

1 JOHN B. BULGOZDY (Cal. Bar No. 219897)
Email: bulgozdyj@sec.gov
2 PETER F. DEL GRECO (Cal. Bar No. 164925)
Email: delgreco@sec.gov

3 Attorneys for Plaintiff
4 Securities and Exchange Commission
Michele Wein Layne, Regional Director
5 Lorraine Echavarria, Associate Regional Director
John W. Berry, Regional Trial Counsel
6 5670 Wilshire Boulevard, 11th Floor
Los Angeles, California 90036
7 Telephone: (323) 965-3998
Facsimile: (323) 965-3908

8
9 **UNITED STATES DISTRICT COURT**
10 **CENTRAL DISTRICT OF CALIFORNIA**

11
12 SECURITIES AND EXCHANGE
COMMISSION,

13 Plaintiff,

14 vs.

15
16 WORLD CAPITAL MARKET INC.;
WCM777 INC.; WCM777 LTD. d/b/a
17 WCM777 ENTERPRISES, INC.; and
MING XU a/k/a PHIL MING XU,

18 Defendants,

19 and

20
21 KINGDOM CAPITAL MARKET, LLC;
MANNA HOLDING GROUP, LLC;
22 MANNA SOURCE INTERNATIONAL,
INC.; WCM RESOURCES, INC.; AEON
23 OPERATING, INC.; AND PMX JEWELS,
24 LTD.,

25 Relief Defendants.
26
27
28

Case No. 2:14-cv-2334-CAS-MRW

**~~PROPOSED~~ PRELIMINARY
INJUNCTION, APPOINTMENT
OF A PERMANENT RECEIVER,
AND RELATED ORDERS**

1 This matter came before the Court upon the Order to Show Cause Re
2 Preliminary Injunction and Appointment of a Permanent Receiver. On April 4, 2014,
3 Defendants World Capital Market Inc.; WCM777 Inc.; WCM777 Ltd. d/b/a
4 WCM777 Enterprises, Inc.; and Ming Xu, and Relief Defendant Manna Source
5 International, Inc., filed a statement of non-opposition. None of the remaining relief
6 defendants filed any opposition to the requested relief. On April 10, 2014, the Court
7 held a hearing on this matter.

8 The Court previously considered the SEC's Complaint, the TRO Application,
9 the supporting Memorandum of Points and Authorities, the supporting declarations
10 and exhibits, and other evidence presented to the Court. The Court further finds that
11 there is no opposition to entry of a preliminary injunction and appointment of a
12 permanent receiver over Defendants World Capital Market Inc., WCM777 Inc., and
13 WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Relief Defendants Kingdom
14 Capital Market, LLC; Manna Holding Group, LLC; Manna Source International, Inc.;
15 WCM Resources, Inc.; and their subsidiaries and affiliates. The Court therefore
16 finds:

- 17 A. This Court has jurisdiction over the parties to, and the subject matter of,
18 this action.
- 19 B. The SEC has made a sufficient and proper showing in support of the
20 relief granted herein, as required by Section 20(b) of the Securities Act
21 of 1933 ("Securities Act") (15 U.S.C. § 77t(b)) and Section 21(d) of the
22 Securities Exchange Act of 1934 ("Exchange Act") (15 U.S.C. § 78u(b))
23 by evidence establishing a *prima facie* case and reasonable likelihood
24 that Defendants World Capital Market Inc.; WCM777 Inc.; WCM777
25 Ltd. d/b/a WCM777 Enterprises, Inc.; and Ming Xu a/k/a Phil Ming Xu
26 have engaged in, are engaging in, are about to engage in, and will
27 continue to engage in unless restrained transactions, acts, practices and
28 courses of business that constitute violations of Sections 5(a), 5(c) of the

1 Securities Act of 1933 (15 U.S.C. §§ 77e(a), 77e(c)); Section 17(a) of the
2 Securities Act (15 U.S.C. § 77q(a)); and Section 10(b) of the Securities
3 Exchange Act of 1934 (15 U.S.C. § 78j(b)) and Rule 10b-5 thereunder
4 (17 C.F.R. § 240.10b-5) and that Relief Defendants Kingdom Capital
5 Market, LLC; Manna Holding Group, LLC; Manna Source International,
6 Inc.; WCM Resources, Inc.; Aeon Operating, Inc.; and PMX Jewels, Ltd.
7 are in possession of the proceeds of those violations and have been
8 unjustly enriched.

