

EXHIBIT F

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JUN 12 2000

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KENNETH SAGADY, CLERK
U.S. BANKRUPTCY COURT
NORTHERN DIST. OF CAL.
SAN JOSE, CA.

Attorneys for Debtor

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

11 In re:)	Case No. 99-50736-JRG-11
12 Site Technologies, Inc.,)	Chapter 11
13 dba DeltaPoint, Inc.)	Date: June 12, 2000
)	Time: 2:00 p.m.
14 Debtor.)	Place: Courtroom 3020
)	Judge: Hon. James R. Grube
15 EIN No.: 77-0212760)	

**ORDER CONFIRMING DEBTOR'S
FIRST AMENDED PLAN OF REORGANIZATION**

18 The Debtor's First Amended Plan of Reorganization dated April 25, 2000 (the "First
19 Amended Plan") filed by Site Technologies, Inc. (the "Debtor") on April 25, 2000 having been
20 transmitted to creditors, equity security holders and other parties in interest;

21 Confirmation of the First Amended Plan having come on for hearing before this Court
22 on June 12, 2000; Janice M. Murray of Murray & Murray, A Professional Corporation appearing
23 on behalf of the Debtor; other appearances are as noted in the record; the Court having reviewed
24 all of the pleadings filed in connection with confirmation of the First Amended Plan; the Court
25 having considered the representations and arguments of counsel; and good cause appearing;

26 It having been determined after hearing on notice, upon the submission of competent
27 and admissible evidence, that:

28 A. The Debtor filed its Voluntary Petition under Chapter 11 of Title 11, the United

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1 States Code (the "Bankruptcy Code") on February 2, 1999; and

2 B. The Debtor's First Amended Plan and the Debtor's First Amended Disclosure
3 Statement (the "Disclosure Statement") were filed on April 25, 2000; and

4 C. The Court entered its Order Approving First Amended Disclosure Statement,
5 Fixing Time For Filing Acceptances or Rejections of Plan, Fixing Time for Confirmation
6 Hearing, Combined with Notice Thereof (the "Order") on April 26, 2000; and

7 D. Service of the First Amended Plan, the Disclosure Statement, the Order and a
8 Ballot for Accepting or Rejecting Plan was duly and properly made on all known holders of
9 claims against and interests in the Debtor, as well as to other parties in interest entitled to such
10 notice; and

11 E. No plan other than the First Amended Plan has been filed by any party in interest
12 in this case; and

13 F. No timely objections to confirmation of the First Amended Plan have been
14 asserted; and

15 G. The Debtor has complied with the provisions of 11 U.S.C. §1127; and

16 H. The requirements for confirmation set forth in 11 U.S.C. §1129(a) and §1129(b)
17 have been satisfied; and

18 I. The First Amended Plan does not discriminate unfairly and is fair and equitable;
19 and

20 J. The provisions of Chapter 11 of the Bankruptcy Code have been complied with,
21 and the First Amended Plan has been proposed in good faith and not by any means forbidden by
22 law; and

23 K. All payments made or promised by the Debtor for services or for costs and
24 expenses in, or in connection with the First Amended Plan and incident to the case, have either
25 (i) been fully disclosed to the Court and are reasonable; or (ii) will be subject to the approval of
26 the Court; and

27 L. The identity, qualifications and affiliations of the person who is to be the
28 Responsible Person of the Debtor after confirmation of the First Amended Plan, have been fully

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1 disclosed, and the appointment of such person is equitable and consistent with the interests of
2 creditors and equity security holders and with public policy; and

3 M. The identity of any insider that will be retained by the Debtor and such person's
4 compensation have been fully disclosed; and

5 N. Each holder of a claim or interest will receive or retain under the First Amended
6 Plan property of a value, as of the Effective Date of the First Amended Plan, that is not less than
7 the amount that such holder would receive or retain if the Debtor were liquidated under Chapter
8 7 of the Bankruptcy Code on such date; and

9 O. The First Amended Plan has been accepted in writing by the creditors and equity
10 security holders whose acceptance is required by law; and

11 P. At least one class of claims that is impaired under the First Amended Plan has
12 accepted the First Amended Plan, determined without including any acceptance of the First
13 Amended Plan by any insider; and

14 Q. Confirmation of the First Amended Plan is not likely to be followed by the need
15 for further financial reorganization of the Debtor; and

16 R. The Debtor and Savoir Technology Group, Inc. ("Savoir") having agreed to the
17 allowance of Savoir's secured claim in the approximate amount of \$233,698.14 as of June 12,
18 2000 with interest to continue to accrue at the rate of \$54.79 per day thereafter until paid;

19 IT IS HEREBY ORDERED that:

20 1. The Debtor's First Amended Plan of Reorganization dated April 25, 2000 is
21 hereby confirmed. A copy of the First Amended Plan is attached hereto as Exhibit "A" and
22 incorporated herein by reference.

23 2. The Debtor is hereby authorized and directed to take such action, make such
24 decisions and execute such instruments as it shall reasonably deem necessary to effect the
25 implementation and consummation of the First Amended Plan provided that such acts, decisions
26 and instruments are not inconsistent with applicable law or the First Amended Plan.

27 3. The First Amended Plan and the Confirmation Order bind the Debtor, any other
28 entity acquiring property under the First Amended Plan, any creditor of and any equity security

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1 holder in the Debtor, whether or not the claim or interest of such creditor or equity security
2 holder is impaired under the First Amended Plan, whether or not such claim or interest arose
3 before or after the commencement of the Debtor's Chapter 11 case, and whether or not any such
4 creditor or equity security holder has accepted the First Amended Plan.

5 4. All property of the Bankruptcy Estate hereby vests in the Debtor subject to the
6 terms and conditions of the First Amended Plan. All property of the Debtor is hereby free and
7 clear of any liens, encumbrances, claims of creditors and interests of equity security holders,
8 except as otherwise provided in the First Amended Plan.

9 5. The Court reserves jurisdiction with regard to the matters and proceedings set
10 forth in Article 13 of the First Amended Plan.

11 6. The Debtor shall submit its application for final decree on or before December
12 29, 2000, unless for good cause shown, the Court grants an extension of time:

13 7. Savior's secured claim shall be allowed in the approximate amount of
14 \$233,698.14 as of June 12, 2000 with interest to continue to accrue at the rate of \$54.79 per day
15 thereafter until paid.

16
17 Dated: June 15, 2000

[Signature]
UNITED STATES BANKRUPTCY JUDGE

18
19 APPROVED AS TO FORM AND CONTENT:

20
21 UNITED STATES TRUSTEE

22
23 By: Nanette Dumas
Nanette Dumas, Esq.

24
25 PILLSBURY, MADISON & SUTRO

26
27 By: John S. Wesolowski, Esq.
28 Attorneys for Savoir Technology Group

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17 Dated:


UNITED STATES BANKRUPTCY JUDGE

19 APPROVED AS TO FORM AND CONTENT:

21 UNITED STATES TRUSTEE

23 By: _____
 24 Nanette Dumas, Esq.

25 PILLSBURY MADISON & SUTRO

27 By:  _____
 28 John S. Wesolowski, Esq.
 Attorneys for Savoir Technology Group

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