

UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA

FEDERAL TRADE COMMISSION,

Plaintiff,

v.

BUSINESS CARD EXPERTS, INC. d/b/a BCE
Media, a Minnesota corporation;
BCE, INC., a Minnesota corporation;
SCOTT R. BOARDMAN, individually and as
an officer of Business Card Experts, Inc. and
BCE, Inc.; STEWART P. GRANDPRE,
individually and as an officer of Business
Card Experts, Inc. and BCE, Inc.; and
KELLEY P. BOARDMAN,

Defendants.

Case No. 06 CV 4671 PJS/RLE

STIPULATED JUDGMENT
AND ORDER FOR
PERMANENT INJUNCTION
FOR STEWART P.
GRANDPRE

This matter comes before the Court on stipulation of Plaintiff Federal Trade Commission (“Commission” or “FTC”) and Defendant Stewart P. Grandpre (“Defendant”).

On November 29, 2006, the FTC filed a Complaint for a Permanent Injunction and Other Relief, including redress to consumers, pursuant to Sections 13(b) and 19(a) of the Federal Trade Commission Act (“FTC Act”), 15 U.S.C. §§ 53(b) and 57b(a), and applied *ex parte* for a temporary restraining order pursuant to Rule 65 of the Federal Rules of Civil Procedure, Fed. R. Civ. P. 65. The Commission charged that Defendant, together with other named defendants Business Card Experts, Inc., BCE, Inc., and Scott R. Boardman (collectively, “Defendants”), engaged in deceptive acts or practices in violation of Section 5 of the FTC Act, 15 U.S.C. § 45(a), and the Commission’s Telemarketing Sales Rule

("TSR"), 16 C.F.R. Part 310, in the telemarketing and sale of defendants' business card dealership opportunity. On the same day, the Court issued a temporary restraining order with an asset freeze, appointment of a Receiver, and other ancillary equitable relief ("TRO"). On April 27, 2007, after considering the affidavits, memoranda of law, and oral arguments of the parties, the Court issued a written opinion entering a preliminary injunction against Defendants ("Preliminary Injunction Order").

The Commission and Defendant now offer the following Stipulated Judgment and Order for Permanent Injunction and Other Equitable Relief (herein "Permanent Injunction Order" or "Order"). The parties consent to the entry of this Permanent Injunction as a final judgment in this action, and agree that entry of this Permanent Injunction resolves all matters of dispute between them in this action. Upon the joint motion of Plaintiff and Defendant, the Court makes the following findings and enters final judgment in this action as follows:

FINDINGS

1. This Court has jurisdiction over the subject matter of this case and there is good cause to believe it has jurisdiction over all the parties hereto.
2. Venue in this District is proper under 15 U.S.C. §§ 53(b) and 28 U.S.C. §§ 1391(b).
3. The activities of Defendant are in or affecting commerce, as defined in Section 4 of the FTC Act, 15 U.S.C. § 44.
4. The Complaint states a claim upon which relief may be granted against Defendant under Sections 5(a), 13(b), and 19 of the FTC Act, 15 U.S.C. §§ 45(a), 53(b), and 57(b), and the Telemarketing Sales Rule, 16 C.F.R. Part 310.
5. Defendant has entered into this Order freely and without coercion. Defendant further acknowledges that he has read the provisions of this Order

and is prepared to abide by them.

6. Defendant waives all rights to seek appellate review or otherwise challenge or contest the validity of this Order. Defendant further waives and releases any claim he may have against the Commission, its employees, representatives, or agents.

7. Defendant agrees that this Order does not entitle him to seek or to obtain attorneys' fees as a prevailing party under the Equal Access to Justice Act, 28 U.S.C. § 2412, as amended by Pub. L. 104-121, 110 Stat. 847, 863-864 (1996), and Defendant further waives any rights to attorneys' fees that may arise under said provision of law.