9 C. Good cause exists to believe that, unless restrained and enjoined by order
10 of this Court, Defendants and Relief Defendants will dissipate, conceal,
11 or transfer assets which could be the subject to an order directing
12 disgorgement or the payment of civil money penalties in this action.

13 D. Good cause exists to believe that, unless restrained and enjoined by order
14 of this Court, Defendants may alter or destroy documents relevant to this
15 action.

16 E. Good cause exists to believe that alternative service is necessary.

17 IT IS HEREBY ORDERED:

18 **I.**

19 IT IS ORDERED that Defendants World Capital Market Inc., WCM777 Inc.,
20 WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Ming Xu a/k/a Phil Ming Xu,
21 and their officers, agents, servants, employees, attorneys, subsidiaries and affiliates,
22 and those persons in active concert or participation with any of them who receive
23 actual notice of this Order, by personal service or otherwise, and each of them, be and
24 hereby are preliminarily restrained and enjoined from, directly or indirectly, in the
25 absence of any applicable exemption:

26 A. unless a registration statement is in effect as to a security, making use of
27 any means or instruments of transportation or communication in
28 interstate commerce or of the mails to sell such security through the use

1 or medium of any prospectus or otherwise;

2 B. unless a registration statement is in effect as to a security, carrying or
3 causing to be carried through the mails or in interstate commerce, by any
4 means or instruments of transportation, any such security for the purpose
5 of sale or for delivery after sale; or

6 C. making use of any means or instruments of transportation or
7 communication in interstate commerce or of the mails to offer to sell or
8 offer to buy through the use or medium of any prospectus or otherwise
9 any security, unless a registration statement has been filed with the SEC
10 as to such security, or while the registration statement is the subject of a
11 refusal order or stop order or (prior to the effective date of the
12 registration statement) any public proceeding or examination under
13 Section 8 of the Securities Act, 15 U.S.C. § 77h;

14 in violation of Section 5 of the Securities Act, 15 U.S.C. § 77e.

15 **II.**

16 IT IS FURTHER ORDERED that Defendants World Capital Market Inc.,
17 WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Ming Xu a/k/a
18 Phil Ming Xu, and their officers, agents, servants, employees, attorneys, subsidiaries
19 and affiliates, and those persons in active concert or participation with any of them,
20 who receive actual notice of this Order, by personal service or otherwise, and each of
21 them, be and hereby are preliminarily restrained and enjoined from, directly or
22 indirectly, in the offer or sale of any securities, by the use of any means or instruments
23 of transportation or communication in interstate commerce or by the use of the mails:

24 A. employing any device, scheme or artifice to defraud;

25 B. obtaining money or property by means of any untrue statement of a
26 material fact or any omission to state a material fact necessary in order to
27 make the statements made, in light of the circumstances under which
28 they were made, not misleading; or

1 C. engaging in any transaction, practice, or course of business which
2 operates or would operate as a fraud or deceit upon the purchaser;
3 in violation of Section 17(a) of the Securities Act, 15 U.S.C. § 77q(a).

4 **III.**

5 IT IS FURTHER ORDERED that Defendants World Capital Market Inc.,
6 WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Ming Xu a/k/a
7 Phil Ming Xu, and their officers, agents, servants, employees, attorneys, subsidiaries
8 and affiliates, and those persons in active concert or participation with any of them,
9 who receive actual notice of this Order, by personal service or otherwise, and each of
10 them, be and hereby are preliminarily restrained and enjoined from, directly or
11 indirectly, in connection with the purchase or sale of any security, by the use of any
12 means or instrumentality of interstate commerce, or of the mails, or of any facility of
13 any national securities exchange:

14 A. employing any device, scheme or artifice to defraud;

15 B. making any untrue statement of a material fact or omitting to state a
16 material fact necessary in order to make the statements made, in the light
17 of the circumstances under which they were made, not misleading; or

18 C. engaging in any act, practice, or course of business which operates or
19 would operate as a fraud or deceit upon any person;

20 in violation of Section 10(b) of the Exchange Act, 15 U.S.C. § 78j(b), and Rule 10b-5
21 thereunder, 17 C.F.R. § 240.10b-5.

