

FILED
 CLERK, U.S. DISTRICT COURT
 JUL - 6 2007
 CENTRAL DISTRICT OF CALIFORNIA
 BY *JS* DEPUTY

UNITED STATES DISTRICT COURT
 CENTRAL DISTRICT OF CALIFORNIA
 WESTERN DIVISION

FEDERAL TRADE COMMISSION,
 Plaintiff
 v.
 BURNLOUNGE, INC.,
 a corporation;
 JUAN ALEXANDER ARNOLD,
 an individual;
 JOHN TAYLOR
 an individual;
 ROB DEBOER,
 an individual; and
 SCOTT ELLIOTT,
 an individual,
 Defendants.

Case No. 2:07-cv-03654-GW-FMO

~~Proposed~~
 STIPULATED PRELIMINARY
 INJUNCTION ORDER WITH ASSET
 FREEZE, REQUIRED
 ACCOUNTING, AND OTHER
 EQUITABLE RELIEF

Priority
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Plaintiff, the Federal Trade Commission ("FTC" or "Commission"), having filed a Complaint for Injunctive and Other Equitable Relief, including redress to consumers, pursuant to Section 13(b) of the Federal Trade Commission Act ("FTC Act"), 15 U.S.C. § 45(a), and having moved for an order to show cause why a preliminary injunction pursuant to Rule 65 of the Federal Rules of Civil Procedure and C.D. Ca. L.R. 65-1, and the Court having considered Complaint, declarations, exhibits, memorandum of points and authorities, and other material filed by the parties, finds that:

1. This Court has jurisdiction of the subject matter of this case and there is good cause to believe it will have jurisdiction of all parties hereto;
2. There is good cause to believe that venue properly lies with this Court;
3. There is good cause to believe that the Individual Defendant Scott Elliott has engaged and is likely to engage in acts and practices that violate Section 5(a) of the FTC Act, 15 U.S.C. § 45(a), and that the Commission is therefore likely to prevail on the merits of this action.

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1 4. The evidence set forth in the "Plaintiff Federal Trade Commission's
2 Memorandum of Points and Authorities Supporting the Application for a Noticed
3 *Ex Parte* Temporary Restraining Order" and in the accompanying exhibits, and all
4 other documents filed by the parties show that the Individual Defendants engaged
5 in a classic pyramid scheme in violation of Section 5 of the FTC Act, 15 U.S.C. §
6 45(a). In accordance with Fed. R. Civ. P. 65, good cause therefore exists for
7 issuing this preliminary injunction. Furthermore, to preserve the Court's ability to
8 grant effective relief, there is good cause for the Court to enter an order preserving
9 certain assets and to require that they provide an accounting of their assets and of
10 the monies that they have received as a result of their activities challenged in the
11 Complaint and expedited discovery.

12 5. Weighing the equities and considering the Commission's likelihood
13 of ultimate success, a preliminary injunction with asset freeze, requiring an
14 accounting and other equitable relief is in the public interest.

15 6. As an agency of the United States, no security is required of the
16 Commission for the issuance of a preliminary injunction. See Fed. R. Civ. P. 65.

17 **Definitions**

18 For the purpose of this preliminary injunction, the following definitions
19 shall apply:

20 1. **"Asset" or "Assets"** means any legal or equitable interest in, right to,
21 or claim to, any real and personal property, including, but not limited to chattel,
22 goods, instruments, equipment, fixtures, general intangibles, inventory, checks,
23 notes, leaseholds, effects, contracts, mail or other deliveries, shares of stock, lists
24 of consumer names, accounts, credits, mortgages, premises, receivables, funds,
25 and cash, wherever located, whether in the United States or abroad, and shall
26 include both existing assets and assets acquired after the date of entry of this
27 Order.

28 2. **"Individual Defendant"** means Scott Elliott.

1 3. **"Financial Institution"** means any bank, savings and loan institution,
2 credit union, or any financial depository of any kind including, but not limited to
3 any brokerage house, money market or mutual fund, telephone or common carrier,
4 storage company, trustee, broker-dealer, escrow agent, title company, commodity
5 trading company, credit card company, or precious metal dealer, or any other
6 person, partnership, corporation, or other legal entity maintaining or having
7 control of any records, accounts or other assets owned directly or indirectly, of
8 record or beneficially, by the Individual Defendant, including accounts or other
9 assets that any Defendant may control by virtue of being a signatory on said
10 accounts.

11 4. **"Marketing Program"** includes, but is not limited to, any multi-level
12 marketing program, business investment opportunity, pyramid marketing scheme,
13 Ponzi scheme, or chain marketing scheme that is marketed by any of the
14 Defendants.

15 5. **"Mogul Program"** means the BurnLounge Mogul Program through
16 which participants earn monetary rewards.

17 6. **"Person"** means a natural person, an organization or other legal
18 entity, including a corporation, partnership, sole proprietorship, limited liability
19 company, association, or cooperative, or any other group or combination acting as
20 an entity.

21 7. **"Plaintiff"** means the Federal Trade Commission ("Commission" or
22 "FTC").

23 8. The terms "and" and "or" in this Order shall be construed
24 conjunctively or disjunctively as necessary, to make the applicable sentence or
25 phrase inclusive rather than exclusive.