8. This Order is in addition to, and not in lieu of, any other civil or criminal remedies that may be provided by law.

9. Entry of this Order is in the public interest.

10. This Order is for settlement purposes only and does not constitute an admission by Defendant that the law has been violated as alleged in the Complaint. However, for the purposes of bankruptcy proceedings, if any, this order is governed by Section V, Paragraph H.

DEFINITIONS

1. "Assets" means any legal or equitable interest in, right to, or claim to, any real and personal property, including, but not limited to chattel, goods, instruments, equipment, fixtures, general intangibles, inventory, checks, notes, leaseholds, effects, contracts, mail or other deliveries, shares of stock, lists of consumer names, accounts, credits, premises, receivables, funds, and cash, wherever located, whether in the United States or abroad;

2. "Business venture" means any written or oral business arrangement, however denominated, regardless of whether covered by the Franchise Rule or

Business Opportunity Rule, which consists of the payment of any consideration for:

- a. the right or means to offer, sell, or distribute goods or services (regardless of whether identified by a trademark, service mark, trade name, advertising, or other commercial symbol); and
 - b. more than nominal assistance to any person or entity in connection with or incident to the establishment, maintenance, or operation of a new business or the entry by an existing business into a new line or type of business;
3. "Corporate Defendants" means Business Card Experts, Inc., BCE, Inc., and any affiliates, fictitious names, d/b/a's, subsidiaries, successors, or assigns of the aforementioned entities;
4. "Defendant" means Stewart P. Grandpre;
5. "Defendants" means: a) each Corporate Defendant; b) Stewart P. Grandpre; and c) Scott R. Boardman
6. "Document" is synonymous in meaning and equal in scope to the usage of the term in Fed. R. Civ. P. 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, through detection devices into reasonably usable form. A draft or non-identical copy is a separate document within the meaning of the term;
7. "Franchise Rule or Business Opportunity Rule" means:
- a. The FTC Trade Regulation Rule codified at 16 C.F.R. Part 436, until the effective date of the amendments to the FTC Trade Regulation Rule titled "Disclosure Requirements and Prohibitions Concerning Franchising and Business Opportunity Ventures," approved by the

Commission on January 22, 2007;

- b. After the effective date of the amendments to the FTC Trade Regulation Rule titled "Disclosure Requirements and Prohibitions Concerning Franchising and Business Opportunity Ventures," approved by the Commission on January 22, 2007:
 - (i) The FTC Trade Regulation Rule titled "Disclosure Requirements Concerning Franchising," to be codified at 16 C.F.R. Part 436, or as it may be amended; and
 - (ii) The FTC Trade Regulation Rule titled "Disclosure Requirements concerning Business Opportunities," to be codified at 16 C.F.R. Part 437, or as it may be amended.
8. "Investment opportunity" means anything, tangible or intangible, that is offered, offered for sale, sold, or traded based wholly or in part on representations, either express or implied, about past, present, or future income, profit, or appreciation;
9. "Receiver" means Francis X. Hermann, the Receiver appointed by the Court in this matter over Corporate Defendants;
10. "Receivership Defendants" means each Corporate Defendant; and
11. "Telemarketing" means any plan, program or campaign (whether or not covered by the Telemarketing Sales Rule, 16 C.F.R. Part 310) that is conducted to induce the purchase of goods or services by means of the use of one or more telephones.

ORDER

I. PROHIBITION AGAINST VIOLATION OF SECTION 5 OF THE FEDERAL TRADE COMMISSION ACT

IT IS THEREFORE ORDERED that:

