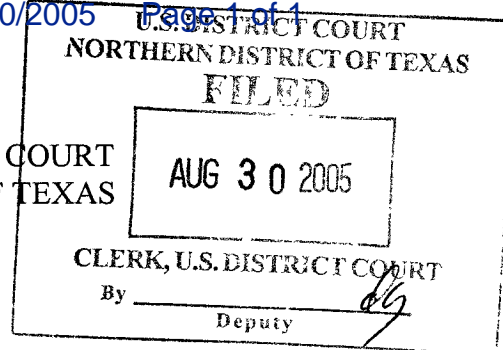


ORIGINAL

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



SECURITIES AND EXCHANGE COMMISSION, §
Plaintiff, §

v. §

Civil Action No. 3:05-CV-1328-L

MEGAFUND CORPORATION, STANLEY A. §
LEITNER, SARDAUKAR HOLDINGS, IBC., §
and BRADLEY C. STARK, CIG, LTD., and §
JAMES A. RUMPF, Individually and d/b/a §
CILAK INTERNATIONAL, §

Defendants, §

and §

PAMELA C. STARK, §

Relief Defendant. §

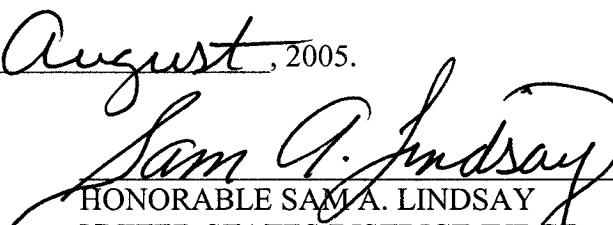
**ORDER GRANTING RECEIVER'S UNOPPOSED MOTION TO
APPROVE COMPROMISE AND SETTLEMENT WITH PARKER PROPERTIES 600, LTD.**

On the date set forth below came on for consideration the Receiver's Unopposed Motion to Approve Compromise and Settlement Agreement with Parker Properties 600, Ltd. The Court, being familiar with the pleadings and papers on file herein and having considered the unopposed nature of the Motion and was of the opinion, and so found, that the Motion should be granted. Accordingly,

IT IS ORDERED that the Receiver is hereby authorized to convey all of the property listed on Exhibit "A" attached to the Receiver's Motion free and clear of all liens, claims, and encumbrances to Parker Properties 600, Ltd. in exchange for all rent owed under the terms of the lease agreement with Megafund Corporation from July 5, 2005 through the date set forth below.

IT IS FURTHER ORDERED that the Receiver is authorized to take all steps necessary to consummate a settlement agreement consistent with the above.

SIGNED this 30th day of August, 2005.


HONORABLE SAM A. LINDSAY
UNITED STATES DISTRICT JUDGE