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ORDER

I. PYRAMID PROHIBITION

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IT IS THEREFORE ORDERED that the Individual Defendant is temporarily restrained and enjoined from engaging, participating or assisting in, any manner or capacity whatsoever, from operating the Mogul Program or any Marketing Program that:

- A. Pays any compensation related to recruitment;
- B. Pays any compensation related to the purchase or sale of goods or services unless the majority of such compensation is derived from sales to persons who are not members of the Mogul Program or the Marketing Program; or
- C. Otherwise constitutes a pyramid scheme.

II. INJUNCTION AGAINST MISREPRESENTATION

IT IS FURTHER ORDERED that, in connection with the advertising, promoting, marketing, offering or providing, or assisting others in the advertising, promoting, marketing, offering or providing the Mogul Program, or any other Marketing Program, the Individual Defendant is hereby temporarily restrained and enjoined from making or assisting in the making of, expressly or by implication, orally or in writing, any false or misleading statement or representation of material fact, including, but not limit to: misrepresenting that consumers who participate in the Mogul Program, or any Marketing Program will or are likely to receive substantial income.

III. INJUNCTION AGAINST MATERIAL OMISSIONS

IT IS FURTHER ORDERED that, in connection with the advertising, promoting, marketing, offering or providing, or assisting others in the advertising, promoting, marketing, offering or providing the Mogul Program, or any Marketing Program, the Individual Defendant is hereby temporarily restrained and enjoined from failing to disclose, clearly and conspicuously, orally or in writing,

1 all information material to a consumer's decision to participate in the Mogul
2 Program or any other Marketing Program, including, but not limited to, the fact
3 that the structure of the Mogul Program or any other Marketing Program prevents
4 the vast majority of participants from making substantial income.

5 IV. ASSET FREEZE

6 IT IS FURTHER ORDERED that the Individual Defendant is hereby
7 temporarily restrained and enjoined from:

- 8 A. Transferring, converting, encumbering, selling, concealing,
9 dissipating, disbursing, assigning, spending, withdrawing, or
10 otherwise disposing of any assets, wherever located, that are (1)
11 owned or controlled, in whole or in part, by any Individual
12 Defendant; (2) titled or held in the name, singly or jointly, of any
13 Individual Defendant; (3) in the actual or constructive possession of
14 any Individual Defendant; or (4) owned, controlled by, or in the
15 actual or constructive possession of any corporation, partnership, or
16 other entity directly or indirectly owned, managed, or controlled by,
17 or under common control with, the Individual Defendant including,
18 but not limited to, any assets held by or for the Individual Defendant
19 at any bank or savings and loan institution, or with any financial
20 institution, as defined above, or other depository of any kind;
- 21 B. Opening or causing to be opened any safe deposit boxes or other
22 storage facility or container titled in the name of or subject to access
23 by the Individual Defendant;
- 24 C. Incurring charges or cash advances on any credit card, debit card, or
25 checking card issued in the name, singly or jointly, of the Individual
26 Defendant; and
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1 D. Securing a loan with or incurring a lien on the real property, the
2 personal property, or other asset in the name, singly or jointly, of the
3 Individual Defendant.

4 Provided further, the Individual Defendant shall be allowed to spend funds
5 to pay ordinary and necessary monthly living expenses established prior to the
6 filing of the instant litigation, including mortgage payments, rent, car payments,
7 alimony, child support, and medical expenses. The Individual Defendant shall
8 incur no new debt.

9 Provided further, that upon expedited application to the Court, the
10 Individual Defendant shall be allowed reasonable attorney's fees subject to a full
11 financial disclosure by the Individual Defendant and also subject to FTC and
12 Court approval. The sole source of said expenses shall be the future income of
13 each Individual Defendant.

14 **V. DUTIES OF THIRD-PARTY ASSET HOLDERS**

15 IT IS FURTHER ORDERED that, pending determination of the Plaintiffs
16 request for a preliminary injunction, any financial institution, business entity, or
17 person that holds, controls or maintains custody of any account or asset titled in
18 the name of, held for the benefit of, or otherwise under the control of the
19 Individual Defendant, or has held, controlled or maintained custody of any such
20 account or asset at any time since October 1, 2005, shall:

21 A. Prohibit any person or entity from withdrawing, removing, assigning,
22 transferring, pledging, encumbering, disbursing, dissipating,
23 converting, selling, or otherwise disposing of any such asset except as
24 provided in Paragraph IV or directed by further order of the Court;

25 B. Deny any person or entity access to any safe deposit box or other
26 storage facility that is:

27 1. titled in the name of any Individual Defendant, either
28 individually or jointly; or

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- 2. otherwise held for the benefit of or subject to access by any Individual Defendant.
- C. Provide counsel for the Commission, within five (5) business days of receiving a copy of this Order, a sworn statement setting forth:
 - 1. the identification number of each such account or asset titled in the name, individually or jointly, or held on behalf of, or for the benefit of, the Individual Defendant;
 - 2. the balance of each such account, or a description of the nature and value of such asset as of the time this Order is served, and, if the account or other asset has been closed or removed, the date closed or removed, the total funds removed in order to close the account, and the name of the person or entity to whom such account or other asset was remitted; and
 - 3. the identification of any safe deposit box or other storage facility or container that is either titled in the name, individually or jointly, of the Individual Defendant or is otherwise subject to access by the Individual Defendant;
- D. Upon the request by the Commission, promptly provide, within five (5) business days of receipt of the request, the Commission with copies of records or other documentation requested by the Commission pertaining to such account or asset, including but not limited to originals or copies of account applications, 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 box logs; and
- E. Cooperate with all reasonable requests of the Commission relating to implementation of this Order.