22 **IV.**

23 IT IS FURTHER ORDERED that, except as otherwise ordered by this Court,
24 Defendants World Capital Market Inc., WCM777 Inc., WCM777 Ltd. d/b/a
25 WCM777 Enterprises, Inc., and Ming Xu a/k/a Phil Ming Xu, and Relief Defendants
26 Kingdom Capital Market, LLC; Manna Holding Group, LLC; Manna Source
27 International, Inc.; WCM Resources, Inc.; Aeon Operating, Inc.; and PMX Jewels,
28 Ltd. and their officers, agents, servants, employees, attorneys, subsidiaries and

1 affiliate, and those persons in active concert with them, who receive actual notice of
2 this Order, by personal service or otherwise, and each of them, be and hereby are
3 preliminarily restrained and enjoined from, directly or indirectly, transferring,
4 assigning, selling, hypothecating, changing, wasting, dissipating, converting,
5 concealing, encumbering, or otherwise disposing of, in any manner, any funds, assets,
6 securities, claims or other real or personal property, including any notes or deeds of
7 trust or other interest in real property, wherever located, of any one of the Defendants
8 or Relief Defendants, or their subsidiaries or affiliates, owned by, controlled by,
9 managed by or in the possession or custody of any of them and from transferring,
10 encumbering dissipating, incurring charges or cash advances on any debit or credit
11 card of the credit arrangement of any one of the Defendants or Relief Defendants, or
12 their subsidiaries and affiliates.

13 **V.**

14 **IT IS FURTHER ORDERED** that, except as otherwise ordered by this Court,
15 an immediate freeze shall be placed on all monies and assets (with an allowance for
16 necessary and reasonable living expenses to be granted only upon good cause shown
17 by application to the Court with notice to and an opportunity for the SEC to be heard)
18 in all accounts at any bank, financial institution or brokerage firm, or third-payment
19 payment processor, all certificates of deposit, and other funds or assets, held in the
20 name of, for the benefit of, or over which account authority is held by Defendants
21 World Capital Market Inc., WCM777 Inc., WCM777 Ltd. d/b/a WCM777
22 Enterprises, Inc., and Ming Xu a/k/a Phil Ming Xu, and/or Relief Defendants
23 Kingdom Capital Market, LLC; Manna Holding Group, LLC; Manna Source
24 International, Inc.; and WCM Resources, Inc., including but not limited to the
25 accounts listed below:
26
27
28

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Account Name	Bank Name	Account Number
World Capital Market Inc.	Bank of America	xxxx-xxxx-2167
World Capital Market Inc.	Bank of America	xxxx-xxxx-2879
World Capital Market Inc.	Wells Fargo	xxxxx-x8959
World Capital Market Inc.	Wells Fargo	xxxxx-x8895
World Capital Market Inc.	Wells Fargo	xxxxx-x6766
World Capital Market Inc.	Comerica	xxxxx-x 300
World Capital Market Inc.	Merrill Lynch	xxx-x2135
WCM777	Bank of America	xxxx-xxxx-2837
WCM777	Bank of America	xxxx-xxxx-6539
WCM777 Inc.	Wells Fargo	xxxxx-x9189
WCM777 Inc.	Wells Fargo	xxxxx-x9817
WCM777 Inc.	Wells Fargo	xxxxx-x5207
WCM777 Inc.	Wells Fargo	xxxxx-x6247
WCM777 Inc.	Wells Fargo	xxxxx-x6197
WCM777 Ltd.	HSBC	xxx-xxxxx6-838
WCM777 Ltd.	Wells Fargo	xxxxx-x1613
WCM777 Ltd.	Wells Fargo	xxxxx-x3140
WCM777 Ltd.	Wells Fargo	xxxxx-x2655
Ming Xu	Bank of America	xxxx-xxxx-3817
Ming Xu	Bank of America	xxxx-xxxx-5583
Ming Xu	Wells Fargo	xxxxx-x7401
Ming Xu	Wells Fargo	xxxxx-x0177
Ming Xu	Comerica	xxxxx-x8899
Ming Xu	Comerica	xxxxx-x0228
Ming Xu	Comerica	xxxxx-x9298
Ming Xu	E*Trade	xxxx5504
Kingdom Capital Market, LLC	Bank of America	xxxx-xxxx-6193
Kingdom Capital Market, LLC	Bank of America	xxxx-xxxx-4407

