LARRY ECHOHAWK ATTORNEY GENERAL '94 IIIN 27 P.1:02 STATE OF IDAHO MARILYN T. SCANLAN Deputy Attorney General State of Idaho Department of Finance P.O. Box 83720 Boise, Idaho 83720-0031 Telephone: (208) 334-3313 Facsimile: (208) 334-2216 IN THE DISTRICT COURT OF THE SEVENTH JUDICIAL DISTRICT OF THE STATE OF IDAHO, IN AND FOR THE COUNTY OF BONNEVILLE STATE OF IDAHO, Department of ) Finance, ) Civil No. CV94-2405 Plaintiff, ) ) STIPULATION FOR JUDGMENT vs. ) AND PERMANENT INJUNCTION ) CAROL A. WALKER, ) Defendant.

Comes now the Plaintiff, by and through counsel and the Defendant CAROL A. WALKER ("WALKER"), upon the advice of counsel, in order to avoid prolonged litigation, to stipulate and agree as follows:

 Defendant WALKER enters her appearance in this action and submits herself to the jurisdiction of the above-entitled court.
 The Plaintiff has authority to bring this action; this Court has jurisdiction over the subject matter of this action and over the parties hereto; and, the complaint on file herein states a cause of action for injunctive relief against the Defendant.

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STIPULATION FOR JUDGMENT AND PERMANENT INJUNCTION 3. The Defendant neither admits nor denies the allegations of the Complaint.

4. The Defendant agrees that the Judgment and Permanent Injunction submitted herewith may be entered against her and she hereby consents to its entry by the Court.

5. Said Judgment and Permanent Injunction shall constitute a final resolution of all issues presented in Plaintiff's Complaint, 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.

6. Defendant agrees that she will not, either directly or indirectly, offer, issue or sell any securities on behalf of herself or others.

7. Defendant agrees that no company in which she is an officer or director will, either directly or indirectly, offer, issue or sell securities without the prior written consent of the Department.
8. Defendant agrees to waive the statute of limitations through 1997 in any action to enforce payment pursuant to the securities sold by her, Financial Freedom Enterprises, Inc. or Financial Freedom Foundation. Defendant agrees to give notice of this waiver to all persons with a possible claim arising from these securities sales.

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9. The parties hereto shall bear their own attorney fees and costs of litigation.

Dated this \_\_\_\_\_ day of May, 1994.

MARILYN U. SCANLAN Deputy Attorney General Counsel for plaintiff

Marilyn D. SCANLAN 5/13/94 CAROL A. WALKER Date

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WAYNE KLEIN Dat Bureau Chief Securities Bureau Idaho Department of Finance