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VI. FOREIGN ASSET REPATRIATION

IT IS FURTHER ORDERED that within five (5) business days following the service of this Order, the Individual Defendant shall:

- A. Provide the Commission with a full accounting of all funds, documents, and assets located outside of the United States which are (1) titled in the name, individually or jointly, of the Individual Defendant; or (2) held by any person or entity for the benefit of the Individual Defendant; or (3) under the direct or indirect control, whether jointly or singly, of the Individual Defendant;
- B. Transfer to the territory of the United States all funds, documents, and assets located outside of the United States which are (1) titled in the name individually or jointly of the Individual Defendant; or (2) held by any person or entity for the benefit of the Individual Defendant; or (3) under the Individual Defendant's direct or indirect control, whether jointly or singly;
- C. Hold and retain all repatriated funds, documents, and assets, and prevent any transfer, disposition, or dissipation whatsoever of any funds or assets, except as required by this Order; or for any funds, documents, or assets held by or in the name of the Individual Defendant; and
- D. Provide the Commission access to all records of funds, documents, or assets of the Individual Defendant held by financial institutions or other entities or individuals located outside the United States by signing a Consent to Release of Financial Records, to be supplied by Plaintiff.

VII. INTERFERENCE WITH REPATRIATION

IT IS FURTHER ORDERED that the Individual Defendant is hereby temporarily restrained and enjoined from taking any action, directly or indirectly,

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1 which may result in the encumbrance or dissipation of funds, documents, or assets
2 held outside of the United States, or in the hindrance of the repatriation required
3 by the preceding Section of this Order, including but not limited to:

4 A. Sending any statement, letter, fax, e-mail or wire transmission,
5 telephoning or engaging in any other act, directly or indirectly, that results in a
6 determination by a foreign trustee or other entity that a "duress" event has
7 occurred under the terms of a foreign trust agreement until such time that all assets
8 have been fully repatriated pursuant to the preceding Section of this Order; and

9 B. Notifying any trustee, protector or other agent of any foreign trust or
10 other related entities of either the existence of this Order, or of the fact that
11 repatriation is required pursuant to a Court Order, until such time that all assets
12 have been fully repatriated pursuant to the preceding Section of this Order.

13 **VIII. FINANCIAL STATEMENTS AND ACCOUNTING**

14 IT IS FURTHER ORDERED that, within five (5) business days after
15 service of this Order, the Individual Defendant shall provide to counsel for
16 Plaintiff:

17 A. A completed financial statement signed under penalty of perjury and
18 accurate as of the date of entry of this Order, in the form provided as
19 Attachment A; and

20 B. A full and complete disclosure of all financial information and
21 records in their care, custody or control that relates to any financial
22 transaction with BurnLounge.

23 Provided further that the provisions of Sections IV, V, VI, and VII above
24 shall terminate upon the posting by the Individual Defendant of commercially
25 reasonable security in an amount equal to the sum said Individual Defendant is
26 determined to have received from BurnLounge.

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IX. MAINTENANCE OF RECORDS

IT IS FURTHER ORDERED that the Individual Defendant, and his officers, agents, servants, employees, and attorneys, and those in active concert or participation with them who receive actual notice of this Order, are hereby temporarily restrained and enjoined from directly or indirectly destroying, mutilating, erasing, altering, concealing or disposing of, in any manner, directly or indirectly, any documents that relate to the business practices or business or personal finances of the Individual Defendant.

X. BANKRUPTCY PETITIONS

The parties agree the Individual Defendant is hereby prohibited from filing a petition for relief under the United States Bankruptcy Code, 11 U.S.C. § 101 et seq., without prior permission from this Court.

XI. SERVICE OF ORDER BY FAX

IT IS FURTHER ORDERED that copies of this Order may be served by any means, including facsimile transmission, upon any financial institution or other entity or person that may have possession, custody, or control of any documents or assets of the Individual Defendant, or that may be subject to any provision of this Order.

XII. CONSUMER CREDIT REPORTS

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 the Commission with a consumer report concerning the Individual Defendant.

XIII. SERVICE ON THE COMMISSION

IT IS FURTHER ORDERED that, with regard to any correspondence, pleadings, or notifications related to this Order, service on the Commission shall be performed by personal or facsimile delivery (but not delivery by U.S. Mail) to the attention of:


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Chris M. Couillou, Esq.
Federal Trade Commission
225 Peachtree Street, Suite 1500
Atlanta, Georgia 30303
facsimile number (404) 656-1379

before 5:00 pm (EDT) of the day that such service is due.

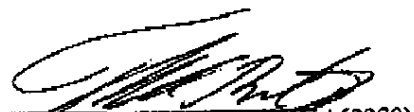
SO ORDERED, this 6th day of July, 2007.