Account Name	Bank Name	Account Number
Kingdom Capital Market, LLC	Bank of America	xxxx-xxxx-3417
Kingdom Capital Market, LLC	Wells Fargo	xxxxxx-x0937
Kingdom Capital Market, LLC	Wells Fargo	xxxxxx-x0377
Kingdom Capital Market, LLC	Comerica	xxxxxx-x1068
Manna Source International, Inc.	Wells Fargo	xxxxxx-x2000
Manna Source International, Inc.	Wells Fargo	xxxxxx-x6080
Manna Source International, Inc.	Comerica	xxxxxx-x1191
Manna Holding Group, LLC	JPMorganChase	xxxxxxxxxxxxx3233
Manna Holding Group, LLC	Comerica	xxxxxx-x0847
WCM Resources, Inc.	Bank of America	xxxx-xxxx-3070
The Manna For All Foundation* ¹	Comerica	xxxxxx-x0862
The Manna For All Foundation*	JPMorganChase	xxxxxxxxxxxxx5335
The Manna For All Foundation*	JPMorganChase	xxxxxxxxxxxxx3233
The Media For Christ Foundation*	Citibank	Unknown
The Media For Christ Foundation*	JPMorganChase	Unknown
The Media For Christ Foundation*	Comerica	xxxxxx-x0088
Agape Technology, Inc.*	Comerica	xxxxxx-x9856
ToPacific, Inc.*	Bank of America	xxxx-xxxx-1567
ToPacific, Inc.*	Bank of America	xxxx-xxxx-9977
ToPacific, Inc.*	Comerica	xxxxxx-x0854
ToPacific, Inc.*	Comerica	xxxxxx-x7600
ToPacific, Inc.*	JPMorganChase	xxxxxxxxxxxxx3803
ToPacific, Inc.*	JPMorganChase	xxxxxxxxxxxxx0111
ToPacific, Inc.*	East West Bank	xx-xxxx0497
ToPacific, Inc.*	East West Bank	xx-xxxx0430
ToPacific, Inc.*	American Continental	xxxx-141-7

¹ All asterisked accounts are accounts over which Defendant Ming Xu has authority.

Account Name	Bank Name	Account Number
Goldpoint Holdings, Inc.	Bank of America	xxxx-xxxx-9407

Any bank, financial institution or brokerage firm, or third-party payment processor holding such monies and assets described above shall hold and retain within their control and prohibit the withdrawal, removal, transfer or other disposal of any such funds or other assets except as otherwise ordered by this Court.

VI.

IT IS FURTHER ORDERED that, except as otherwise ordered by this Court, an immediate freeze shall be placed on monies and assets traceable to the fraudulent conduct held by Relief Defendant Aeon Operating, Inc., up to the amount of \$2.667 million; and by Relief Defendant PMX Jewels, Ltd., up to the amount of \$750,000, in such account to be identified by Relief Defendant in writing to the SEC and this Court with five days of the entry of this Order.

VII.

IT IS FURTHER ORDERED that, within ten days from the date of this Order, Defendants World Capital Market Inc., WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Ming Xu a/k/a Phil Ming Xu, and Relief Defendants Kingdom Capital Market, LLC; Manna Holding Group, LLC; Manna Source International, Inc.; WCM Resources, Inc.; Aeon Operating, Inc.; and PMX Jewels, Ltd., any bank, financial institution or brokerage firm, and each of them, shall transfer to the registry of this Court assets, funds and other property held in foreign locations in the name of any Defendant or Relief Defendant, or for the benefit or under the direct or indirect control of any of them, or over which any of them exercises control or signatory authority, that is equal to the value of all funds transferred by U.S. investors, whether by wire transfer, third-party payment processor or otherwise, at the direction of either Defendants or any of their agents, representatives or accredited

1 advisors.