- A. In connection with the sale or selling of any goods or services, Defendant Stewart P. Grandpre, and his officers, agents, servants, employees, and attorneys, and persons in active concert or participation with him who receive actual notice of this Permanent Injunction Order by personal service or otherwise, are hereby permanently restrained and enjoined from:
1. Misrepresenting, directly or by implication, orally or in writing, to any potential purchaser of any goods or services, any material fact, including, but not limited to:
 - a. The total cost to purchase, receive, or use, and the quantity of, any goods or services that are subject to the sales offer;
 - b. Any material restrictions, limitations, or conditions to purchase, receive, or use the goods or services;
 - c. Any material aspect of the nature or terms of a refund, cancellation, exchange, or repurchase policy for the goods or services; or
 - d. The income, profits, or sales volume likely to be achieved from the goods or services; and
 2. Providing substantial assistance to any third party to make any material misrepresentation, including, but not limited to, those misrepresentations prohibited by Paragraph A.1, above.
- B. In connection with the offering for sale or selling of any business venture

or investment opportunity, Defendant Stewart P. Grandpre, and his officers, agents, servants, employees, and attorneys, and persons in active concert or participation with him who receive actual notice of this Permanent Injunction Order by personal service or otherwise, are hereby permanently restrained and enjoined from making, or assisting in the making of, directly or by implication, orally or in writing, any false or misleading statement or representation of material fact including, but not limited to:

1. The potential income or profits that can be earned from operating any business venture or from any investment opportunity;
2. The number of persons who have purchased or are currently operating any business venture or who have purchased any investment opportunity;
3. The fact that any person has operated or purchased a business venture or investment opportunity, or can provide an independent or reliable report about any business venture or investment opportunity; or
4. Failing to disclose any personal relationship with, or consideration promised or paid, to any person identified by Defendant as a purchaser or operator of a business venture or investment opportunity.

II. PROHIBITION AGAINST VIOLATION OF THE TELEMARKETING SALES RULE

IT IS FURTHER ORDERED that Defendant Stewart P. Grandpre, and his officers, agents, servants, employees, and attorneys, and persons in active concert or participation with him who receive actual notice of this Permanent Injunction

Order by personal service or otherwise, are hereby restrained and enjoined from violating or assisting any person in the violation of any provision of the Telemarketing Sales Rule, 16 C.F.R. Part 310 (attached hereto as Appendix A), including, but not limited to, the following:

- A. Violating or assisting any person in the violation of Section 310.3(a)(2) of the Telemarketing Sales Rule, 16 C.F.R. § 310.3(a)(2), by misrepresenting, directly or by implication: 1) any material aspect of an investment opportunity including, but not limited to, risk, liquidity, earnings potential, or profitability; or 2) any material aspect of the performance, efficacy, nature, or central characteristics of any goods or services that are the subject of a sales offer; and
- B. Violating or assisting any person in the violation of Section 310.3(a) of the Telemarketing Sales Rule, 16 C.F.R. § 310.3(a), by making a false or misleading statement to induce any person to pay for goods or services. For purposes of this Section, "material" means likely to affect a person's choice of, or conduct regarding, goods or services or a charitable contribution.

III. OBLIGATION TO MONITOR TELEMARKETING PERSONNEL

IT IS FURTHER ORDERED that for any business that is engaged in telemarketing which is controlled, directly or indirectly, by Defendant Stewart P. Grandpre, or in which he has a majority ownership interest, Defendant is hereby permanently restrained and enjoined from:

- A. Failing to take reasonable steps sufficient to monitor and ensure that all employees and independent contractors engaged in sales or other customer service functions are complying with this Order. Such steps shall include adequate monitoring of sales presentations with customers, and shall also include, at a minimum, the following: 1) listening to the oral

representations made by persons engaged in sales or other customer service functions; 2) establishing a procedure for receiving and responding to consumer complaints; and 3) ascertaining the number and nature of consumer complaints regarding transactions in which each employee or independent contractor is involved;

- B. Failing promptly to investigate fully any consumer complaint received by any business to which this Section applies; and
- C. Failing to take any corrective action with respect to any sales person who Defendant determines is not complying with this Order, which may include training, disciplining, and/or terminating such sales person.

Provided, however, that the Section does not authorize or require Defendant to take any action that violates any federal, state, or local law.

