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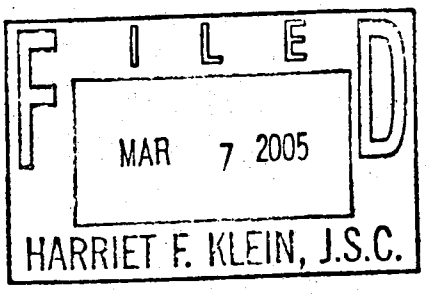


SUPERIOR COURT OF NEW JERSEY
CHANCERY DIVISION - COUNTY OF ESSEX
Docket No. ESX-C-0015-05

PETER C. HARVEY, Attorney General of New Jersey and FRANKLIN L. WIDMANN, Chief of the New Jersey Bureau of Securities Securities, Plaintiffs, v. JOSEPH GREENBLATT, individually, MAX GREENBLATT, individually and as co-Executor of the Estate of Vera Greenblatt, PETER F. VOGEL, individually and as Co-Executor of the Estate of Vera Greenblatt, ESTATE OF VERA GREENBLATT, JEROME M. ROSENTHAL, ALEXANDRA HORVATH, MAYWOOD CAPITAL CORP., a New Jersey corporation, MAYWOOD MANAGEMENT CORP., a New York corporation, TUMBLERS, INC., a New York corporation, TUMBLERS II, INC., a New York corporation, AP CONSTRUCTION ASSOCIATES, INC., a New York corporation,	Civil Action **ORDER FOR PRELIMINARY INJUNCTION, ASSET FREEZE EXCEPT FOR PROPERTY OF THE BANKRUPTCY ESTATE OF DEFENDANTS TO THE EXTENT THE AUTOMATIC STAY IS OPERABLE AND APPOINTMENT OF A RECEIVER AS TO ALL DEFENDANTS EXCEPT JEROME ROSENTHAL**

MAYWOOD CONSOLIDATED PROPERTIES, :
INC., a New York corporation, :
MAYWOOD CONSTRUCTION CORP., :
a New York corporation, :
942 ATLANTIC AVE. REALTY CORP., :
a New York corporation, :
VALUE CAPITAL GROUP, INC. :
a New York corporation, :
113 BLAKE AVE. REALTY CORP., :
a New York corporation, :
11 BROOKLYN AVE. REALTY CORP., :
a New York corporation, :
883 CAULDWELL AVE. REALTY CORP., :
a New York corporation, :
162 CENTRAL AVE. REALTY CORP., :
a New York corporation, :
164 CENTRAL AVE. REALTY CORP., :
a New York corporation, :
917 EAGLE AVENUE REALTY CORP., :
a New York corporation, :
216 EDGECOMBE AVE. REALTY CORP., :
a New York corporation, :
2278 EIGHTH AVE. REALTY CORP., :
a New York corporation, :
1230 FRANKLIN AVE. REALTY CORP., :
a New York corporation, :
67 HANCOCK ST. REALTY INC. :
A New York corporation :
1055 HERKIMER AVE. REALTY CORP., :
a New York corporation, :
190-01-190-13 HOLLIS AVE. REALTY CORP., :
a New York corporation, :
2006 HONEYWELL AVE. REALTY CORP., :
a New York corporation, :
161 HULL ST. REALTY CORP., :
a New York corporation, :
242 LENOX AVE. REALTY CORP., :
a New York corporation, :
2093 MADISON AVE. REALTY CORP., :
a New York corporation, :
2093 MADISON LLC, :
a New York corporation, :

64 PATCHEN AVE. REALTY LLC, :
a New York corporation, :
653-655 ROGERS AVE. REALTY CORP., :
a New York corporation, :
2035-2037 SEVENTH AVE. REALTY CORP., :
a New York corporation, :
957 ST. NICHOLAS AVE. REALTY CORP., :
a New York corporation, :
133 SUYDAM ST. REALTY CORP., :
a New York corporation, :
135 SUYDAM ST. REALTY CORP., :
a New York corporation, :
173 UTICA AVE. REALTY CORP., :
a New York corporation, :
49-51 & 55-57 WYONA ST. REALTY CORP., :
a New York corporation, :
243 EAST 118TH ST. REALTY CORP., :
a New York corporation, :
65-67 EAST 125TH ST. REALTY CORP., :
a New York corporation, :
77 EAST 125TH ST. REALTY LLC, :
a New York limited liability company, :
79 EAST 125TH ST. CORP., :
a New York corporation, :
79 EAST 125TH STREET REALTY LLC, :
a New York limited liability company, :
27 EAST 131ST ST. REALTY CORP., :
a New York corporation, :
6 EAST 132ND ST. APARTMENTS CORP., :
a New York corporation, :
6 EAST 132 ST. LLC, :
a New York limited liability company, :
313 EAST 140TH ST. REALTY CORP., :
a New York corporation, :
335 EAST 140TH ST. REALTY CORP., :
a New York corporation, :
522 EAST 148TH ST. REALTY CORP., :
a New York corporation, :
108 WEST 119TH ST. APARTMENTS CORP. :
A New York corporation, :
121 WEST 122ND ST. CORP., :
a New York corporation, :