2 **VIII.**

3 IT IS FURTHER ORDERED that, except as otherwise ordered by this Court,
4 each of the Defendants World Capital Market Inc., WCM777 Inc., WCM777 Ltd.
5 d/b/a WCM777 Enterprises, Inc., and Ming Xu a/k/a Phil Ming Xu, and Relief
6 Defendants Kingdom Capital Market, LLC; Manna Holding Group, LLC; Manna
7 Source International, Inc.; WCM Resources, Inc.; Aeon Operating, Inc.; and PMX
8 Jewels, Ltd., and their officers, agents, servants, employees, attorneys, subsidiaries
9 and affiliates, and those persons in active concert or participation with any of them,
10 who receive actual notice of this Order, by personal service or otherwise, and each of
11 them, be and hereby are preliminarily restrained and enjoined from, directly or
12 indirectly: destroying, mutilating, concealing, transferring, altering, or otherwise
13 disposing of, in any manner, any documents, which includes all books, records,
14 computer programs, computer files, computer printouts, contracts, emails,
15 correspondence, memoranda, brochures, or any other documents of any kind in their
16 possession, custody or control, however created, produced, or stored (manually,
17 mechanically, electronically, or otherwise), pertaining in any manner to Defendants
18 World Capital Market Inc., WCM777 Inc., WCM777 Ltd. d/b/a WCM777
19 Enterprises, Inc., and Ming Xu a/k/a Phil Ming Xu and/or Relief Defendants Kingdom
20 Capital Market, LLC; Manna Holding Group, LLC; Manna Source International, Inc.;
21 WCM Resources, Inc.; Aeon Operating, Inc.; and PMX Jewels, Ltd.

22 **IX.**

23 IT IS FURTHER ORDERED that Defendants World Capital Market Inc.,
24 WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Ming Xu a/k/a
25 Phil Ming Xu, and Relief Defendants Kingdom Capital Market, LLC; Manna
26 Holding Group, LLC; Manna Source International, Inc.; WCM Resources, Inc.; Aeon
27 Operating, Inc.; and PMX Jewels, Ltd., within five days of the issuance of this Order,
28 shall prepare and deliver to the SEC a detailed and complete schedule of all of their

1 personal assets, including all real and personal property exceeding \$5,000 in value,
2 and all bank, securities, and other accounts identified by institution, branch address
3 and account number. The accounting shall include a description of the sources of all
4 such assets. Such accounting shall be filed with the Court and a copy shall be
5 delivered to the SEC to the attention of John B. Bulgozdy, Trial Counsel. After
6 completion of the accounting, each of the Defendants and Relief Defendants shall
7 produce to the SEC at a time agreeable to the SEC, all books, records and other
8 documents supporting or underlying their accounting.

9 **X.**

10 IT IS FURTHER ORDERED that any person who receives actual notice of this
11 Order by personal service or otherwise, and who holds, possesses or controls assets
12 exceeding \$5,000 for the account or benefit of any one of the Defendants or Relief
13 Defendants, shall within 5 days of receiving actual notice of this Order provide
14 counsel for the SEC with a written statement identifying all such assets, the value of
15 such assets, or best approximation thereof, and any account numbers or account
16 names in which the assets are held.

17 **XI.**

18 IT IS FURTHER ORDERED that, pursuant to Rule 4 of the Federal Rules of
19 Civil Procedure, service of all pleadings and other papers to be served in this action,
20 may be made by serving such documents as to Relief Defendant PMX Jewels, Ltd.,
21 by FEDEX or UPS, signature required, by any officer or director, or other authorized
22 signatory, at 1204 Concordia Plaza, Greenfield Tower, 1 Science Museum Road,
23 TST, Kowloon, Hong Kong 99077.