IV. BAN ON USE OF CONSUMER LISTS

IT IS FURTHER ORDERED that Defendant Stewart P. Grandpre, and his officers, agents, servants, employees, and attorneys, and all other persons or entities in active concert or participation with him who receive actual notice of this Order by personal service, facsimile, or otherwise, are hereby permanently restrained and enjoined from selling, renting, leasing, transferring, disclosing, using, or commercially benefitting from the name, address, telephone number, credit card number, bank account number, e-mail address, or other identifying information of any person who, in connection with the advertising, promotion, marketing, offering for sale, or sale of business card dealership opportunities, paid any money to any Defendants, at any time prior to entry of this Order; *provided, however,* that Defendant may disclose such identifying information to a law enforcement agency, or as required by any law, regulation or court order.

V. MONETARY JUDGMENT

IT IS FURTHER ORDERED that:

- A. Judgment in the amount of \$16,095,030 is entered against Defendant Stewart P. Grandpre jointly and severally with any other defendants found liable in this matter, provided, however, that all of this amount except for a sum equal to the value of the assets, as defined in Paragraph. B, below, that are subject to the asset freeze in this case pursuant to the Preliminary Injunction Order shall be suspended until further order of this Court.
- B. For the purposes of this Section of the Order, the term asset includes:
 1. Current balances of and any amounts due and owing to accounts at financial institutions, whether held jointly or individually, that have been identified in the corresponding Reference List of Personal Data Identifiers for Defendant Grandpre filed under seal, together with the parties' stipulation for the Court to enter this Order ("Grandpre Reference List"), as disclosed in the financial statement of Defendant Grandpre, signed and dated June 4, 2007:
 - a. Account 1 with an approximate balance of \$2,294;
 - b. Account 2 with a balance of \$6,529.23;
 - c. Account 3 with an approximate balance of \$29,225;
 2. Two 2005 Ski Doo MXZ50055 snowmobiles, Minnesota Registration Nos. HL8713 and HL8716, in the possession of Defendant Grandpre;
 3. One snowmobile trailer and one motorcycle trailer in the possession of Defendant Grandpre.
- C. Defendant shall pay the judgment by:
 1. Immediately, upon the lifting of the Asset Freeze pursuant to Section VII of this Order, remitting the entire balance of each account

referenced in Paragraph B, above. This payment shall be made to the Commission by certified check(s) or other guaranteed funds payable to the Federal Trade Commission, Financial Management Office, or by wire transfer in accordance with directions provided by the Commission. The check(s) or written confirmation of the wire transfer(s) shall be delivered to: Associate Director, Division of Marketing Practices, 600 Pennsylvania Avenue, N.W., Room 286, Washington, D.C. 20580; and

2. Transferring title, unencumbered and free of any liens, to the vehicles referenced in Paragraphs B.2 and B.3, above, to the Receiver within ten (10) days of the entry of this Order. Defendant agrees that he will transfer physical custody of the vehicles to the Receiver within five (5) days of the date of execution of this Order.
- D. The Commission's agreement to this Order is expressly premised upon the truthfulness, accuracy, and completeness of the signed financial statement referenced in Paragraph B.1, above, and supporting documents of Defendant. Such documents contain material information upon which the Commission relied in negotiating and agreeing to this Order. If, upon motion by the Commission, the Court finds that Defendant, in executing his financial statement, has (i) materially misstated the value of any asset that should have been disclosed in the statement that he executed; (ii) materially misstated his financial condition by failing to disclose any asset that should have been disclosed in the statement that he executed; or (iii) has made any other material misstatement or omission in his Financial Statement, the Court shall enter the full suspended judgment set forth in Section V, Paragraph A, above, against Defendant, and said judgment, plus

applicable post-judgment interest computed pursuant to 28 U.S.C. § 1961(a), shall be immediately due and payable.

