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8 UNITED STATES DISTRICT COURT  
 9 NORTHERN DISTRICT OF CALIFORNIA  
 10 SAN FRANCISCO DIVISION  
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12 SECURITIES AND EXCHANGE COMMISSION,

13 Plaintiff,

14 vs.

15 VIPER CAPITAL MANAGEMENT, LLC,  
 COMPASS FUND MANAGEMENT, LLC, and  
 16 EDWARD SEWON EHEE,

17 Defendants,

18 and

19 COMPASS WEST FUND, LP, VIPER FOUNDERS  
 FUND, LP, VIPER INVESTMENTS, L.P., ALBERT  
 20 EHEE, ROBERT EHEE, and JENNIFER EHEE,

21 Relief Defendants.  
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Case No. C 06-6966 SI

STIPULATION AND [PROPOSED] ORDER  
 TO TRANSFER ASSETS OF RELIEF  
 DEFENDANT ROBERT EHEE

1 WHEREAS, plaintiff Securities and Exchange Commission (“Commission”) filed the  
2 Complaint in this matter on November 8, 2006 and simultaneously filed an *ex parte*  
3 application for a temporary restraining order and preliminary injunction;

4 WHEREAS, the Court issued a Temporary Restraining Order and Order to Show  
5 Cause (“TRO”) on November 8, 2006;

6 WHEREAS, Section VII of the TRO ordered relief defendant Robert Ehee and his  
7 agents to freeze up to \$28,500 in an account held in his name at JP Morgan Chase;

8 WHEREAS relief defendant Robert Ehee desires to move the \$28,500 subject to the  
9 TRO asset freeze to an escrow account until such time as the parties or this Court resolve this  
10 matter with respect to those funds;

11 WHEREAS, plaintiff and relief defendant Robert Ehee have met and conferred and  
12 determined to allow the transfer of the funds subject to the asset freeze to an attorney escrow  
13 account maintained for relief defendant Robert Ehee by his counsel at the law firm of  
14 Richards Kibbe & Orbe LLP;

15 NOW THEREFORE, IT IS HEREBY STIPULATED by and between the undersigned  
16 parties as follows:

17 1. Relief defendant Robert Ehee shall request that JP Morgan Chase transfer  
18 \$28,500 from his personal checking account at JP Morgan Chase to Citibank, NA account  
19 number 92505152 in the name of Richards Kibbe & Orbe LLP Attorney Escrow Account for  
20 Robert S. Ehee;

21 2. JP Morgan Chase is authorized to undertake the transfer described in paragraph  
22 1 above;

23 3. At such time that JP Morgan Chase undertakes the transfer described in  
24 paragraph 1 above, the asset freeze on the account held at JP Morgan Chase for Robert Ehee  
25 shall terminate;

26 4. At such time as JP Morgan Chase undertakes the transfer described in  
27 paragraph 1 above, the asset freeze as to relief defendant Robert Ehee in the TRO and any  
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1 subsequent preliminary injunction shall apply to Citibank, NA account number 92505152 in  
2 the name of Richards Kibbe & Orbe LLP Attorney Escrow Account for Robert S. Ehee.

3 Dated: 11/21/06

4 /s/ Xavier Carlos Vasquez  
5 XAVIER CARLOS VASQUEZ  
6 Attorney for Plaintiff  
7 SECURITIES AND EXCHANGE  
8 COMMISSION

8 Dated: 11/21/06

RICHARDS KIBBE & ORBE LLP

9 By: /s/ Arthur Greenspan  
10 ARTHUR GREENSPAN  
11 Attorney for Relief Defendant  
12 ROBERT EHEE

13 IT IS SO ORDERED.

14 DATED: November \_\_, 2006

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17 UNITED STATES DISTRICT JUDGE  
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