148 WEST 124TH ST. REALTY CORP., :
a New York corporation, :
308 WEST 127TH ST. REALTY CORP., :
a New York corporation, :
358-360 WEST 127TH ST. REALTY CORP., :
a New York corporation, :
360 WEST 127TH ST. REALTY CORP., :
a New York corporation, :
18 WEST 129TH ST. REALTY CORP., :
a New York corporation, :
108 WEST 130TH ST. REALTY CORP., :
a New York corporation, :
304-306 WEST 133RD ST. REALTY CORP., :
a New York corporation, :
118-120 WEST 137TH ST. REALTY CORP., :
a New York corporation, :
142 WEST 139TH ST. REALTY LLC, :
a New York limited liability company, :
459 WEST 147th STREET REALTY CORP., :
a New York corporation, :
459 WEST 147TH ST. REALTY LLC, :
a New York limited liability company :
535 WEST 147TH ST. REALTY CORP., :
a New York corporation, :
549 WEST 147TH ST. REALTY CORP., :
a New York corporation, :
308 WEST 148TH ST. REALTY LLC, :
a New York limited liability company :
515 WEST 148TH ST. REALTY CORP., :
a New York corporation, :
540 WEST 148TH ST. REALTY CORP., :
a New York corporation, :
536 WEST 149TH ST. REALTY CORP., :
a New York corporation, :
452 WEST 150TH STREET REALTY CORP., :
a New York corporation, :
510 WEST 159th ST. REALTY CORP., :
a New York corporation, :
544 WEST 160TH APARTMENTS CORP., :
a New York corporation, :

559 WEST 185TH ST. REALTY LLC, :
a New York limited liability company, :
:
Defendants. :
:

This matter having been presented to the Court on the application of Peter C. Harvey, Attorney General of New Jersey, (Deputy Attorney General David M. Puteska appearing) and Franklin L. Widmann, Chief of the New Jersey Bureau of Securities, pursuant to N.J.S.A. 49:3-69(a), R. 4:52-1 and R. 4:67, by Order to Show Cause filed on January 13, 2005, and the Court having reviewed the Verified Complaint and supporting documents submitted therewith and the following defendants having received service of the aforementioned pleadings and submitted no opposition thereto: Joseph Greenblatt ("J. Greenblatt"), Max Greenblatt, individually, and as co-Executor of the Estate of Vera Greenblatt ("M. Greenblatt"), Peter F. Vogel, individually, and as co-Executor of the Estate of Vera Greenblatt ("Vogel") (collectively the "Individual Defendants"), Estate of Vera Greenblatt, Alexandra Horvath, Maywood Capital Corp., Maywood Management Corporation, Tumblers, Inc., Tumblers II, Inc., AP Construction Associates, Inc., Maywood Consolidated Corp., Maywood Construction Corp., Value Capital Group, Inc. and the following related corporate entities: 942 Atlantic Ave. Realty Corp, 113 Blake Avenue Realty Corp., 133 Blake Ave. Realty Corp., 11 Brooklyn Ave. Realty Corp., 883 Cauldwell Ave. Realty Corp., 162 Central Ave. Realty Corp., 164 Central Ave. Realty Corp., 917 Eagle Ave. Realty Corp., 216 Edgecombe Ave. Realty Corp., 2278 Eighth Ave. Realty Corp., 1230 Franklin Ave. Realty Corp., 67 Hancock St. Realty Inc., 1055 Herkimer Ave. Realty Corp., 190-01-190-13 Hollis Ave. Realty Corp., 2006 Honeywell Ave. Realty Corp., 161 Hull St. Realty Corp., 242 Lenox Ave. Realty Corp., 2093 Madison Ave. Realty Corp., 2093 Madison LLC, 64 Patchen Ave. Realty LLC, 653-655 Rogers Ave.