- E. Proceedings to lift the suspension of judgment instituted under this Section are in addition to, and not in lieu of, any other civil or criminal remedies that may be provided by law, including any other proceedings the Commission may initiate to enforce this Order.
- F. In accordance with 31 U.S.C. § 7701, Defendant is hereby required, unless he has done so already, to furnish to the Commission his taxpayer identification numbers (social security numbers or employer identification numbers) which shall be used for purposes of collecting and reporting on any delinquent amount arising out of Defendant's relationship with the government.
- G. Defendant is further required, unless he has done so already, to provide the Commission with clear, legible, and full-size photocopies of all valid driver's licenses he possesses, which will be used for reporting and compliance purposes.
- H. Defendant agrees that the facts as alleged in the Complaint filed in this action shall be taken as true for the purpose of a nondischargeability complaint in any bankruptcy proceeding.
- I. Defendant surrenders all claims to dominion, title and control of assets titled in the name of the Corporate Defendants, including Excel Bank and ITEX accounts titled in the name of the Corporate Defendants. Defendant also surrenders and relinquishes all ownership interest in and control over the Corporate Defendants.
- J. The judgment entered herein for equitable monetary relief is solely remedial in nature and is not a fine, penalty, punitive assessment, or

forfeiture.

VI. COMMISSION'S USE OF MONETARY JUDGMENT

IT IS FURTHER ORDERED that all funds paid to the Commission or its agents pursuant to Section V of this Order shall be deposited into a fund administered by the Commission or its agent to be used for equitable relief, including but not limited to consumer redress and any attendant expenses for the administration of any redress fund. In the event that direct redress to consumers is wholly or partially impracticable, or funds remain after redress is completed, the Commission may apply any remaining funds for such other equitable relief (including consumer information remedies) as it determines to be reasonably related to Defendant's practices alleged in the complaint. Any funds not used for such equitable relief shall be deposited to the United States Treasury as disgorgement. Defendant shall have no right to challenge the Commission's choice of remedies under this Paragraph.

VII. LIFTING OF THE ASSET FREEZE

IT IS FURTHER ORDERED that the freeze of Defendant's assets set forth in the Temporary Restraining Order, entered by this Court on November 29, 2006, shall be lifted to the extent necessary to turn over Defendant's assets as required by Section V, Paragraph C of this Order, and upon completion of the turn-over, shall be lifted permanently.

VIII. ACKNOWLEDGMENT OF RECEIPT OF ORDER

IT IS FURTHER ORDERED that within ten (10) business days of receipt of this Order as entered by the Court, Defendant shall submit to the Commission a truthful sworn statement that shall acknowledge receipt of this Order (see sample form attached as Appendix B).

IX. DISTRIBUTION OF ORDER BY DEFENDANT

IT IS FURTHER ORDERED that, for a period of five (5) years from the date of entry of this Permanent Injunction Order, Defendant shall deliver copies of this Permanent Injunction as directed below:

- A. Defendant Grandpre as Control Person: For any business controlled, directly or indirectly, by Defendant, or in which he has a majority ownership interest, he must deliver a copy of this Permanent Injunction Order to all principals, officers, directors, and managers of that business. Defendant must also deliver copies of this Permanent Injunction Order to all employees, agents, and representatives of the business who engage in telemarketing or in the offer or sale of business ventures or investment opportunities. For current personnel, delivery shall be within five (5) days of service of this Permanent Injunction Order upon Defendant. For new personnel, delivery shall occur prior to their assumption of their responsibilities;
- B. Defendant Grandpre as Employee or Non-Control Person: For any business where Defendant is not a controlling person of the business, but for which he otherwise engages in telemarketing or in the offer or sale of business ventures or investment opportunities, he must deliver a copy of this Permanent Injunction Order to all principals and managers of such business before engaging in such conduct;
- C. Defendant must secure a signed and dated statement acknowledging receipt of the Permanent Injunction Order within thirty (30) days of delivery, from all persons receiving a copy of the Permanent Injunction Order pursuant to this Section.