24 **XII.**

25 IT IS FURTHER ORDERED that Krista L. Freitag of E3 Realty Advisors, Inc.
26 is appointed as permanent receiver of Defendants World Capital Market Inc.,
27 WCM777 Inc., and WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Relief
28 Defendants Kingdom Capital Market, LLC; Manna Holding Group, LLC; Manna

1 Source International, Inc.; WCM Resources, Inc.; and their subsidiaries and affiliates,
2 with full powers of an equity receiver, including, but not limited to, full power over
3 all funds, assets, collateral, premises (whether owned, leased, occupied, or otherwise
4 controlled), choses in action, books, records, papers and other property belonging to,
5 being managed by or in the possession of or control of Defendants World Capital
6 Market Inc., WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and
7 Relief Defendants Kingdom Capital Market, LLC; Manna Holding Group, LLC;
8 Manna Source International, Inc.; WCM Resources, Inc., and their subsidiaries and
9 affiliates, and that such receiver is immediately authorized, empowered and directed:

10 A. to have access to and to collect and take custody, control, possession,
11 and charge of all funds, assets, collateral, premises (whether owned,
12 leased, occupied, or otherwise controlled), choses in action, books,
13 records, papers and other real or personal property, wherever located, of
14 or managed by Defendants World Capital Market Inc., WCM777 Inc.,
15 WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Relief Defendants
16 Kingdom Capital Market, LLC; Manna Holding Group, LLC; Manna
17 Source International, Inc.; WCM Resources, Inc., and their subsidiaries
18 and affiliates, with full power to sue, foreclose, marshal, collect, receive,
19 and take into possession all such property (including access to and taking
20 custody, control, and possession of all such Defendants World Capital
21 Market Inc., WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises,
22 Inc., and Relief Defendants Kingdom Capital Market, LLC; Manna
23 Holding Group, LLC; Manna Source International, Inc.; WCM
24 Resources, Inc. property, and that of their subsidiaries and affiliates;

25 B. to have control of, and to be added as the sole authorized signatory for,
26 all accounts of the entities in receivership, including all accounts at any
27 bank, title company, escrow agent, financial institution or brokerage firm
28 (including any futures commission merchant) which has possession,

1 custody or control of any assets or funds of Defendants World Capital
2 Market Inc., WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises,
3 Inc., and Relief Defendants Kingdom Capital Market, LLC; Manna
4 Holding Group, LLC; Manna Source International, Inc.; WCM
5 Resources, Inc., and their subsidiaries and affiliates, or which maintains
6 accounts over which Defendants World Capital Market Inc., WCM777
7 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Relief
8 Defendants Kingdom Capital Market, LLC; Manna Holding Group,
9 LLC; Manna Source International, Inc.; WCM Resources, Inc., and their
10 subsidiaries and affiliates, and/or any of their employees or agents have
11 signatory authority;

12 C. to conduct such investigation and discovery as may be necessary to
13 locate and account for all of the assets of or managed by Defendants
14 World Capital Market Inc., WCM777 Inc., WCM777 Ltd. d/b/a
15 WCM777 Enterprises, Inc., and Relief Defendants Kingdom Capital
16 Market, LLC; Manna Holding Group, LLC; Manna Source International,
17 Inc.; WCM Resources, Inc., and their subsidiaries and affiliates, and to
18 engage and employ attorneys, accountants and other persons to assist in
19 such investigation and discovery;

20 D. to take such action as is necessary and appropriate to preserve and take
21 control of and to prevent the dissipation, concealment, or disposition of
22 any assets of or managed by Defendants World Capital Market Inc.,
23 WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and
24 Relief Defendants Kingdom Capital Market, LLC; Manna Holding
25 Group, LLC; Manna Source International, Inc.; WCM Resources, Inc.,
26 and their subsidiaries and affiliates;

27 E. to make an accounting, as soon as practicable, to this Court and the SEC
28 of the assets and financial condition of Defendants World Capital

1 Market Inc., WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises,
2 Inc., and Relief Defendants Kingdom Capital Market, LLC; Manna
3 Holding Group, LLC; Manna Source International, Inc.; WCM
4 Resources, Inc., and to file the accounting with the Court and deliver
5 copies thereof to all parties;

6 F. to make such payments and disbursements from the funds and assets
7 taken into custody, control, and possession or thereafter received by him
8 or her, and to incur, or authorize the making of, such agreements as may
9 be necessary and advisable in discharging her duties as permanent
10 receiver;

