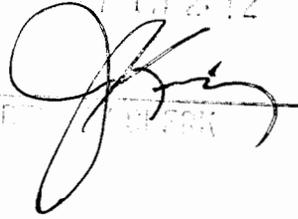


UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF GEORGIA

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FEDERAL TRADE COMMISSION,

Plaintiff,

vs.

FRANKLY SPEAKING, INC.;
PLASTICASH, INC;
DONALD J. LASKER; and
BONNIE KRIEBEL aka BONNIE LASKER

Defendants.

Civil Action No. 1:05-cv-60(WLS)

STIPULATED JUDGMENT AND ORDER FOR PERMANENT INJUNCTION

Plaintiff, Federal Trade Commission (“FTC” or the “Commission”), has commenced this action by filing the complaint herein. The parties have agreed to settlement of this action without adjudication of any issue of fact or law, and without Defendants admitting liability for any of the violations alleged in the complaint.

THEREFORE, on the joint motion of the parties, it is hereby ORDERED, ADJUDGED AND DECREED as follows:

FINDINGS

1. This Court has jurisdiction over the subject matter and the parties pursuant to 28 U.S.C. §§ 1331, 1337(a) and 1345, and 15 U.S.C. §§ 45(a), 53(b), 57b, 6102(c), and 6105(b).
2. Venue is proper as to all parties in this District under 28 U.S.C. § § 1391(b) and (c), and 15 U.S.C. § 53(b).

3. The activities of Defendants are in or affecting commerce, as defined in Section 4 of the FTC Act, 15 U.S.C. § 44.

4. The complaint states a claim upon which relief may be granted against Defendants, under Sections 5 and 13(b) of the Federal Trade Commission Act (“FTC Act”), 15 U.S.C. §§ 45 and 53(b).

5. Defendants have entered into this Stipulated Judgment and Order for Permanent Injunction (“Order”) freely and without coercion. Defendants further acknowledge that they have read the provisions of this Order and are prepared to abide by them.

6. Defendants hereby waive all rights to seek judicial review or otherwise challenge or contest the validity of this Order, and further waive and release any claim Defendants may have against the FTC, its employees, and agents, including any rights that may arise under the Equal Access to Justice Act, 28 U.S.C. § 2412, amended by Pub. L. 104-121, 110 Stat. 847, 863-64 (1996).

7. The parties shall each bear their own costs and attorneys’ fees incurred in this action.

8. Entry of this Order is in the public interest.

DEFINITIONS

For the purpose of this Order, the following definitions shall apply:

1. “Asset” or “Assets” means all real or personal property of any Defendant, or held for the benefit of any Defendant, including, but not limited to, “goods,” “instruments,” “equipment,” “fixtures,” “general intangibles,” “inventory,” “checks,” or “notes” (as these terms are defined in the Uniform Commercial Code), and all chattel, leaseholds, contracts, mail or other deliveries, lists of consumer names, shares of stock, accounts, credits, receivables, and cash, wherever located.

2. “Defendants” means Frankly Speaking, Inc., Plasticash, Inc., Donald J. Lasker and Bonnie Kriebel aka Bonnie Lasker (“Bonnie Kriebel”), and each of them by whatever names each might be known.

3. The “Telemarketing Sales Rule” or “Rule” means the FTC Rule entitled “Telemarketing Sales Rule,” 16 C.F.R. § 310.

4. “Customer” and “person” are defined as those terms are defined in the Telemarketing Sales Rule, 16 C.F.R. § 310.2.

5. “Telemarketing” means a plan, program, or campaign which is conducted to induce the purchase of goods or services or a charitable contribution, by use of one or more telephones and which involves more than one interstate telephone call.

6. “Seller” means any person who, in connection with a telemarketing transaction, provides, offers to provide, or arranges for others to provide goods or services to the customer in exchange for consideration.

7. “Telemarketer” means any person who, in connection with telemarketing, initiates or receives telephone calls to or from a customer or donor.

ORDER

I. BAN

IT IS ORDERED that Defendants are permanently restrained and enjoined from engaging, participating, assisting or facilitating in any manner or capacity whatsoever, directly or indirectly, individually or through any corporation, subsidiary, division, or other device, in any telemarketing of any kind.

II. PROHIBITION AGAINST UNAUTHORIZED BILLING

IT IS FURTHER ORDERED that, in connection with the advertising, promotion, offering for sale or sale of goods or services by any means whatsoever, Defendants are hereby permanently restrained and enjoined from submitting a charge to a consumer's billing account and from otherwise billing a consumer without having previously obtained the consumer's express written authorization for any such charge in a document that includes the consumer's signature.