Hon. George H. Wu
United States District Judge

THE PARTIES STIPULATE TO THE FOREGOING ORDER:



Chris M. Couillou
ccouillou@ftc.gov
Counsel for the Plaintiff
Federal Trade Commission
225 Peachtree Street, Suite 1500
Atlanta, GA 30303
(404) 656-1353 (voice)
(404) 656-1379 (fax)



Thomas A. Brackey II (SBN 162279)
tbrackey@freundandbrackey.com
Counsel for Scott Elliott
427 North Camden Drive
Beverly Hills, CA 90210
(310) 247-2165 (voice)
(310) 247-2190 (fax)


Defendant Scott Elliott

FEDERAL TRADE COMMISSION

FINANCIAL STATEMENT OF INDIVIDUAL DEFENDANT

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S**Instructions:**

1. Complete all items. Enter "None" or "N/A" ("Not Applicable") where appropriate. If you cannot fully answer a question, explain why.
2. "Dependents" include your live-in companion, dependent children, or any other person, whom you or your spouse (or your children's other parent) claimed or could have claimed as a dependent for tax purposes at any time during the past five years.
3. "Assets" and "Liabilities" include ALL assets and liabilities, located within the United States or elsewhere, whether held individually or jointly.
4. Attach continuation pages as needed. On the financial statement, state next to the Item number that the Item is being continued. On the continuation page(s), identify the Item number(s) being continued.
5. Type or print legibly.
6. Initial each page in the space provided in the lower right corner.
7. Sign and date the completed financial statement on the last page.

Penalty for False Information:

Federal law provides that any person may be imprisoned for not more than five years, fined, or both, if such person:

- (1) "in any matter within the jurisdiction of any department or agency of the United States knowingly and willfully falsifies, conceals or covers up by any trick, scheme, or device a material fact, or makes any false, fictitious or fraudulent statements or representations, or makes or uses any false writing or document knowing the same to contain any false, fictitious or fraudulent statement or entry" (18 U.S.C. § 1001);
- (2) "in any . . . statement under penalty of perjury as permitted under section 1746 of title 28, United States Code, willfully subscribes as true any material matter which he does not believe to be true" (18 U.S.C. § 1621); or
- (3) "in any (. . . statement under penalty of perjury as permitted under section 1746 of title 28, United States Code) in any proceeding before or ancillary to any court or grand jury of the United States knowingly makes any false material declaration or makes or uses any other information . . . knowing the same to contain any false material declaration" (18 U.S.C. § 1623).

For a felony conviction under the provisions cited above, federal law provides that the fine may be not more than the greater of (i) \$250,000 for an individual or \$500,000 for a corporation, or (ii) if the felony results in pecuniary gain to any person or pecuniary loss to any person other than the defendant, the greater of twice the gross gain or twice the gross loss. 18 U.S.C. § 3571.

BACKGROUND INFORMATION

SECRET

Item 1. Information About You

Your Full Name _____ Social Security No. _____

Place of Birth _____ Date of Birth _____ Drivers License No. _____

Current Address _____ From (Date) _____

Rent or Own? _____ Telephone No. _____ Facsimile No. _____

E-Mail Address _____ Internet Home Page _____

Previous Addresses for past five years:

Address _____ Rent or Own? _____ From/Until _____

Address _____ Rent or Own? _____ From/Until _____

Identify any other name(s) and/or social security number(s) you have used, and the time period(s) during which they were used _____

Item 2. Information About Your Spouse or Live-In Companion

Spouse/Companion's Name _____ Social Security No. _____

Place of Birth _____ Date of Birth _____

Identify any other name(s) and/or social security number(s) your spouse/companion has used, and the time period(s) during which they were used _____

Address (if different from yours) _____

From (Date) _____ Rent or Own? _____ Telephone No. _____

Employer's Name and Address _____

Job Title _____ Years in Present Job _____ Annual Gross Salary/Wages \$ _____

Item 3. Information About Your Previous Spouse

Previous Spouse's Name & Address _____

_____ Social Security No. _____ Date of Birth _____

Item 4. Contact Information

Name & Address of Nearest Living Relative or Friend _____

Telephone No. _____

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Item 5. Information About Dependents Who Live With You

Name _____ Date of Birth _____

Relationship _____ Social Security No. _____

Name _____ Date of Birth _____

Relationship _____ Social Security No. _____

Name _____ Date of Birth _____

Relationship _____ Social Security No. _____

Item 6. Information About Dependents Who Do Not Live With You

Name & Address _____

Date of Birth _____ Relationship _____ Social Security No. _____

Name Address _____

Date of Birth _____ Relationship _____ Social Security No. _____

Name & Address _____

Date of Birth _____ Relationship _____ Social Security No. _____

Item 7. Employment Information

Provide the following information for this year-to-date and for each of the previous five full years, for each company of which you were a director, officer, employee, agent, contractor, participant or consultant at any time during that period. "Income" includes, but is not limited to, any salary, commissions, draws, consulting fees, loans, loan payments, dividends, royalties or other benefits for which you did not pay (e.g., health insurance premiums, automobile lease or loan payments) received by you or anyone else on your behalf.

