

FILED
MAR 15 2002
CLERK
U. S. DISTRICT COURT
EASTERN MICHIGAN

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN

SECURITIES AND EXCHANGE COMMISSION,)	
)	
Plaintiff,)	Civil Action No. 01-73698
)	Judge John Corbett O'Meara
v.)	
)	
MARK SENDO and)	
INTERNETMONEY.COM, INC., ET AL.,)	
)	
Defendants.)	

FINAL ORDER AND JUDGMENT
OF PERMANENT INJUNCTION AGAINST INTERNETMONEY.COM, INC.

Plaintiff United States Securities and Exchange Commission ("Commission"), having filed a Complaint in this matter, and Defendant InternetMoney.com, Inc. ("iMC") in the Consent and Stipulation of InternetMoney.com, Inc. attached hereto and incorporated herein ("Consent"), having acknowledged receipt of the Complaint and admitted the jurisdiction of the Court over it and over the subject matter, and both the Commission and iMC having waived the entry of Findings of Fact and Conclusions of Law as provided by Rule 52 of the Federal Rules of Civil Procedure, and iMC, without admitting or denying the allegations of the Complaint except as to jurisdiction, and without trial, argument, or adjudication of any issue of fact or law herein, having consented to the entry of this Final Order and Judgment of Permanent Injunction Against

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InternetMoney.com, Inc. ("Final Judgment"), and it further appearing that the Court has jurisdiction over the parties and the subject matter hereof, and the Court being fully advised in the premises:

I.

IT IS ORDERED, ADJUDGED AND DECREED that iMC, its officers, agents, servants, employees, attorneys, and those persons in active concert or participation with it who receive actual notice of this Final Judgment by personal service or otherwise, and each of them, be and hereby are permanently restrained and enjoined from, directly or indirectly, in the offer or sale of any securities, by the use of any means or instruments of transportation or communication in interstate commerce, or by the use of the mails:

- (1) employing any device, scheme, or artifice to defraud;
- (2) obtaining money or property by means of any untrue statement of a 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 were made, not misleading; or
- (3) engaging in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon any purchasers or prospective purchasers of any security,

in violation of Sections 17(a)(1), (2) or (3) of the Securities Act of 1933 [15 U.S.C. § 77q(a)(1), (2) and (3)].

II.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that iMC, its officers, agents, servants, employees, attorneys, and those persons in active concert or participation with it

who receive actual notice of this Final Judgment by personal service or otherwise, and each of them, be and hereby are permanently restrained and enjoined from, directly or indirectly, in connection with the purchase or sale of securities, by the use of any means or instrumentality of interstate commerce or of the mails, or of any facility of any national securities exchange:

- (1) employing any device, scheme or artifice to defraud;
- (2) making any untrue statement of a 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 were made, not misleading; or
- (3) engaging in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person,

in violation of Section 10(b) of the Securities Exchange Act of 1934 [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5].

III.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the attached Consent and Stipulation of InternetMoney.com, Inc. be, and hereby is, incorporated herein with the same force and effect as if fully set out herein and that iMC shall comply with its Consent.

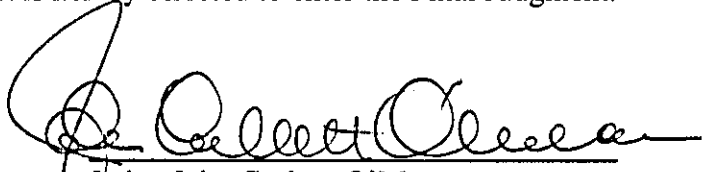
IV.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Court shall retain jurisdiction of this action for all purposes, including enforcement of the Final Judgment.

V.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that there being no just reason for delay, the Clerk of the Court is hereby directed to enter the Final Judgment.

SO ORDERED:



Judge John Corbett O'Meara
United States District Judge

MAR 15 2002

Dated: _____, 2002

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SECURITIES AND EXCHANGE COMMISSION,)	
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Plaintiff,)	Civil Action No. 01-73698
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INTERNETMONEY.COM, INC.,)	
)	
Defendants.)	

CONSENT AND STIPULATION OF INTERNETMONEY.COM, INC.

