT IS FURTHER ORDERED that David M. Bishara shall, within five (5) days of notice and/or service of this Order upon him, cause all monies or securities in any accounts anywhere in

the world in the name of American Pacific Bank & Trust, Inc., Concorde International Holding Corp., Eurofund Investments, Inc., or Primary Services, Inc., or in which any of them have any interest whatsoever, to be immediately transferred into an account designated by the Receiver. David M. Bishara is ordered to contact the Receiver to obtain the bank coordinates of the account where the funds are to be transferred.

IT IS FURTHER ORDERED that Benjamin David Gilliland shall, within five (5) days of notice and/or service of this Order upon him, cause all monies or securities in any accounts anywhere in the world in the name of American Pacific Bank & Trust, Inc., Hammersmith Trust, LLC, Microfund, LLC, Bridgeport Alliance, LLC, Concorde International Holding Corp., Eurofund Investments, Inc., Primary Services, Inc. and Seven Dials Aviation Corp., or in which any of them have any interest whatsoever, to be immediately transferred into an account designated by the Receiver. Benjamin David Gilliland is ordered to contact the Receiver to obtain the bank coordinates of the account where the funds are to be transferred.

IT IS FURTHER ORDERED that William H. West shall, within five (5) days of notice and/or service of this Order upon him, cause all monies or securities in any accounts anywhere in the world in the name of Bridgeport Alliance, LLC, Economic Development Corporation, and Eurofund Investments, Inc., or in which any of them have any interest whatsoever, to be immediately transferred into an account designated by the Receiver. William H. West is ordered to contact the Receiver to obtain the bank coordinates of the account where the funds are to be transferred.

IT IS FURTHER ORDERED that Melody Rose shall, within five (5) days of notice and/or service of this Order upon her, cause all monies or securities in any accounts anywhere in the world in the name of Landfair Custodial Services, Inc., Microfund, LLC, and Continental Management Group, Inc., or in which any of them have any interest whatsoever, to be immediately transferred into

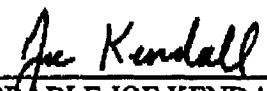
an account designated by the Receiver. Melody Rose is ordered to contact the Receiver to obtain the bank coordinates of the account where the funds are to be transferred.

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

IT IS FURTHER ORDERED that this Order will remain in effect until modified by further order of this Court.

IT IS FURTHER ORDERED that American Pacific Bank & Trust, Inc., Microfund, LLC, Landfair Custodial Services, Inc., Bridgeport Alliance, LLC, Economic Development Corporation, Concorde International Holding Corp., Eurofund Investments, Inc., Continental Management Group, Inc., Primary Services, Inc., Seven Dials Aviation Corp., Benjamin David Gilliland, William H. West, David M. Bishara, Melody Rose, Kenneth B. Cobb, and Raymond J. Hanson shall appear before this Court on March 22, 1999, at 2 o'clock P.m., at which time the Court shall determine whether the terms of this Order shall be extended or modified.

SIGNED and DATED this 11th day of March, 1999, at 9:40 AM o'clock A.m.



HONORABLE JOE KENDALL
UNITED STATES DISTRICT JUDGE