Company Name & Address _____

Dates Employed: From (Month/Year) _____ To (Month/Year) _____

Positions Held with Beginning and Ending Dates _____

Item 7, continued

Income Received: This year-to-date: \$ _____ : \$ _____
 20____ : \$ _____ : \$ _____
 _____ : \$ _____ : \$ _____

•Company Name & Address _____

Dates Employed: From (Month/Year) _____ To (Month/Year) _____

Positions Held with Beginning and Ending Dates _____

Income Received: This year-to-date: \$ _____ : \$ _____
 20____ : \$ _____ : \$ _____
 _____ : \$ _____ : \$ _____

•Company Name & Address _____

Dates Employed: From (Month/Year) _____ To (Month/Year) _____

Positions Held with Beginning and Ending Dates _____

Income Received: This year-to-date: \$ _____ : \$ _____
 20____ : \$ _____ : \$ _____
 _____ : \$ _____ : \$ _____

Item 8. Pending Lawsuits Filed by You or Your Spouse

List all pending lawsuits that have been filed by you or your spouse in court or before an administrative agency. (List lawsuits that resulted in final judgments or settlements in Items 16 and 25).

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Item 9. Pending Lawsuits Filed Against You or Your Spouse

List all pending lawsuits that have been filed against you or your spouse in court or before an administrative agency. (List

lawsuits that resulted in final judgments or settlements in Items 16 and 25).

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Item 10. Safe Deposit Boxes

List all safe deposit boxes, located within the United States or elsewhere, held by you, your spouse, or any of your dependents, or held by others for the benefit of you, your spouse, or any of your dependents. *On a separate page, describe the contents of each box.*

Owner's Name

Name & Address of Depository Institution

Box No.

Item 11. Business Interests

List all businesses for which you, your spouse, or your dependents are an officer or director.

• Business' Name & Address _____

Business Format (e.g., corporation) _____ Description of Business _____

_____ Position(s) Held, and By Whom _____

• Business' Name & Address _____

Business Format (e.g., corporation) _____ Description of Business _____

_____ Position(s) Held, and By Whom _____

• Business' Name & Address _____

Business Format (e.g., corporation) _____ Description of Business _____

_____ Position(s) Held, and By Whom _____

FINANCIAL INFORMATION: ASSETS AND LIABILITIES

COPIED

REMINDER: "Assets" and "Liabilities" include ALL assets and liabilities, located within the United States or elsewhere, whether held individually or jointly.

Item 12. Cash, Bank, and Money Market Accounts

List cash and all bank and money market accounts, including but not limited to, checking accounts, savings accounts, and certificates of deposit, held by you, your spouse, or your dependents, or held by others for the benefit of you, your spouse, or your dependents. The term "cash" includes currency and uncashed checks.

Cash on Hand \$ _____ Cash Held For Your Benefit \$ _____

<u>Name on Account</u>	<u>Name & Address of Financial Institution</u>	<u>Account No.</u>	<u>Current Balance</u>
_____	_____	_____	\$ _____
_____	_____	_____	\$ _____
_____	_____	_____	\$ _____
_____	_____	_____	\$ _____
_____	_____	_____	\$ _____
_____	_____	_____	\$ _____

Item 13. U.S. Government Securities

List all U.S. Government securities, including but not limited to, savings bonds, treasury bills, and treasury notes, held by you, your spouse, or your dependents, or held by others for the benefit of you, your spouse, or your dependents.

<u>Name on Account</u>	<u>Type of Obligation</u>	<u>Security Amount</u>	<u>Maturity Date</u>
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____

Item 14. Publicly Traded Securities and Loans Secured by Them

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List all publicly traded securities, including but not limited to, stocks, stock options, registered and bearer bonds, state and municipal bonds, and mutual funds, held by you, your spouse, or your dependents, or held by others for the benefit of you, your spouse, or your dependents.

• Issuer _____ Type of Security _____ No. of Units Owned _____

Name on Security _____ Current Fair Market Value \$ _____ Loan(s) Against Security \$ _____

Broker House, Address _____ Broker Account No. _____

• Issuer _____ Type of Security _____ No. of Units Owned _____

Name on Security _____ Current Fair Market Value \$ _____ Loan(s) Against Security \$ _____

Broker House, Address _____ Broker Account No. _____

Item 15. Other Business Interests

List all other business interests, including but not limited to, non-public corporations, subchapter-S corporations, limited liability corporations ("LLCs"), general or limited partnership interests, joint ventures, sole proprietorships, and oil and mineral leases, held by you, your spouse, or your dependents, or held by others for the benefit of you, your spouse, or your dependents.

• Business Format _____ Business' Name & Address _____

_____ Ownership % _____

Owner (e.g., self, spouse) _____ Current Fair Market Value \$ _____

• Business Format _____ Business' Name & Address _____

_____ Ownership % _____

Owner (e.g., self, spouse) _____ Current Fair Market Value \$ _____

Item 16. Monetary Judgments or Settlements Owed to You, Your Spouse, or Your Dependents

List all monetary judgments or settlements owed to you, your spouse, or your dependents.

• Opposing Party's Name & Address _____

Court's Name & Address _____ Docket No. _____

Nature of Lawsuit _____ Date of Judgment _____ Amount \$ _____

• Opposing Party's Name & Address _____

Court's Name & Address _____ Docket No. _____

Nature of Lawsuit _____ Date of Judgment _____ Amount \$ _____

Item 17. Other Amounts Owed to You, Your Spouse, or Your Dependents

UNRECORDED

List all other amounts owed to you, your spouse, or your dependents.