Realty Corp., 2035-2037 Seventh Ave. Realty Corp., 957 St. Nicholas Ave. Realty Corp., 133 Suydam St. Realty Corp., 135 Suydam St. Realty Corp., 173 Utica Ave. Realty Corp., 49-51 & 55-57 Wyona St. Realty Corp., 243 East 118th St. Realty Corp., 65-67 East 125th Street Realty Corp., 77 East 125th St. Realty LLC, 79 East 125th St. Corp., 79 East 125th St. Realty LLC, 27 East 131st St. Realty Corp., 6 East 132nd St. Apartments Corp., 6 East 132 St. LLC, 313 East 140th St. Realty Corp., 335 East 140th St. Realty Corp., 522 East 148th St. Realty Corp., 108 West 119th St. Apartments Corp., 121 West 122 Street Realty Corp., 148 West 124th St. Realty Corp., 308 West 127th St. Realty Corp., 358-360 West 127th St. Realty Corp., 360 West 127th St. Realty Corp., 18 West 129th St. Realty Corp, 108 West 130th St. Realty Corp., 304-306 West 133rd St. Realty Corp., 118-120 West 137th St. Realty Corp., 142 West 139th St. Realty LLC, 459 West 147th St. Realty Corp., 459 West 147th St. Realty LLC, 535 West 147th St. Realty Corp., 549 West 147th St. Realty Corp., 308 West 148th St. Realty LLC, 515 West 148th Realty Corp., 540 West 148th St. Realty Corp., 536 West 149th St. Realty Corp., 452 West 150th St. Realty Corp., 510 West 159th St. Realty Corp., 544 West 160th Apartments Corp. and 559 West 185th St. Realty LLC (hereinafter the "Defendant Entities"), and for good cause shown,

IT IS on this 7th day of March 2005, **ORDERED** as follows:

1. All provisions of this Order shall be effective nunc pro tunc to February 18, 2005;

2. The Individual Defendants and Defendant Entities, their officers, directors, employees, agents, and attorneys, and such persons acting in concert or participation with any of them, as receive actual notice of this order are preliminarily enjoined from violating the New Jersey Uniform Securities Law (1997) (N.J.S.A. 49:3-47 to 76) (hereinafter the "Securities Law");

3. Defendants J. Greenblatt, M. Greenblatt and Vogel and such persons acting in concert or participation with any of them, as receive actual notice of this Order, are preliminarily enjoined from violating N.J.S.A. 2C:41-1 et seq. (hereinafter the "RICO Law");

4. The Individual Defendants and Defendant Entities, their officers, directors, employees, agents, and attorneys, and such persons acting in concert or participation with any of them, as receive actual notice of this order, are preliminarily enjoined from employing persons to act as unregistered broker-dealers, unregistered investment advisers or investment adviser representatives or unregistered agents in the State of New Jersey in violation of N.J.S.A. 49:3-56;

5. The Individual Defendants and Defendant Entities, their officers, directors, employees, agents, and attorneys, and such persons acting in concert or participation with any of them, as receive actual notice of this order, are preliminarily enjoined from effecting or attempting to effect transactions in securities from, to or within New Jersey without being registered as broker-dealers, investment advisers or investment adviser representatives, or agents thereof, with the New Jersey Bureau of Securities, in violation of N.J.S.A. 49:3-56(a);

6. The assets and property except for property of the bankruptcy estate of defendants to the extent the automatic stay is operable of the Individual Defendants, Defendant Entities, the Estate of Vera Greenblatt and Alexandra Horvath, wheresoever located, real or personal, including any and all bank accounts are preliminarily frozen in that said defendants shall not directly or indirectly dispose of, transfer, sell, dissipate, encumber, liquidate, or withdraw any assets or property, whether real or personal, owned or controlled by any of said defendants except for property of the bankruptcy estate of defendants to the extent the automatic stay is operable, pending further order of this Court.