III. MONETARY JUDGMENT

IT IS FURTHER ORDERED that:

A. Judgment in the amount of \$138,000.00 is entered against Defendants jointly and severally as restitution for consumer injury; provided, however, that this judgment shall be suspended subject to the conditions set forth in Section IV.

B. Funds paid pursuant to this Section and Section IV (Right to Reopen) shall be deposited into a fund administered by the FTC or its designated agent to be used for equitable relief, including, but not limited to, restitution and any attendant expenses for the administration of any monetary fund. In the event that direct restitution to consumers is wholly or partially impracticable or funds remain after restitution is completed, the FTC may apply any remaining funds for any other equitable relief (including consumer information remedies) that it determines to be reasonably related to Defendants' practices alleged in the complaint. Any funds not used for this equitable relief shall be deposited into the U.S. Treasury as disgorgement. Defendants shall have no right to challenge the FTC's choice of remedies under this section.

C. The FTC and Defendants acknowledge and agree that no portion of this judgment for equitable monetary relief shall be deemed a fine, penalty, punitive assessment, or forfeiture.

D. Defendants agree that the facts as alleged in the complaint filed in this action shall

be taken as true for the purpose of any nondischargeability action in a bankruptcy proceeding.

IV. RIGHT TO REOPEN AS TO MONETARY JUDGMENT

IT IS FURTHER ORDERED that:

A. By agreeing to this Order, Defendants reaffirm and attest to the truthfulness, accuracy, and completeness of their sworn testimony taken under oath on March 9, 2005, and written financial statements submitted to the FTC (designated collectively as the "Financial Statements"). This Court's Order, and Plaintiff's agreement to enter into this Order, is expressly premised upon the truthfulness, accuracy, and completeness of Defendants' financial condition, as represented in the Financial Statements referenced above, which contain material information upon which Plaintiff relied in negotiating and agreeing to the terms of this Order.

B. If, upon motion by Plaintiff, this Court finds that Defendants failed to disclose any material asset, or materially misrepresented the value of any asset, or made any other material misrepresentation in or omission from the Financial Statements, the Court shall reinstate the suspended judgment against such Defendant, in favor of the FTC, in the amount of \$138,000.00, which the Defendants and the FTC stipulate is the amount of consumer injury jointly and severally caused by the Defendants. Provided, however, that in all other respects this Order shall remain in full force and effect unless otherwise ordered by the Court.

C. In accordance with 31 U.S.C. § 7701, Defendants are hereby required, unless they have done so already, to furnish to the FTC their respective taxpayer identifying numbers (social security number or employer identification number) which shall be used for purposes of collecting and reporting on any delinquent amount arising out of Defendants' relationship with the government.

D. Proceedings instituted under this section are in addition to, and not in lieu of, any other civil or criminal remedies that may be provided by law, including any other proceedings the

FTC may initiate to enforce this Order.

V. PROHIBITION ON DISCLOSING CUSTOMER INFORMATION

IT IS FURTHER ORDERED that Defendants, as well as their officers, agents, directors, employees, salespersons, independent contractors, attorneys, corporations, subsidiaries, branches or business divisions, affiliates, successors, assigns, and all other persons or entities in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, whether acting directly or through any trust, corporation, subsidiary, division or other entity, are hereby permanently restrained and enjoined from selling, renting, leasing, transferring, or otherwise disclosing the name, address, telephone number, social security number, billing information or other identifying information of any person whose identifying information was acquired and used by Defendants to bill, or attempt to bill, consumers at any time prior to the date this Order is entered. Provided, however, that Defendants may disclose identifying information to a law enforcement agency or as required by any law, regulation, or court order.

VI. DISTRIBUTION OF ORDER BY DEFENDANTS

IT IS FURTHER ORDERED that, for a period of five (5) years from the date of entry of this Order, Defendants shall deliver copies of the Order as directed below:

A. Frankly Speaking, Inc. and Plasticash, Inc. must deliver a copy of this Order to all of their principals, officers, directors, and managers. Frankly Speaking, Inc. and Plasticash, Inc. also must deliver copies of this Order to all of their employees, agents, and representatives who engage in conduct related to the subject matter of the Order. For current personnel, delivery shall be within five (5) days of service of this Order upon Defendants. For new personnel, delivery shall occur prior to them assuming their responsibilities.

B. For any business that Donald J. Lasker or Bonnie Kriebel controls, directly or indirectly, or in which Donald J. Lasker or Bonnie Kriebel has a majority ownership interest,

Donald J. Lasker and Bonnie Kriebel must deliver a copy of this Order to the principals, officers, directors and managers of that business. Donald J. Lasker and Bonnie Kriebel must also deliver copies of this Order to all employees, agents, and representatives of that business who engage in conduct related to the subject matter of the Order. For current personnel, delivery shall be within five (5) days of service of this Order upon Defendant. For new personnel, delivery shall occur prior to them assuming their responsibilities.