Debtor's Name, Address, & Telephone No. _____

Original Amount Owed \$ _____ Current Amount Owed \$ _____ Monthly Payment \$ _____

Item 18. Life Insurance Policies

List all life insurance policies held by you, your spouse, or your dependents.

•Insurance Company's Name, Address, & Telephone No. _____

Insured _____ Beneficiary _____ Face Value \$ _____

Policy No. _____ Loans Against Policy \$ _____ Surrender Value \$ _____

•Insurance Company's Name, Address, & Telephone No. _____

Insured _____ Beneficiary _____ Face Value \$ _____

Policy No. _____ Loans Against Policy \$ _____ Surrender Value \$ _____

Item 19. Deferred Income Arrangements

List all deferred income arrangements, including but not limited to, deferred annuities, pensions plans, profit-sharing plans, 401(k) plans, IRAs, Keoghs, and other retirement accounts, held by you, your spouse, or your dependents, or held by others for the benefit of you, your spouse, or your dependents.

•Name on Account _____ Type of Plan _____ Date Established _____

Trustee or Administrator's Name, Address & Telephone No. _____

Account No. _____ Surrender Value \$ _____

•Name on Account _____ Type of Plan _____ Date Established _____

Trustee or Administrator's Name, Address & Telephone No. _____

Account No. _____ Surrender Value \$ _____

Item 20. Personal Property

List all personal property, by category, whether held for personal use or for investment, including but not limited to,

furniture and household goods of value, computer equipment, electronics, coins, stamps, artwork, gemstones, jewelry, bullion, other collectibles, copyrights, patents, and other intellectual property, held by you, your spouse, or your dependents, or held by others for the benefit of you, your spouse, or your dependents.

CEWA 110

<u>Property Category</u> (e.g., artwork, jewelry)	<u>Name of Owner</u>	<u>Property Location</u>	<u>Acquisition Cost</u>	<u>Current Value</u>
_____	_____	_____	\$ _____	\$ _____
_____	_____	_____	\$ _____	\$ _____
_____	_____	_____	\$ _____	\$ _____
_____	_____	_____	\$ _____	\$ _____
_____	_____	_____	\$ _____	\$ _____
_____	_____	_____	\$ _____	\$ _____

Item 21. Cars, Trucks, Motorcycles, Boats, Airplanes, and Other Vehicles

List all cars, trucks, motorcycles, boats, airplanes, and other vehicles owned or operated by you, your spouse, or your dependents, or held by others for the benefit of you, your spouse, or your dependents.

- Vehicle Type _____ Make _____ Model _____ Year _____

Registered Owner's Name _____ Registration State & No. _____

Address of Vehicle's Location _____

Purchase Price \$ _____ Current Value \$ _____ Account/Loan No. _____

Lender's Name and Address _____

Original Loan Amount \$ _____ Current Loan Balance \$ _____ Monthly Payment \$ _____

- Vehicle Type _____ Make _____ Model _____ Year _____

Registered Owner's Name _____ Registration State & No. _____

Address of Vehicle's Location _____

Purchase Price \$ _____ Current Value \$ _____ Account/Loan No. _____

Lender's Name and Address _____

Original Loan Amount \$ _____ Current Loan Balance \$ _____ Monthly Payment \$ _____

Item 21. Continued

- Vehicle Type _____ Make _____ Model _____ Year _____

Registered Owner's Name _____ Registration State & No. _____

Address of Vehicle's Location _____

Purchase Price \$ _____ Current Value \$ _____ Account/Loan No. _____

Lender's Name and Address _____

Original Loan Amount \$ _____ Current Loan Balance \$ _____ Monthly Payment \$ _____

Item 22. Real Property

List all real estate held by you, your spouse, or your dependents, or held by others for the benefit of you, your spouse, or your dependents.

Type of Property _____ Property's Location _____

Name(s) on Title and Ownership Percentages _____

Acquisition Date _____ Purchase Price \$ _____ Current Value \$ _____

Basis of Valuation _____ Loan or Account No. _____

Lender's Name and Address _____

Current Balance On First Mortgage \$ _____ Monthly Payment \$ _____

Other Loan(s) (describe) _____ Current Balance \$ _____

Monthly Payment \$ _____ Rental Unit? _____ Monthly Rent Received \$ _____

Type of Property _____ Property's Location _____

Name(s) on Title and Ownership Percentages _____

Acquisition Date _____ Purchase Price \$ _____ Current Value \$ _____

Basis of Valuation _____ Loan or Account No. _____

Lender's Name and Address _____

Current Balance On First Mortgage \$ _____ Monthly Payment \$ _____

Other Loan(s) (describe) _____ Current Balance \$ _____

Monthly Payment \$ _____ Rental Unit? _____ Monthly Rent Received \$ _____

Item 23. Credit Cards

List each credit card held by you, your spouse, or your dependents. Also list any other credit cards that you, your spouse, or your dependents use.

<u>Name of Credit Card (e.g. Visa, MasterCard, Department Store)</u>	<u>Account No.</u>	<u>Name(s) on Account</u>	<u>Current Balance</u>	<u>Minimum Monthly Payment</u>
			\$ _____	\$ _____
			\$ _____	\$ _____
			\$ _____	\$ _____
			\$ _____	\$ _____
			\$ _____	\$ _____
			\$ _____	\$ _____

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Item 24. Taxes Payable

List all taxes, such as income taxes or real estate taxes, owed by you, your spouse, or your dependants.

