

1 Plaintiff, The People of the State of California, by and through Demetrios A. Boutris,
2 California Corporations Commissioner ("Plaintiff" or "Commissioner") and Defendants ScanTech
3 Imaging, Inc., Devin Grant Rockefeller, and Jason Williamson (hereinafter collectively "Issuer
4 Defendants"), have stipulated as follows:

5 A. Plaintiff has filed and served a First Amended Complaint against the Issuer
6 Defendants.

7 B. The Issuer Defendants have read the First Amended Complaint, the Stipulation to the
8 Order of Preliminary Injunction ("Stipulation") and this proposed Order of Preliminary Injunction as
9 to the Issuer Defendants ("Order of Preliminary Injunction").

10 C. The Issuer Defendants, without admitting or denying the allegations in the First
11 Amended Complaint and without notice of further proceedings, have voluntarily consented to the
12 entry by the Court of this Order of Preliminary Injunction.

13 D. Plaintiff and the Issuer Defendants have stipulated and agreed that the Stipulation
14 may be executed in one or more separate counterparts, each of which when so executed, shall be
15 deemed an original. Such counterparts shall together constitute and be one and the same instrument.

16 E. The Issuer Defendants have stipulated and agreed that they entered into the
17 Stipulation voluntarily and without coercion, and have acknowledged that no promises, threats or
18 assurances have been made by Plaintiff or any officer, or agent thereof to induce them to enter into
19 the Stipulation.

20 **PURSUANT TO STIPULATION OF THE PARTIES AND GOOD CAUSE**
21 **APPEARING THEREFOR, IT IS HEREBY ORDERED THAT DURING THE PENDENCY**
22 **OF THIS ACTION:**

23 Defendants ScanTech Imaging, Inc., Devin Grant Rockefeller, and Jason Williamson,
24 (hereinafter collectively "Issuer Defendants"), and their agents, employees, attorneys in fact in their
25 capacities as such, and all persons acting in concert or participating with them, shall be and are
26 hereby preliminarily enjoined from engaging in, committing, aiding and abetting, or performing
27 directly or indirectly, by any means whatsoever, any of the following acts:
28

1 a. Violating California Corporations Code Section 25110 by offering to sell, selling,
2 arranging for the sale of, issuing, engaging in the business of selling, negotiating for the sale of, or
3 otherwise in any way dealing or participating in the offer or sale, in this state, of any security of any
4 kind, including but not limited to the securities described in the First Amended Complaint filed in
5 this action, unless and until the Issuer Defendants shall have first applied for, and secured from the
6 Commissioner, a qualification pursuant to California Corporations Code Section 25111, 25112, or
7 25113 authorizing the offer and sale of such securities;

8 b. Violating California Corporations Code Section 25401 by offering to sell, selling,
9 offering to buy or buying any security in this state by means of any written or oral communication of
10 any kind whatsoever which includes any untrue statement of any material fact or omits or fails to
11 state any material fact necessary in order to make the statements made, in light of the circumstances
12 under which they were made, not misleading, including but not limited to the misrepresentations and
13 omissions described in the First Amended Complaint filed in this action;

14 c. Violating Corporations Code Section 25210 by effecting any transaction in, or
15 inducing or attempting to induce the purchase or sale of, any security in California, including but not
16 limited to the securities described in the First Amended Complaint, without having first applied for
17 and secured from the commissioner a certificate, then in effect, authorizing the Issuer Defendants, or
18 any business entity that they directly or indirectly control, to act or conduct business as a broker-
19 dealer;

20 d. Removing, destroying, mutilating, concealing, altering, transferring or otherwise
21 disposing of, in any manner, any books, records, computer files, correspondence, brochures, manuals
22 or any other writings or documents of any kind as defined under California Evidence Code Section
23 250 relating to the transactions and course of conduct as alleged in the First Amended Complaint
24 filed in this action, that are in the possession, custody or control of the Issuer Defendants;

25 e. Transferring, changing, disbursing, selling, dissipating, converting, pledging,
26 assigning, foreclosing or otherwise disposing of any real property or personal property in the
27 possession or under the control of the Issuer Defendants, which property or other assets were derived
28 or emanated from directly, or indirectly, the sale and issuance of securities as alleged in the First

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Amended Complaint, without leave of the Court; and
f. Withdrawing, transferring, changing, disbursing, dissipating, converting, pledging, or assigning any funds or other assets which were derived or emanated, directly or indirectly, from the offer and sale of securities as alleged in the First Amended Complaint, from any accounts at any bank, savings and loan association, broker-dealer or any other financial institution in the name of any of the Issuer Defendants, or controlled by any of the Issuer Defendants, without leave of the Court.

DATED: October 25, 2002

The Honorable Ronald L. Bauer_____
JUDGE OF THE SUPERIOR COURT OF THE
STATE OF CALIFORNIA FOR THE
COUNTY OF ORANGE