11 G. to employ attorneys, accountants, and others to investigate and, where
12 appropriate, to institute, pursue, and prosecute all claims and causes of
13 action of whatever kind and nature which may now or hereafter exist as
14 a result of the activities of present or past employees or agents of
15 Defendants World Capital Market Inc., WCM777 Inc., WCM777 Ltd.
16 d/b/a WCM777 Enterprises, Inc., and Relief Defendants Kingdom
17 Capital Market, LLC; Manna Holding Group, LLC; Manna Source
18 International, Inc.; WCM Resources, Inc., and their subsidiaries and
19 affiliates; and

20 H. to have access to and monitor all mail, electronic mail, and video phone
21 of the entities in receivership in order to review such mail, electronic
22 mail, and video phone which he or she deems relates to their business
23 and the discharging of her duties as permanent receiver.

24 **XIII.**

25 IT IS FURTHER ORDERED that Defendants World Capital Market Inc.,
26 WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Relief
27 Defendants Kingdom Capital Market, LLC; Manna Holding Group, LLC; Manna
28 Source International, Inc.; WCM Resources, Inc., their subsidiaries and affiliates,

1 including all of the other entities in receivership, and their officers, agents, servants,
2 employees and attorneys, and any other persons who are in custody, possession or
3 control of any assets, collateral, books, records, papers or other property of or
4 managed by any of the entities in receivership, shall forthwith give access to and
5 control of such property to the permanent receiver.

6 **XIV.**

7 IT IS FURTHER ORDERED that no officer, agent, servant, employee or
8 attorney of Defendants World Capital Market Inc., WCM777 Inc., WCM777 Ltd.
9 d/b/a WCM777 Enterprises, Inc., and Relief Defendants Kingdom Capital Market,
10 LLC; Manna Holding Group, LLC; Manna Source International, Inc.; WCM
11 Resources, Inc. shall take any action or purport to take any action, in the name of or
12 on behalf of Defendants World Capital Market Inc., WCM777 Inc., WCM777 Ltd.
13 d/b/a WCM777 Enterprises, Inc., and Relief Defendants Kingdom Capital Market,
14 LLC; Manna Holding Group, LLC; Manna Source International, Inc.; WCM
15 Resources, Inc., without the written consent of the permanent receiver or order of this
16 Court.

17 **XV.**

18 IT IS FURTHER ORDERED that, except by leave of this Court, during the
19 pendency of this receivership, all clients, investors, trust beneficiaries, note holders,
20 creditors, claimants, lessors and all other persons or entities seeking relief of any
21 kind, in law or in equity, from Defendants World Capital Market Inc., WCM777 Inc.,
22 WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Relief Defendants Kingdom
23 Capital Market, LLC; Manna Holding Group, LLC; Manna Source International, Inc.;
24 WCM Resources, Inc., or their subsidiaries or affiliates, and all persons acting on
25 behalf of any such investor, trust beneficiary, note holder, creditor, claimant, lessor,
26 consultant group or other person, including sheriffs, marshals, servants, agents,
27 employees and attorneys, are hereby restrained and enjoined from, directly or
28 indirectly, with respect to these persons and entities:

- 1 A. commencing, prosecuting, continuing or enforcing any suit or
2 proceeding (other than the present action by the SEC or any other action
3 by the government) against any of them;
- 4 B. using self-help or executing or issuing or causing the execution or
5 issuance of any court attachment, subpoena, replevin, execution or other
6 process for the purpose of impounding or taking possession of or
7 interfering with or creating or enforcing a lien upon any property or
8 property interests owned by or in the possession of Defendants World
9 Capital Market Inc., WCM777 Inc., WCM777 Ltd. d/b/a WCM777
10 Enterprises, Inc., and Relief Defendants Kingdom Capital Market, LLC;
11 Manna Holding Group, LLC; Manna Source International, Inc.; WCM
12 Resources, Inc.; and
- 13 C. doing any act or thing whatsoever to interfere with taking control,
14 possession or management by the permanent receiver appointed
15 hereunder of the property and assets owned, controlled or managed by or
16 in the possession of Defendants World Capital Market Inc., WCM777
17 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Relief
18 Defendants Kingdom Capital Market, LLC; Manna Holding Group,
19 LLC; Manna Source International, Inc.; WCM Resources, Inc., or in any
20 way to interfere with or harass the permanent receiver or her attorneys,
21 accountants, employees, or agents or to interfere in any manner with the
22 discharge of the permanent receiver's duties and responsibilities
23 hereunder.