<u>Type of Tax</u>	<u>Amount Owed</u>	<u>Year Incurred</u>
	\$ _____	_____
	\$ _____	_____
	\$ _____	_____
	\$ _____	_____

Item 25. Judgments or Settlements Owed

List all judgments or settlements owed by you, your spouse, or your dependants.

Opposing Party's Name & Address _____

Court's Name & Address _____ Docket No. _____

Nature of Lawsuit _____ Date _____ Amount \$ _____

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Item 26. Other Loans and Liabilities

List all other loans or liabilities in your, your spouse's, or your dependents' names.

Name & Address of Lender/Creditor _____

Nature of Liability _____ Name(s) on Liability _____

Date of Liability _____ Amount Borrowed \$ _____ Current Balance \$ _____

Payment Amount \$ _____ Frequency of Payment _____

Name & Address of Lender/Creditor _____

Nature of Liability _____ Name(s) on Liability _____

Date of Liability _____ Amount Borrowed \$ _____ Current Balance \$ _____

Payment Amount \$ _____ Frequency of Payment _____

OTHER FINANCIAL INFORMATION

Item 27. Tax Returns

List all federal tax returns that were filed during the last three years by or on behalf of you, your spouse, or your dependents. Provide a copy of each signed tax return that was filed during the last three years.

<u>Tax Year</u>	<u>Name(s) on Return</u>	<u>Refund Expected</u>
_____	_____	\$ _____
_____	_____	\$ _____
_____	_____	\$ _____

Item 28. Applications for Credit

List all applications for bank loans or other extensions of credit that you, your spouse, or your dependents have submitted within the last two years. Provide a copy of each application, including all attachments.

<u>Name(s) on Application</u>	<u>Name & Address of Lender</u>
_____	_____
_____	_____
_____	_____

Item 29. Trusts and Escrows

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List all funds or other assets that are being held in trust or escrow by any person or entity for you, your spouse, or your dependents. Also list all funds or other assets that are being held in trust or escrow by you, your spouse, or your dependents, for any person or entity. Provide copies of all executed trust documents.

<u>Trustee or Escrow Agent's Name & Address</u>	<u>Date Established</u>	<u>Grantor</u>	<u>Beneficiaries</u>	<u>Present Market Value of Assets</u>
				\$ _____
				\$ _____
				\$ _____
				\$ _____
				\$ _____

Item 30. Transfers of Assets

List each person to whom you have transferred, in the aggregate, more than \$2,500 in funds or other assets during the previous three years by loan, gift, sale, or other transfer. For each such person, state the total amount transferred during that period.

<u>Transferee's Name, Address, & Relationship</u>	<u>Property Transferred</u>	<u>Aggregate Value</u>	<u>Transfer Date</u>	<u>Type of Transfer (e.g., Loan, Gift)</u>
		\$ _____		
		\$ _____		
		\$ _____		
		\$ _____		
		\$ _____		
		\$ _____		
		\$ _____		

Initials _____

SUMMARY FINANCIAL SCHEDULES

2007-03-07 12:59:00
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Item 31. Combined Balance Sheet for You, Your Spouse, and Your Dependents

<u>ASSETS</u>		<u>LIABILITIES</u>	
Cash on Hand (Item 12)	\$ _____	Credit Cards (Item 23)	\$ _____
Cash in Financial Institutions (Item 12)	\$ _____	Motor Vehicles - Liens (Item 21)	\$ _____
U.S. Government Securities (Item 13)	\$ _____	Real Property - Encumbrances (Item 22)	\$ _____
Publicly Traded Securities (Item 14)	\$ _____	Loans Against Publicly Traded Securities (Item 14)	\$ _____
Other Business Interests (Item 15)	\$ _____	Taxes Payable (Item 24)	\$ _____
Judgments or Settlements Owed to You (Item 16)	\$ _____	Judgments or Settlements Owed (Item 25)	\$ _____
Other Amounts Owed to You (Item 17)	\$ _____	Other Loans and Liabilities (Item 26)	\$ _____
Surrender Value of Life Insurance (Item 18)	\$ _____	<u>Other Liabilities (Itemize)</u>	
Deferred Income Arrangements (Item 19)	\$ _____	_____	\$ _____
Personal Property (Item 20)	\$ _____	_____	\$ _____
Motor Vehicles (Item 21)	\$ _____	_____	\$ _____
Real Property (Item 22)	\$ _____	_____	\$ _____
<u>Other Assets (Itemize)</u>		_____	\$ _____
_____	\$ _____	_____	\$ _____
_____	\$ _____	_____	\$ _____
_____	\$ _____	_____	\$ _____
_____	\$ _____	_____	\$ _____
Total Assets	\$ _____	Total Liabilities	\$ _____

Item 32. Combined Average Monthly Income and Expenses for You, Your Spouse, and Your Dependents for the Last 6 Months

Provide the average monthly income and expenses for you, your spouse, and your dependents for the last 6 months. Do not include credit card payments separately; rather, include credit card expenditures in the appropriate categories.

