2003 NOV -6

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IN THE DISTRICT COURT OF THE SEVENTH JUDICIAL DISTRICT

OF THE STATE OF IDAHO, IN AND FOR BONNEVILLE COUNTY

STATE OF IDAHO, DEPARTMENT OF FINANCE, SECURITIES BUREAU,	)	Case No. CV-03-3137
Plaintiff,	)	**STIPULATION FOR ENTRY OF JUDGMENT AS TO DEFENDANT BARRY L. MOYER**
vs.	)	
COLLABWARE CORPORATION, formerly an Idaho corporation; BARRY L. MOYER, president, chief executive officer and director, and WILLIAM J. INMAN, vice-president and director, as individuals and in their official capacities as officers and directors,	)	
Defendants.	)	

The Department of Finance, State of Idaho, Securities Bureau (Department) and Defendant Barry L. Moyer (Moyer) have agreed to resolve all matters concerning such Defendant relating to the above-captioned action, pursuant to the following Stipulation. The Department and Moyer hereby stipulate and agree to the following terms and conditions:

(1) Moyer neither admits nor denies that he violated Idaho Code §§ 30-1416 and 30-1406 in that he sold to Idaho residents, through printed offering materials and oral solicitations, securities in the form of preferred stock in CollabWare Corporation, which constitutes a security under the Idaho Securities Act, when such security was not registered with the Department and while he was not registered with the Department as a broker-dealer or salesman to offer for sale securities.

(2) Moyer neither admits nor denies that he violated § 30-1403 of the Idaho Securities Act, as alleged in Counts Three, Four, and Five of the Verified Complaint filed by the Department in this action.

(3) Pursuant to Idaho Code § 30-1442(3), Moyer consents to the Court entering against him the injunction set forth in the Stipulated Judgment and Permanent Injunction Against Defendant Barry L. Moyer, a copy of which is attached hereto as Exhibit A.

(4) Pursuant to Idaho Code § 30-1442(3)(a), Moyer agrees, without admitting or denying liability, to pay to the Department as restitution for the benefit of members of SMTM Investment Club, the sum of $10,000.00 by no later than January 3, 2004.

(5) The Department agrees to forego any claim for costs, attorney fees, and reimbursement for investigative efforts in this action pursuant to Idaho Code § 30-1442(3)(c), and also agrees to forego any additional penalties against Moyer related to this action.

(6) The Department agrees that it will not use this injunction in the future as a basis for denying an application for registration as a securities salesman by Moyer if he otherwise qualifies for such registration.

(7) The Department determines that good cause exists to establish that it is not necessary under the circumstances of the instant case that Moyer be disqualified from claiming the availability of the exemption referenced in Rule 270.02 of the Rules Pursuant to the Idaho Securities Act, located at IDAPA 12.01.08.270.02, or the exemption referenced in Rule 262 of the federal Securities Act of 1933, located at 17 C.F.R. § 230.262.

(8) Moyer and the Department agree to bear their own attorney fees and costs in this action.

DATED this 29th day of October, 2003.

BARRY L. MOYER

APPROVED AS TO FORM AND CONTENT:

DATED this 29th day of October, 2003.

BRUCE C. FOX
Attorney for Barry L. Moyer

DATED this 3d day of November, 2003.

IDAHO DEPARTMENT OF FINANCE
SECURITIES BUREAU

MARILYN T. CHASTAIN
Bureau Chief

LAWRENCE G. WASDEN
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IN THE DISTRICT COURT OF THE SEVENTH JUDICIAL DISTRICT

OF THE STATE OF IDAHO, IN AND FOR BONNEVILLE COUNTY

STATE OF IDAHO, DEPARTMENT OF FINANCE, SECURITIES BUREAU, Plaintiff, vs. COLLABWARE CORPORATION, formerly an Idaho corporation; BARRY L. MOYER, president, chief executive officer and director, and WILLIAM J. INMAN, vice-president and director, as individuals and in their official capacities as officers and directors, Defendants.	Case No. CV-03-3137 **STIPULATED JUDGMENT AND PERMANENT INJUNCTION AGAINST DEFENDANT BARRY L. MOYER**

EXHIBIT A - 1 of 4

Defendant Barry L. Moyer and the Department of Finance, State of Idaho, Securities Bureau (Department), having agreed to resolve all allegations set forth in the Verified Complaint filed in the above-captioned matter by the stipulation on file herein,

PURSUANT TO THE AFOREMENTIONED STIPULATION, THE COURT HEREBY ORDERS, ADJUDGES, AND DECREES as follows:

INJUNCTIVE RELIEF:

Defendant Barry L. Moyer is permanently enjoined from engaging in any acts, practices or omissions which would constitute violations of the Idaho Securities Act, Title 30, Chapter 14, Idaho Code, and in particular, he is permanently enjoined from:

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

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

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

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

EXHIBIT A - 2 of 4

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

(4) Aiding, abetting, counseling, inducing or causing any other person to engage in any of the types of conduct described in paragraphs B(1), B(2), or B(3) above.

This stipulated judgment shall not be considered an order, judgment or decree for the purposes of the application of the disqualification provisions of Rule 270.02 of the Rules Pursuant to the Idaho Securities Act, located at IDAPA 12.01.08.270.02 or Rule 262 promulgated under the federal Securities Act of 1933, located at 17 C.F.R. § 230.262.

MONEY JUDGMENT:

The Department is hereby awarded a money judgment against Defendant Barry L. Moyer in the amount of $10,000.00, constituting partial restitution for the benefit of members of the SMTM Investment Club.

DATED this _____ of _____, 2003.

_____
District Judge

EXHIBIT A - 3 of 4

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on this _____ day of _____, 2003, I served a true and correct copy of the foregoing STIPULATED JUDGMENT AND PERMANENT INJUNCTION AGAINST DEFENDANT BARRY L. MOYER by placing the same in the United States Mail, postage prepaid, to:

Bruce C. Fox
DICKIE, McCAMEY & CHILCOTE
Two PPG Place, Suite 400
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_____

EXHIBIT A - 4 of 4