24 **XVI.**

25 IT IS FURTHER ORDERED that Defendants World Capital Market Inc.,
26 WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Relief
27 Defendants Kingdom Capital Market, LLC; Manna Holding Group, LLC; Manna
28 Source International, Inc.; WCM Resources, Inc., and their subsidiaries, affiliates,

1 officers, agents, servants, employees and attorneys, shall cooperate with and assist the
2 permanent receiver and shall take no action, directly or indirectly, to hinder, obstruct,
3 or otherwise interfere with the permanent receiver or her attorneys, accountants,
4 employees or agents, in the conduct of the permanent receiver's duties or to interfere
5 in any manner, directly or indirectly, with the custody, possession, management, or
6 control by the permanent receiver of the funds, assets, collateral, premises, and
7 choses in action described above.

8 **XVII.**

9 IT IS FURTHER ORDERED that Defendants World Capital Market Inc.,
10 WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises, Inc., and Relief
11 Defendants Kingdom Capital Market, LLC; Manna Holding Group, LLC; Manna
12 Source International, Inc.; WCM Resources, Inc., and their subsidiaries and affiliates,
13 shall pay the costs, fees and expenses of the permanent receiver incurred in
14 connection with the performance of her duties described in this Order, including the
15 costs and expenses of those persons who may be engaged or employed by the
16 permanent receiver to assist him or her in carrying out her duties and obligations. All
17 applications for costs, fees, and expenses for services rendered in connection with the
18 receivership other than routine and necessary business expenses in conducting the
19 receivership, such as salaries, rent, and any and all other reasonable operating
20 expenses, shall be made by application setting forth in reasonable detail the nature of
21 the services and shall be heard by the Court.

22 **XVIII.**

23 IT IS FURTHER ORDERED that no bond shall be required in connection with
24 the appointment of the permanent receiver. Except for an act of gross negligence, the
25 permanent receiver shall not be liable for any loss or damage incurred by any of the
26 defendants, their officers, agents, servants, employees and attorneys or any other
27 person, by reason of any act performed or omitted to be performed by the permanent
28 receiver in connection with the discharge of her duties and responsibilities.

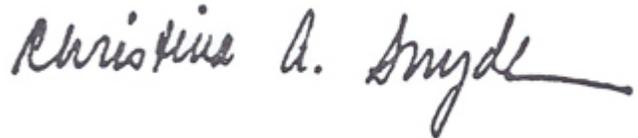
1 **XIX.**

2 IT IS FURTHER ORDERED that representatives of the SEC and any other
3 government agency are authorized to have continuing access to inspect or copy any
4 or all of the corporate books and records and other documents of Defendants World
5 Capital Market Inc., WCM777 Inc., WCM777 Ltd. d/b/a WCM777 Enterprises, Inc.,
6 and Relief Defendants Kingdom Capital Market, LLC; Manna Holding Group, LLC;
7 Manna Source International, Inc.; WCM Resources, Inc., and the other entities in
8 receivership, and continuing access to inspect their funds, property, assets and
9 collateral, wherever located.

10 **XX.**

11 IT IS FURTHER ORDERED that this Court shall retain jurisdiction over this
12 action for the purpose of implementing and carrying out the terms of all orders and
13 decrees which may be entered herein and to entertain any suitable application or
14 motion for additional relief within the jurisdiction of this Court.

15 IT IS SO ORDERED.

16 

17 Dated: April 10, 2014

18 THE HON. CHRISTINA A. SNYDER
19 UNITED STATES DISTRICT JUDGE

20 Presented by:
21 John B. Bulgozdy
22 Attorney for Plaintiff
23 Securities and Exchange Commission
24
25
26
27
28