<u>INCOME</u>		<u>EXPENSES</u>	
Salary - After Taxes	\$ _____	Mortgage Payments for Residence(s)	\$ _____
Fees, Commissions, and Royalties	\$ _____	Property Taxes for Residence(s)	\$ _____
Interest	\$ _____	Rental Property Expenses, Including Mortgage Payments, Taxes, and Insurance	\$ _____
Dividends and Capital Gains	\$ _____	Car or Other Vehicle Lease or Loan Payments	\$ _____
Gross Rental Income	\$ _____	Food Expenses	\$ _____
Profits from Sole Proprietorships	\$ _____	Clothing Expenses	\$ _____
Distributions from Partnerships, S-Corporations, and LLCs	\$ _____	Utilities	\$ _____
Distributions from Trusts and Estates	\$ _____	Medical Expenses, Including Insurance	\$ _____
Distributions from Deferred Income Arrangements	\$ _____	Other Insurance Premiums	\$ _____
Social Security Payments	\$ _____	Other Transportation Expenses	\$ _____
Alimony/Child Support Received	\$ _____	Other Household Expenses	\$ _____
Gambling Income	\$ _____	<u>Other Expenses (Itemize)</u>	
<u>Other Income (Itemize)</u>		_____	\$ _____
_____	\$ _____	_____	\$ _____
_____	\$ _____	_____	\$ _____
_____	\$ _____	_____	\$ _____
Total Income	\$ _____	Total Expenses	\$ _____

ATTACHMENTS

Item 33. Documents Attached to this Financial Statement

List all documents that are being submitted with this financial statement.

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<u>Item No. Document Relates To</u>	<u>Description of Document</u>

I am submitting this financial statement with the understanding that it may affect action by the Federal Trade Commission or a federal court. I have used my best efforts to obtain the information requested in this statement. The responses I have provided to the items above are true and contain all the requested facts and information of which I have notice or knowledge. I have provided all requested documents in my custody, possession, or control. I know of the penalties for false statements under 18 U.S.C. § 1001, 18 U.S.C. § 1621, and 18 U.S.C. § 1623 (five years imprisonment and/or fines). I certify under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on:

(Date)

Signature

PROOF OF SERVICE

1
2 STATE OF CALIFORNIA)
3 COUNTY OF LOS ANGELES) ss.

4 I am employed in the County of Los Angeles, State of California. I am over the age of 18
5 and not a party to the within action. My business address is 427 North Camden Drive, Beverly
6 Hills, CA 90210.

6 On July 3, 2007, I served the foregoing document(s) described as: **[PROPOSED]**
7 **STIPULATED PRELIMINARY INJUNCTION ORDER WITH ASSET**
8 **FREEZE, REQUIRED ACCOUNTING, AND OTHER EQUITABLE RELIEF**
9 on the below listed part(y/ies)/counsel in this action by placing (a) true copy(ies) thereof enclosed
10 in (a) sealed envelope(s) addressed as follows:

9 Chris Couillou (ccouillou@ftc.gov)
10 Gerald S. Sachs (gsachs@ftc.gov)
11 FEDERAL TRADE COMMISSION
12 225 Peachtree Street, N.E., Suite 1500
13 Atlanta, GA 303303
14 Fax: (404) 656-1379

Kenneth Abbe (kabbe@ftc.gov)
FEDERAL TRADE COMMISSION
10877 Wilshire Blvd., Ste. 700
Los Angeles, CA 90024
Fax: (310) 824-4380

13 David C. Fix (dfix@ftc.gov)
14 Federal Trade Commission
15 600 Pennsylvania Ave., NW, H-238
16 Washington, DC 20580
17 Fax: (202) 326-3395

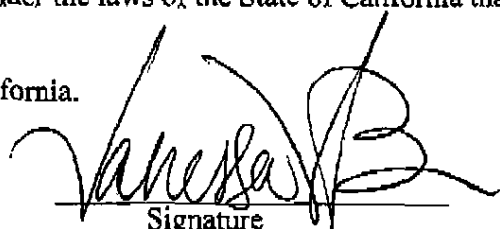
- 16 **BY OVERNIGHT COURIER:** I caused the above-referenced document(s) to be delivered to **FEDERAL EXPRESS** for *Federal Express Priority Overnight/Saturday delivery* to the above address(es).
- 17 **BY MAIL:** I deposited such envelope into the Freund & Brackey LLP office mail at Beverly Hills, California. I am readily familiar with Freund & Brackey LLP's practice of collection and processing correspondence for mailing. Under that practice, in the ordinary course of business, the mail is affixed with postage thereon fully prepaid and deposited with the U.S. postal service in Beverly Hills, California on the same day. I am aware that on motion of the party served, service is presumed invalid if postal cancellation date or postage meter date is more than one (1) day after date of deposit for mailing in affidavit.
- 18 **BY PERSONAL SERVICE:** I caused such envelope to be delivered by hand to the offices of the addressee.
- 19 **BY FACSIMILE MACHINE:** The foregoing document was transmitted to the above-named persons by facsimile transmission from (310) 247-2190 before 5:00 p.m. on said date and the transmission was reported as complete and without error.
- 20 **BY ELECTONIC MEANS:** The foregoing document was transmitted to the above-named persons by electronic mail on said date and the transmission was reported as complete and without error.

21 **(Federal)** I declare under penalty of perjury under the laws of the State of California that the above is true and correct.

22 Executed on July 3, 2007, at Beverly Hills, California.

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Vanessa V. Brown
Type or Print Name



Signature