X. COMPLIANCE REPORTING BY DEFENDANT

IT IS FURTHER ORDERED that, in order that compliance with the provisions of this Order may be monitored:

- A. For a period of five (5) years from the date of entry of this Order, Defendant shall notify the Commission of any of the following:
1. Any changes in residence, mailing addresses and telephone numbers of Defendant, within ten (10) days of the date of such change;
 2. Any changes in employment status (including self-employment) of Defendant, and any change in the ownership of the Defendant in any business entity, within ten (10) days of the date of such change. Such notice shall include the name and address of each business that Defendant is affiliated with or employed by, creates or forms, or performs services for; a statement of the nature of the business, and a statement of Defendant's duties and responsibilities in connection with the business or employment;
 3. Any changes in Defendant's names or use of any aliases or fictitious names; and
 4. Any changes in any business entity that Defendant directly or indirectly controls, or has an ownership interest in, that may affect compliance obligations arising under this Order, including, but not limited to, a dissolution, assignment, sale, merger, or other action that would result in the emergence of a successor entity; the creation or dissolution of a subsidiary, parent, or affiliate that engages in any acts or practices subject to this Order; the filing of a bankruptcy petition; or a change in the corporate name or address, at least thirty (30) days prior to such change, *provided that*, with respect to any

proposed change in the corporation about which Defendant learns less than thirty (30) days prior to the date such action is to take place, he shall notify the Commission as soon as is practicable after obtaining such knowledge;

- B. One hundred eighty (180) days after the date of entry of this Order, Defendant shall provide a written report to the FTC, sworn to under penalty of perjury, setting forth in detail the manner and form in which he has complied and is complying with this Order. This report shall include but not be limited to:
1. The then-current residence address, mailing addresses and telephone numbers of Defendant;
 2. The then-current employment and business addresses and telephone numbers of Defendant, a description of the business activities of each such employer or business, and the title and responsibilities of Defendant, for each such employer or business;
 3. Any other changes required to be reported under Paragraph A of this Section; and
 4. A copy of each acknowledgment of receipt of this Order, obtained pursuant to Section IX by Defendant;
- C. For the purposes of this Order, Defendant shall, unless otherwise directed by the Commission's authorized representatives, mail all written notifications to the Commission to:

Associate Director for Enforcement
Federal Trade Commission
600 Pennsylvania Ave., N.W.
Washington, D.C. 20580
Re: FTC v. Business Card Experts, Inc., et al.,
06-CV-4671PJS/RLE (D. Minn.)

- D. For purposes of the compliance reporting and monitoring required by this Order, the Commission is authorized to communicate directly with Defendant.

XI. RECORD-KEEPING PROVISIONS

IT IS FURTHER ORDERED that for the period of eight (8) years from the date of entry of this Order, in connection with telemarketing or the sale of business ventures, Defendant and his agents, employees, officers, corporations, successors, and assigns, and those persons in active concert or participation with him who receive actual notice of this Order by personal service or otherwise, are hereby restrained and enjoined from failing to create and retain the following records:

- A. Accounting records that reflect the cost of goods or services sold, revenues generated, and the disbursement of such revenues;
- B. Personnel records accurately reflecting: the name, address, and telephone number of each person employed in any capacity by such business, including as an independent contractor; that person's job title or position; the date upon which the person commenced work; and the date and reason for the person's termination, if applicable;
- C. Customer files containing the names, addresses, phone numbers, dollar amounts paid, quantity of items or services purchased, and description of items or services purchased, to the extent such information is obtained in the ordinary course of business;

- D. Copies of any complaints and refund requests (whether received directly, indirectly or through any third party) and any responses to those complaints or requests;
- E. Copies of any sales scripts, training materials, advertisements, or other marketing materials; and
- F. All records and documents necessary to demonstrate full compliance with each provision of this Order, including but not limited to, copies of acknowledgments of receipt of this Order, required by Section IX.C., and all reports submitted to the FTC pursuant to Section X.

