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BINGHAM COUNTY RECORDER
BLACKFOOT, IDAHO

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RECORDED AT THE REQUEST OF
State of Idaho
Depart. Finance

CASE NO. _____
FILED July 9, 1998
JUDIE HAMPTON
CLERK OF THE DISTRICT COURT
BY Filed DEPUTY

RECEIVED
JUL 15 1998
DEPARTMENT OF FINANCE

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IN THE DISTRICT COURT OF THE SEVENTH JUDICIAL DISTRICT

OF THE STATE OF IDAHO, IN AND FOR THE COUNTY OF BINGHAM

STATE OF IDAHO, Department of Finance, Plaintiff, vs. SUNDANCE RESOURCES, INC., SUNDANCE SYSTEMS, INC., MICHAEL E. PATMAN, and GHASSAN "GUS" ASSI, Defendants.	Civil No. CV-97-740 **JUDGMENT**

It appearing to the Court that the Defendants Sundance Resources, Inc., Sundance Systems, Inc., and Michael E. Patman (collectively referred to as the Stipulating Defendants) in their Stipulation for Judgment (the "Stipulation") filed with the Court, have admitted the jurisdiction of this Court over the subject matter of this proceeding and over the parties hereto, that the complaint states a cause of action for relief under the Idaho Securities Act, and without admitting or denying

the allegations set forth in the Complaint, have consented to the entry of findings of certain violations of the Idaho Securities Act, have agreed and consented to the entry of this judgment 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:

FINDINGS OF FACT

1. The Court finds that the Stipulating Defendants have violated the Idaho Securities Act, specifically Idaho Code §§ 30-1403(2), 30-1406, and 30-1416, as alleged in the complaint at Counts One and Two, and Count Three, ¶¶ 18.C - O, 19.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

2. Stipulating Defendant Sundance Systems, Inc., shall, within thirty (30) days of the date of this Judgment, offer rescission to investors in all securities offerings sold by Sundance Systems, Inc. (formerly Sundance Resources, Inc.), who were residents of Idaho at the time of the offer and/or sale of such offerings. The offers of rescission shall be made by way of letter, the contents of which shall be submitted for approval of the Department of Finance prior to dissemination to the Idaho residents affected by this ruling, within twenty-one (21) days of the date of this Judgment. The rescission offers shall not be made until the Department of Finance approves the contents of the letter of rescission. All persons who accept the offer of rescission shall be paid within ninety (90) days of the date of acceptance of the rescission offer.

3. The Stipulating Defendants shall, within thirty (30) days of the date of this Judgment, pay a collective fine to the Department of Finance in the amount of ten thousand dollars ($10,000).

4. The Stipulating Defendants shall, for a period of three (3) years from the date of this Judgment, obtain the written approval of the Department of Finance prior to the offer and sale of securities in Idaho. This restriction shall not apply if the offering of the securities results in a listing

on the Nasdaq National Market System, the American Stock Exchange, or the New York Stock Exchange. After the expiration of the three (3) year period, the Stipulating Defendants may engage in offers and sales of securities in Idaho under applicable state and federal regulatory requirements regarding such offerings.

5. The Stipulating Defendants shall hereafter comply with all provisions of the Idaho Securities Act and rules thereunder.

6. This Judgment shall serve as a final resolution of all issues presented in Plaintiff's complaint as to defendants Sundance Resources, Inc., Sundance Systems, Inc., and Michael E. Patman.

DATED this 9th day of ~~June~~ July, 1998.

GREGORY S. ANDERSON

GREGORY S. ANDERSON
District Judge

STATE OF IDAHO
COUNTY OF Bingham } SS
I certify the foregoing to be a true and correct copy of the original on file and of record in the Office of the Clerk and Ex-Officio Recorder of Bingham County, Idaho.
Dated 7/28/98

JUDIE HAMPTON
Clerk and Ex-Officio Recorder
By [illegible]
Deputy

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