C. For any business where Donald J. Lasker or Bonnie Kriebel is not a controlling person of a business but otherwise engages in conduct related to the subject matter of this Order, Donald J. Lasker and Bonnie Kriebel must deliver a copy of this Order to all principals and managers of such business before engaging in such conduct.

D. Defendants must secure a signed and dated statement acknowledging receipt of the Order, within thirty (30) days of delivery, from all persons receiving a copy of the Order pursuant to this Part.

VII. ACKNOWLEDGMENT OF RECEIPT OF ORDER BY DEFENDANTS

IT IS FURTHER ORDERED that each Defendant, within five (5) business days of receipt of this Order as entered by the Court, must submit to the Commission a truthful sworn statement acknowledging receipt of this Order.

VIII. COMPLIANCE REPORTING BY DEFENDANTS

IT IS FURTHER ORDERED that, in order that compliance with the provisions of this Order may be monitored:

- A. For a period of five (5) years from the date of entry of this Order,
 1. Donald J. Lasker and Bonnie Kriebel shall notify the Commission of the following:
 - a. Any changes in residence, mailing addresses, and telephone

numbers, within ten (10) days of the date of such change;

b. Any changes in employment status (including self-employment), and any change in ownership in any business entity, within ten (10) days of the date of such change. Such notice shall include the name and address of each business that Donald J. Lasker or Bonnie Kriebel is affiliated with, employed by, creates or forms, or performs services for; a statement of the nature of the business; and a statement of their duties and responsibilities in connection with the business or employment;

c. Any changes in Donald J. Lasker or Bonnie Kriebel's name or use of any aliases or fictitious names; and

2. Defendants shall notify the Commission of any changes in corporate structure of Frankly Speaking, Inc., or Plasticash, Inc., or any business entity that Donald J. Lasker or Bonnie Kriebel directly or indirectly control(s), or has an ownership interest in, that may affect compliance obligations arising under this Order, including but not limited to a dissolution, assignment, sale, merger, or other action that would result in the emergence of a successor entity; the creation or dissolution of a subsidiary, parent, or affiliate that engages in any acts or practices subject to this Order; the filing of a bankruptcy petition; or a change in the corporate name or address, at least thirty (30) days prior to such change, *provided* that, with respect to any proposed change in the corporation about which a Defendant learns less than thirty (30) days prior to the date such action is to take place, the Defendant shall notify the Commission as soon as is practicable after obtaining such knowledge.

B. One hundred eighty (180) days after the date of entry of this Order, each Defendant shall provide a written report to the FTC, sworn to under penalty of perjury, setting

forth in detail the manner and form in which they have complied and are complying with this Order. This report shall include, but not be limited to:

1. For Donald J. Lasker and Bonnie Kriebel:
 - a. Their then-current residence address, mailing addresses, and telephone numbers;
 - b. Their then-current employment and business addresses and telephone numbers, a description of the business activities of each such employer or business, and their title or responsibilities for each such employer or business; and
 - c. Any other changes required to be reported under Subparagraph A of this Section.
2. For all Defendants:
 - a. A copy of each acknowledgment of receipt of this Order, obtained pursuant to Paragraph VI; and
 - b. Any other changes required to be reported under subparagraph A of this Section.

C. For the purposes of this Order, Defendants shall, unless otherwise directed by the Commission's authorized representatives, mail all written notifications to the Commission to:

Regional Director
Federal Trade Commission
225 Peachtree Street, Suite 1500
Atlanta, Georgia 30303
Re: FTC v. Frankly Speaking, Inc., et al, Civ. No. _____.

D. For purposes of the compliance reporting required by this Order, representatives of the Commission are authorized to communicate directly with Defendants.

IX. COMPLIANCE MONITORING

IT IS FURTHER ORDERED that, for the purpose of monitoring and investigating compliance with any provision of this Order,

A. Within ten (10) days of receipt of written notice from a representative of the Commission, Defendants shall submit additional written reports, sworn to under penalty of perjury; produce documents for inspection and copying; appear for deposition; and/or provide entry during normal business hours to any business location in such Defendant's possession or direct or indirect control to inspect the business operation.

B. In addition, the Commission is authorized to monitor compliance with this Order by all other lawful means, including but not limited to the following:

1. Obtaining discovery from any person, without further leave of court, using the procedures prescribed by Fed. R Civ. P. 30, 31, 33, 34, 36 and 45;
2. Posing as consumers and suppliers to Defendants, Defendants' employees, or any other entity managed or controlled in whole or in part by Defendants, without the necessity of identification or prior notice.

C. Defendants shall permit representatives of the Commission to interview any employer, consultant, independent contractor, representative, agent, or employee who has agreed to such an interview, relating in any way to conduct subject to this Order. The person interviewed may have counsel present.