XII. COMMISSION'S AUTHORITY TO MONITOR COMPLIANCE

IT IS FURTHER ORDERED that, for the purpose of monitoring and investigating compliance with any provision of this Order:

- A. Within ten (10) days of receipt of written notice from a representative of the Commission, Defendant shall submit additional written reports, sworn to under penalty of perjury; produce documents for inspection and copying; appear for deposition; and/or provide entry during normal business hours to any business location in Defendant's possession or direct or indirect control to inspect the business operation;
- B. In addition, the Commission is authorized to monitor compliance with this Order by all other lawful means, including but not limited to the following:
 - 1. obtaining discovery from any person, without further leave of court, using the procedures prescribed by Fed. R. Civ. P. 30, 31, 33, 34, 36, and 45; and
 - 2. posing as consumers and suppliers to Defendant, Defendant's employees, or any entity managed or controlled, in whole or in part, by Defendant, without the necessity of identification or prior notice;

and

C. Defendant shall permit representatives of the Commission to interview any employer, consultant, independent contractor, representative, agent, or employee who has agreed to such an interview, relating in any way to any conduct subject to this Order. The person interviewed may have counsel present.

Provided, however, that nothing in this Order shall limit the Commission's lawful use of compulsory process, pursuant to Sections 9 and 20 of the FTC Act, 15 U.S.C. §§ 49, 57b-1, to obtain any documentary material, tangible things, testimony, or information relevant to unfair or deceptive acts or practices in or affecting commerce within the meaning of 15 U.S.C. § 45(a)(1).

XIII. COOPERATION WITH RECEIVER

IT IS FURTHER ORDERED, that Defendant shall cooperate fully with the Receiver in: (A) pursuing any and all claims by the receivership against third parties; (B) assisting the Receiver in defending any and all actions or claims brought against the receivership by third parties; and (C) executing any documents necessary to transfer assets or ownership interests to the Receiver pursuant to the terms of this Order.

XIV. FEES AND COSTS

IT IS FURTHER ORDERED that each party to this Order hereby agrees to bear its own costs and attorneys' fees incurred in connection with this action.

XV. RETENTION OF JURISDICTION

IT IS FURTHER ORDERED that this Court shall retain jurisdiction of this matter for purposes construction, modification and enforcement of this Order.

XVI. COMPLETE SETTLEMENT

The parties hereby consent to entry of the foregoing Order which shall constitute a final judgment and order in this matter as between the parties. The parties

further stipulate and agree that the entry of the foregoing order shall constitute a full, complete, and final settlement of this action as between the parties.

Date: October 4, 2007

s/Patrick J. Schiltz
Patrick J. Schiltz
United States District Judge

STIPULATED BY:

FOR THE PLAINTIFF
WILLIAM BLUMENTHAL
General Counsel

/s/ Karen S. Hobbs
KAREN S. HOBBS (DC Bar No. 469817)
TRACEY L. THOMAS (DC Bar No. 490253)
Attorneys for Plaintiff
Federal Trade Commission
600 Pennsylvania Avenue NW
Washington, DC 20580
Telephone: (202) 326-3587
Facsimile: (202) 326-3395

Date: 9/28/07

FOR THE DEFENDANT

/s/ Stewart P. Grandpre
STEWART P. GRANDPRE

Date: 6/04/07

/s/ Aaron J. Morrison
AARON J. MORRISON, ESQ.
Attorney for Defendant Stewart P. Grandpre
Peter B. Wold, P.A.
247 Third Avenue South
Minneapolis, MN 55415
Telephone: (612) 341-2525
Facsimile: (612) 341-0116

Date: 6/4/07

FOR THE RECEIVER

/s/ Francis X. Hermann
FRANCIS X. HERMANN
Kelley & Wolter, P.A.
431 S. Seventh Street, Suite 2530
Minneapolis, MN 55415
(612) 371-9090

Date: 6/8/07