SUPERIOR COURT OF NEW JERSEY

CHANCERY DIVISION GENERAL EQUITY COUNTY OF ESSEX

DOCKET NO. ESX-C-355-99

JOHN J. FARMER, JR. ATTORNEY GENERAL OF NEW JERSEY on behalf of FRANKLIN L. WIDMANN, CHIEF OF THE NEW JERSEY BUREAU OF SECURITIES Plaintiffs, v. MILLENNIUM INTERACTIVE TECHNOLOGIES CORPORATION, f/k/a EXETER FINANCIAL SERVICES CORPORATION, DAVID HELMSTETTER, INGRID GRAY, STUART LEFFLER, LOUIS KOWAL, and ISAAC MILSTEIN, Defendants.	Civil Action STIPULATION AND WARRANT TO SATISFY JUDGMENT

This matter having been settled by Ingrid Gray ("Gray") by Consent Judgment dated March 30, 2001 and Stuart Leffler ("Leffler") by Consent Judgment dated March 30, 2001, and such Defendants having now fully satisfied any sums due to the State of New Jersey, Bureau of Securities, and in particular, Gray having paid the full amount required of her under the terms of her Consent Judgment, and the State having agreed to accept, and acknowledge as received, the sum of Five Thousand Dollars ($5,000.00), in addition to all previous payments, in full

satisfaction of the Consent Judgment of Stuart Leffler,

NOW THEREFORE, the parties hereto hereby stipulate and agree as follows:

1. That Gray and Leffler have fully satisfied the payment terms of any and all Consent Judgments related to this matter; and

2. This Stipulation and Warrant to Satisfy Judgment settles any claims the Bureau had for payment against Gray and Leffler that may be heretofore outstanding as a result of the March 30, 2001 Consent Judgments.

Consent to the Form, Content and Entry of this
Stipulation and Warrant to Satisfy Judgment:

By:_____ Dated: June 9, 2006

Seth T. Taube (STT-6088)
Attorney for Ingrid Gray and Stuart Leffler
Baker Botts L.L.P.
30 Rockefeller Center
New York, New York 10112
Telephone (212) 408-2655
Facsimile (212) 259-2455

ZULIMA V. FARBER
ATTORNEY GENERAL OF NEW JERSEY
Attorney for State of New Jersey, Bureau of Securities

By:_____ Dated: 6-12-06

Isabella Trifilio Stempler
Deputy Attorney General