Provided, however, that nothing in this Order shall limit the Commission's lawful use of compulsory process, pursuant to Sections 9 and 20 of the FTC Act, 15 U.S.C. §§ 49, 57b-1, to obtain any documentary material, tangible things, testimony, or information relevant to unfair or deceptive acts or practices in or affecting commerce (within the meaning of 15 U.S.C. § 45(a)(1)).

X. RECORD KEEPING PROVISIONS

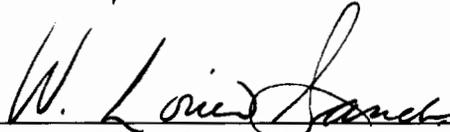
IT IS FURTHER ORDERED that, for a period of eight (8) years from the date of entry of this Order, Defendants are hereby restrained and enjoined from failing to create and retain the following records in connection with the advertising, promotion, offering for sale or sale of goods or services by any means whatsoever:

- A. Accounting records that reflect the cost of goods or services sold, revenues generated, and the disbursement of such revenues;
- B. Personnel records accurately reflecting: the name, address, Social Security Number, and telephone number of each person employed in any capacity by such business, including as an independent contractor; that person's job title or position; the date upon which the person commenced work; and the date and reason for the person's termination, if applicable;
- C. Customer files containing the names, addresses, phone numbers, dollar amounts paid, quantity of items or services purchased, and description of items or services purchased, to the extent such information is obtained in the ordinary course of business;
- D. Complaints and refund requests (whether received directly, indirectly or through any third party) and any responses to those complaints or requests;
- E. Copies of all sales scripts, training materials, advertisements, or other marketing materials; and
- F. All records and documents necessary to demonstrate full compliance with each provision of this Order, including but not limited to, copies of acknowledgments of receipt of this Order, required by Paragraph VI, and all reports submitted to the FTC pursuant to Paragraph VIII.

XI. RETENTION OF JURISDICTION

IT IS FURTHER ORDERED that this Court shall retain jurisdiction of this matter for purposes of construction, modification and enforcement of this Order.

SO ORDERED this 16~~th~~ day of May, 2005.



UNITED STATES DISTRICT JUDGE

CONSENTED TO BY THE PARTIES

PLAINTIFF

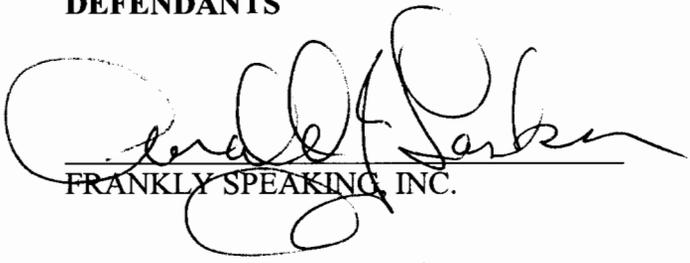


Federal Trade Commission
Signed this 12th Day of May 2005.

Valerie M. Verduce
Georgia Bar No. 727066
Trial Counsel for Federal Trade Commission

Federal Trade Commission
225 Peachtree Street, Suite 1500
Atlanta, Georgia 30303
Office 404-656-1355
Facsimile 404-656-1379

DEFENDANTS

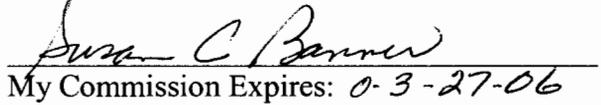

FRANKLY SPEAKING, INC.

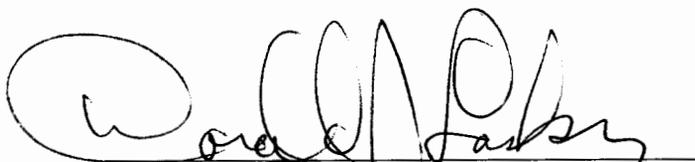
Signed and Notarized this Feb 20 day of 2005


My Commission Expires: 03-27-06


PLASTICASH, INC.

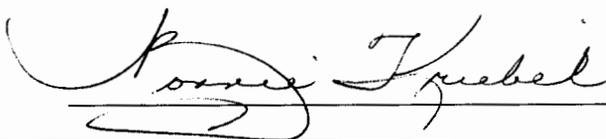
Signed and Notarized this Feb 20 day of 2005


My Commission Expires: 0-3-27-06


DONALD J. LASKER

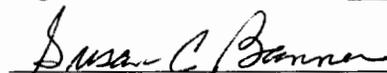
Signed and Notarized this Feb 20 day of 2005


My Commission Expires: 03-27-06



BONNIE KRIEBEL aka BONNIE LASKER

Signed and Notarized this Feb 20 day of 2005


My Commission Expires: 03-27-06