1. Defendant InternetMoney.com, Inc. (i) consents to the Court's jurisdiction over it and the subject matter of this action; (ii) without admitting or denying the allegations of the Complaint, consents to entry of the attached Final Order and Judgment of Permanent Injunction Against InternetMoney.com, Inc. ("Order") submitted with this Consent and Stipulation ("Consent"); (iii) waives findings of fact and conclusions of law; (iv) agrees that the Order may be presented to the Court and entered without further notice; (v) waives notice of entry and service of the Order; (vi) waives any right to appeal from the Order; (vii) acknowledges that this Consent and the Order embody the entire agreement resolving this action; and (viii) acknowledges that this Consent and the Order do not bind any agency of government other than

Plaintiff United States Securities and Exchange Commission (“Commission”) and, consistent with 17 C.F.R. §202.5(f), waives any claim of double jeopardy based on settlement of this action.

2. Defendant understands and agrees to comply with the Commission’s policy “not to permit a defendant or respondent to consent to a judgment or order that imposes a sanction while denying the allegations in the complaint or order for proceedings” (17 C.F.R. §202.5(e)). In compliance with this policy, Defendant agrees: (i) not to take any action or to make or permit to be made any public statement denying, directly or indirectly, any allegation in the Complaint or creating the impression that the Order is without factual basis; and (ii) that upon the filing of this Consent with the Court, Defendant hereby withdraws any papers filed in this action to the extent that they deny any allegation in the Complaint. If Defendant breaches this agreement, the Commission may petition the Court to vacate the Order and restore this action to its active docket. Nothing in this provision affects Defendant’s: (i) testimonial obligations; or (ii) right to take legal or factual positions in litigation in which the Commission is not a party.

3. Defendant agrees and understands that the terms of the Order are enforceable through contempt proceedings; and that, in any such proceedings, it may not challenge the validity of this Consent or the Order.

4. In connection with this action and any related judicial or administrative proceeding or investigation commenced by the Commission or to which the Commission is a party, Defendant (i) will produce documents and provide interviews at the request of Commission staff; (ii) will accept service by mail of subpoenas for documents or testimony at depositions, hearings or trials; and (iii) waives the territorial limits on service contained in Fed. R. Civ. P. 45 or applicable local rules for such subpoenas.

Accepted by Defendant:
INTERNETMONEY.COM, INC.



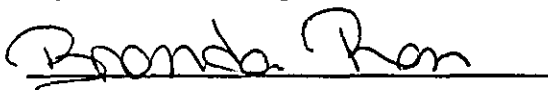
Name:
Position: CEO.

Dated: Oct. 13, 2001

Subscribed and Sworn to before me

this 13 day of October, 2001.

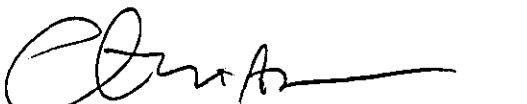
My Commission expires: 11-09-03



BRENDA S. REN
Notary Public, Macomb County, MI
My Commission Expires 11/09/2003

REQUEST FOR ENTRY

Plaintiff United States Securities and Exchange Commission respectfully requests entry of the Final Order and Judgment of Permanent Injunction Against InternetMoney.com, Inc. submitted with this Consent and Stipulation.



Kent W. McAllister, Esq.
One of the Attorneys for Plaintiff
Securities and Exchange Commission
500 West Madison Street, Suite 1400
Chicago, Illinois 60661
312-353-7390

Dated: March 5 2002, 2001

CERTIFICATE OF CORPORATE AUTHORITY

I, Mark Sendo, President and majority shareholder of InternetMoney.com, Inc. (the "Corporation"), a corporation duly organized and existing under the laws of the State of Indiana, hereby certify that

1. The Corporation, having been informed that it was named as defendant in a civil action to be instituted by the Securities and Exchange Commissions, consents to a settlement of this proceeding under the terms of the Consent and Stipulation of InternetMoney.com, Inc. ("Consent"); and further

2. That the undersigned, as President of the Corporation, or any other senior officer of the Corporation, is hereby authorized and empowered to execute and deliver, on behalf of the Corporation, any and all documents in furtherance of the settlement as required, including executing the Consent substantially in the form attached hereto.

Dated: 1-18 2002


Mark Sendo, President

State of Michigan
County of Washtenaw ss.

On this the 18th day of Jan., 2002, Mark Sendo personally Appeared before me and did duly acknowledge to me that he executed the Certificate of Corporate Authority, in his capacity as President of the Board of InternetMoney.com, Inc.


NOTARY PUBLIC

AMY KOHRMAN
Notary Public Washtenaw County, Michigan
My Commission Expires August 17, 2003

My Commissions expires: