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15 **UNITED STATES DISTRICT COURT**
16 **CENTRAL DISTRICT OF CALIFORNIA**

17 **SECURITIES AND EXCHANGE**
18 **COMMISSION,**

19 Plaintiff,

20 vs.

21 **DIVERSIFIED LENDING GROUP, INC.;**
22 **APPLIED EQUITIES, INC.;** and **BRUCE**
23 **FRIEDMAN,**

24 Defendants,

25 and

26 **TINA M. PLACOURAKIS,**

27 Relief Defendant.
28

Case No. CV 09-01533-R-(JTLx)

STIPULATION AND [PROPOSED]
ORDER RE AMENDMENT AND
CLARIFICATION OF
PRELIMINARY INJUNCTION

1 WHEREAS, this Court, with the consent of individual defendant Bruce
2 Friedman, has entered March 10, 2009 Order of Preliminary Injunction And Orders
3 (1) Continuing Asset Freeze, (2) Appointing A Permanent Receiver, (3)
4 Prohibiting The Destruction Of Documents, (4) Granting Expedited Discovery, and
5 (“Preliminary Injunction”);

6 WHEREAS, the Preliminary Injunction, among other things, appointed
7 David A. Gill as Permanent Receiver for defendants Diversified Lending Group,
8 Inc. (“DLG”) and Applied Equities, Inc. (“AEI”), and their subsidiaries and
9 affiliates;

10 WHEREAS, the effective and efficient discharge of the Permanent
11 Receiver’s duties would be facilitated if certain subsidiaries and affiliates of DLG
12 and AEI that have been identified be specifically referenced in the Permanent
13 Injunction, for ease of reference and clarity in the Permanent Receiver’s dealings
14 with third parties;

15 WHEREAS, the effective and efficient discharge of the Permanent
16 Receiver’s duties also would be facilitated by: (1) correcting two typographical
17 errors referring to the Permanent Receiver as the “Temporary Receiver”; and (2)
18 clarifying that the Preliminary Injunction’s requirement that a schedule of assets be
19 filed with the Court within five days (which defendant Friedman has already done
20 via an under seal filing) applies only to non-receivership defendants;

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28 *

1 IT IS HEREBY STIPULATED on behalf of the undersigned parties, and the
2 Court is REQUESTED to order that:

3 The Court shall enter an Amended Preliminary Injunction, in the form
4 attached hereto, making these clarifications and changes but no others, and
5 otherwise continuing in force and effect the existing Preliminary
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7 Respectfully submitted,

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9 DATED: March 27, 2009

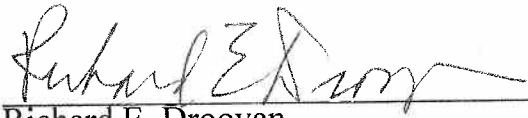


John M. McCoy III
Attorney for Plaintiff
Securities and Exchange Commission

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12 DATED: March __, 2009

David A. Gill
Court-Appointed Permanent Receiver

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15
16 DATED: March 26, 2009



Richard E. Drooyan
Munger, Tolles & Olson LLP
Attorney for Defendant
Bruce Friedman

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21 Good cause appearing, IT IS SO ORDERED

22 **IT IS SO ORDERED.**

23
24 DATED: March __, 2009

HONORABLE MANUEL L. REAL
UNITED STATES DISTRICT JUDGE

1 IT IS HEREBY STIPULATED on behalf of the undersigned parties, and the
2 Court is REQUESTED to order that:


3 The Court shall enter an Amended Preliminary Injunction, in the form
4 attached hereto, making these clarifications and changes but no others, and
5 otherwise continuing in force and effect the existing Preliminary
6

7 Respectfully submitted,

8
9 DATED: March __, 2009

10 _____
11 John M. McCoy III
12 Attorney for Plaintiff
13 Securities and Exchange Commission

14 DATED: March __, 2009

15 
16 _____
17 George E. Schulman
18 Danning, Gill, Diamond & Kollitz, LLP
19 Attorneys for
20 David A. Gill
21 Court-Appointed Permanent Receiver

22 DATED: March __, 2009

23 _____
24 Richard E. Drooyan
25 Munger, Tolles & Olson LLP
26 Attorney for Defendant
27 Bruce Friedman

28
29 Good cause appearing, IT IS SO ORDERED
30 IT IS SO ORDERED.

31 DATED: March __, 2009

32 _____
33 HONORABLE MANUEL L. REAL
34 UNITED STATES DISTRICT JUDGE

PROOF OF SERVICE

I am over the age of 18 years and not a party to this action. My business address is:

U.S. SECURITIES AND EXCHANGE COMMISSION, 5670 Wilshire Boulevard, 11th Floor, Los Angeles, California 90036-3648

Telephone No. (323) 965-3998; Facsimile No. (323) 965-3908.

On March 30, 2009, I caused to be served the document entitled **STIPULATION AND [PROPOSED] ORDER RE LIMITED RELIEF FROM ASSET FREEZE WITH RESPECT TO RELIEF DEFENDANT TINA PLACOURAKIS** on all the parties to this action addressed as stated on the attached service list:

OFFICE MAIL: By placing in sealed envelope(s), which I placed for collection and mailing today following ordinary business practices. I am readily familiar with this agency's practice for collection and processing of correspondence for mailing; such correspondence would be deposited with the U.S. Postal Service on the same day in the ordinary course of business.

PERSONAL DEPOSIT IN MAIL: By placing in sealed envelope(s), which I personally deposited with the U.S. Postal Service. Each such envelope was deposited with the U.S. Postal Service at Los Angeles, California, with first class postage thereon fully prepaid.

EXPRESS U.S. MAIL: Each such envelope was deposited in a facility regularly maintained at the U.S. Postal Service for receipt of Express Mail at Los Angeles, California, with Express Mail postage paid.

HAND DELIVERY: I caused to be hand delivered each such envelope to the office of the addressee as stated on the attached service list.

FEDERAL EXPRESS: By placing in sealed envelope(s) designated by Federal Express with delivery fees paid or provided for, which I deposited in a facility regularly maintained by Federal Express or delivered to a Federal Express courier, at Los Angeles, California.

ELECTRONIC MAIL: By transmitting the document by electronic mail to the electronic mail address as stated on the attached service list.

FAX: By transmitting the document by facsimile transmission. The transmission was reported as complete and without error.

(Federal) I declare under penalty of perjury that I am a member of the bar of this Court and that the foregoing is true and correct.

Date: March 30, 2009

/s/ John M. McCoy III
John M. McCoy III

1 **SEC v. DIVERSIFIED LENDING GROUP, INC., et al.**
2 **United States District Court – Central District of California**
3 **Case No. CV 09-01533 R (JTLx)**
4 **(LA-3591)**

5 SERVICE LIST

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13 Scottsdale, AZ 85255
14 Email: tina@sunwestbottlers.com

15 David A. Gill, Esq. **(also served by electronic mail)**
16 Danning, Gill, Diamond & Kollitz, LLP
17 2029 Century Park East, 3rd Floor
18 Los Angeles, CA 90067-2904
19 Email: dag@dgdk.com
20 ***Court-Appointed Temporary Receiver***

21 George E. Schulman, Esq. **(also served by electronic mail)**
22 Danning, Gill, Diamond & Kollitz, LLP
23 2029 Century Park East, 3rd Floor
24 Los Angeles, CA 90067-2904
25 Email: gschulman@dgdk.com
26 ***Attorney for Court-Appointed Temporary Receiver David A. Gill***