DISTRICT COURT
TWIN FALLS CO, IDAHO
FILED
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BY _____
CLERK
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IN THE DISTRICT COURT OF THE FIFTH JUDICIAL DISTRICT

OF THE STATE OF IDAHO, IN AND FOR THE COUNTY OF TWIN FALLS

STATE OF IDAHO, Department of Finance, Plaintiff, vs. AGRICULTURAL SERVICES OF AMERICA, INC., a Wyoming corporation; AGRICULTURAL INVESTMENTS OF AMERICA, INC., a Wyoming corporation; GREGORY S. DABNEY; RUSSELL R. GRAHAM; and PAUL GRANT, Defendants.	Civil No. CV –00-1784 **STIPULATION FOR JUDGMENT AND PERMANENT INJUNCTION**

COMES NOW the Plaintiff, by and through counsel, and Defendants Agricultural Services of America, Inc. and Agricultural Investments of America, Inc. (herein "Defendants") by and through counsel, in order to avoid prolonged litigation, to stipulate and agree as follows:

1. The Complaint on file herein states a cause of action for injunctive relief against Defendants.

2. Defendants neither admit nor deny the violations alleged in the Complaint.

3. Defendants agree that the Judgment and Permanent Injunction attached hereto as "Exhibit A" may be entered, and Defendants hereby consent to the entry thereof.

4. Said Judgment and Permanent Injunction shall constitute a final resolution of all issues presented in Plaintiff's Complaint as to Defendants, and may be presented to the Court immediately or at any time convenient to the Court, without the necessity of findings of fact or conclusions of law or further pleadings or proceedings in this matter.

5. All stipulating parties shall bear their own attorney's fees and costs of litigation.

May 30, 2001
Date

Michael Larsen
Deputy Attorney General
Counsel for Plaintiff
State of Idaho, Department of Finance

Agricultural Services of America, Inc.

May 25, 01
Date

By:
Title: Director

Agricultural Investments of America, Inc.

May 25, 01
Date

By:
Title: Director

May 29, 2001
Date

William G. Dryden
Counsel for Defendant Gregory S. Dabney

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STATE OF IDAHO, Department of Finance, Plaintiff, vs. AGRICULTURAL SERVICES OF AMERICA, INC., a Wyoming corporation; AGRICULTURAL INVESTMENTS OF AMERICA, INC., a Wyoming corporation; GREGORY S. DABNEY; RUSSELL R. GRAHAM; and PAUL GRANT, Defendants.	Civil No. CV –00-1784 **JUDGMENT AND PERMANENT INJUNCTION**

It appearing to the Court that Defendants Agricultural Services of America, Inc. and Agricultural Investments of America, Inc. (herein "Defendants"), in the Stipulation for Judgment and Permanent Injunction filed with the Court, have admitted that the Complaint states a cause of action for injunctive relief under the Idaho Securities Act and have agreed and consented to the

EXHIBIT
A

entry of judgment granting a permanent injunction against them, and have waived the necessity of findings of fact and conclusions of law with respect thereto, and the Court being fully advised in the premises:

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

1. Defendants are permanently enjoined from engaging in any acts, practices or omissions which would constitute violations of the Idaho Securities Act, and in particular, is permanently enjoined from:

A. Selling or offering for sale nonexempt securities in any form in the State of Idaho until such time as such securities have been registered with the Idaho Department of Finance, in accordance with Title 30, Chapter 14, Idaho Code;

B. Transacting securities business in the State of Idaho until such time as Defendants have become registered as a broker-dealer, or salesman for a broker-dealer or issuer, with the Idaho Department of Finance, in accordance with Title 30, Chapter 14, Idaho Code;

C. While engaged in or in connection with the offer, sale, or purchase of any security:

(1) Employing any device, scheme or artifice to defraud,

(2) Making any untrue statement of material fact, or omitting to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading, and

(3) Engaging in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person.

D. Aiding, abetting, counseling, inducing or causing any other person to engage in any of the types of conduct described in paragraphs A, B, and C above.

2. Defendants are prohibited from claiming the availability of, using, or offering to sell securities under, any exemptions under the Idaho Securities Act without receiving the prior written consent of the Director.

3. Defendants shall restore to each person in interest any consideration which may have been acquired or transferred in violation of the Idaho Securities Act, and specifically but not limited to, the amounts and persons identified in the "Restitution Exhibit" attached hereto in the total amount of $649,882.20.

4. This Judgment and Permanent Injunction shall serve as a final resolution of all issues presented in Plaintiff's Complaint as to Defendants Agricultural Services of America, Inc. and Agricultural Investments of America, Inc.

DATED this _____ day of _____ 2001.

_____

Honorable Daniel B. Meehl
District Judge