No asset frozen under this order shall be liquidated until further order of this Court upon application of the Receiver appointed hereinunder;

7. The Individual Defendants and Defendant Entities, their officers, directors, employees, agents, and attorneys, and such persons acting in concert or participation with any of them, as receive actual notice of the order, by personal service or otherwise, are preliminarily restrained from destroying or concealing any books, records or documents directly or indirectly relating in any way to the business, financial and personal affairs of any defendants, their successors, subsidiaries or affiliates;

8. Any person with actual or constructive notice of this order who aids, abets, counsels, commands or instructs any person or entity to perform any act prohibited by this order or otherwise to violate any provision of this order is subject to punishment for violation of said order;

9. RICHARD D. TRENK, ESQ. of Booker, Rabinowitz, Trenk, Lubetkin, Tully DiPasquale & Webster, P.C., 100 Executive Drive, West Orange, New Jersey 07052 is hereby appointed to serve as Receiver, pursuant to N.J.S.A. 49:3-69, to serve without bond, and shall:

(a) immediately, except as to defendants with pending bankruptcy cases, immediately after compliance with Section 543 of the Bankruptcy Code, take into possession all of the defendants' assets that are frozen including, but not limited to, holdings and interests in all financial institutions, brokerage and trading accounts, and undertake all actions necessary or appropriate to maintain optimal value of the assets, including, following order of this Court, the liquidation of any such assets;

(b) within seven (7) days of a receipt of a filed copy of this order, all defendants whose assets are frozen, or their counsel, shall submit a proposed monthly budget to the Receiver. Within five (5) days of the receipt of the proposed budget from the individual defendants whose assets are frozen, or their counsel, submit a plan to the Court for the establishment of a reasonable monthly living expense to be paid to the defendants whose assets are frozen from the funds available in the receivership estate;

(c) review all the books and records of and pertaining to all defendants whose assets are frozen and report to the Court within ninety (90) days of the entry of this order;

(d) determine the identities of all investors of the defendants and creditors of all defendants whose assets have been frozen, past and present, and the status of their accounts;

(e) ascertain the financial condition of all defendants whose assets are frozen, their successors, subsidiaries and affiliates;

(f) draft a preliminary plan to distribute the defendants' assets to investors and creditors including the Bureau;

(g) determine the necessity of retaining professionals including, but not limited to, accountants and attorneys, to assist the receiver in fulfilling the Receiver's responsibilities as ordered by the Court, and upon making a determination of necessity and obtaining Plaintiffs' consent, make application to the Court for an order permitting the retention of such professionals by the receiver;

(h) be held harmless from and against any liabilities, including costs and expenses of defending claims, for which the receiver may become liable or incur by reason of any act or omission to act in the course of performing the receiver's duties, except upon a finding by this Court of gross negligence or willful failure of the receiver to comply with the terms of this or any other order of this Court, irrespective of the time when such claims are filed;

(i) be compensated out of the estate of all defendants whose assets are frozen, their successors, subsidiaries and affiliates;

(j) be permitted to resign upon giving written notice to this Court and plaintiffs of the Receiver's intention to resign, which resignation shall not become effective until appointment by the Court of a successor which shall be subject to plaintiffs' approval; and

(k) have the full statutory powers to perform the Receiver's duties delineated in N.J.S.A. 49:3-69 (c) and (d) and Title 14A of the New Jersey Statutes, Corporations, General, including, but not limited to, those set forth at N.J.S.A. 14A:14-1 to 27, or so far as the provisions thereof are applicable.

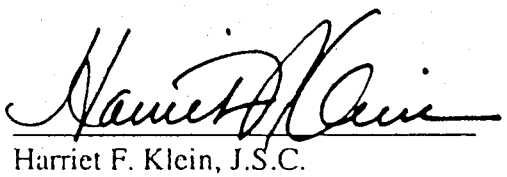
10. Within fifteen (15) days of the entry of this order, the Individual Defendants and Defendant Entities shall turn over to the Receiver, at their sole cost and expense, a copy of any and

all books, records and documents, including those in electronic format, that relate in any way to the subject matter of this litigation and/or the related business affairs of all defendants. This request shall specifically include any passwords or other information necessary to provide the Receiver access to computerized data. This provision shall not include any documents that are subject to privilege unless otherwise ordered by this Court;

11. The Individual Defendants and Defendant Entities shall file an answer or other responsive pleading as required by R. 4:5-1 et seq. or motion, if any, within forty-five (45) days from the date of the filing of this order;

12. Plaintiffs shall serve one copy of this order upon all defendants or their attorneys, in the manner prescribed by R. 4:4-4 or R. 4:4-6, as appropriate within five (5) days of the entry hereof; and

13. Plaintiffs shall be afforded such additional relief as the court may deem just and equitable.



Harriet F. Klein, J.S.C.