

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA**

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

Civil Action No. 09-61868

v.

GINA P. SOLOW, et al.

Defendants.

AGREED ORDER OF DISMISSAL

The remaining parties in this action, the Securities and Exchange Commission, Jamie Solow, Gina Solow, JSolow One Condo, Inc. and Federation Advances Corp., LLC, have agreed to settle their claims and resolve all issues raised in the instant civil action, and express their consent to the entry of this Agreed Order of Dismissal. Plaintiff Securities and Exchange Commission (the "Commission" or "SEC") and Defendant Gina P. Solow ("Mrs. Solow") have executed and ratified a Settlement Term Sheet (the "Settlement Agreement"), which memorializes the terms of their agreement. A true and correct copy of the Settlement Agreement has been submitted to the Court under seal pursuant to the agreement of the parties.

The SEC has agreed to release its claims against Defendant Federation Advances Corp., LLC ("FAC") in exchange for FAC's agreement to release: (1) its mortgage lien on Mrs. Solow's residential condominium located at [REDACTED] (the "Galt Ocean Condo"); and, (2) its claim against proceeds from the sale of the Solows' former residence in Hillsboro Beach, FL (the "Hillsboro Beach Property") which are currently on deposit with the Registry of this Court.

To the extent that any of the terms of settlement between and among the parties

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affect Defendant Jamie L. Solow ("Mr. Solow"), or require Mr. Solow to take any action which is not unreasonable, Mr. Solow has agreed to cooperate as necessary.

The Court, having reviewed the terms of the parties' agreements as described herein, finds such agreements to be fair and reasonable and the Court therefore approves such agreements. Accordingly,

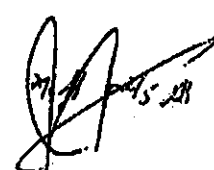
IT IS HEREBY AGREED AND ORDERED THAT:

1. All Defendants have released their claims to the proceeds of the sale of the Hillsboro Beach Property which are currently on deposit with the Registry of this Court in the amount of \$319,711.00, plus any interest accrued thereon. These funds shall be applied, pursuant to the Settlement Agreement, toward the partial satisfaction of the outstanding balance of the judgment entered against Defendant Jamie L. Solow in the action styled SEC v. Jamie L. Solow, 06-81041 (S.D. Fla.)

2. FAC will execute and deliver to the SEC any all documents necessary to release its mortgage lien against the Galt Ocean Condo.

3. The terms of the Settlement Agreement between the SEC and Mrs. Solow are binding and enforceable. The Court reserves jurisdiction to enforce the terms of such agreement.

4. All causes of action and affirmative defenses that have or could have been asserted by and among the SEC and Gina Solow and JSolow Condo One, Inc. in this action are hereby DISMISSED with prejudice. Further, all causes of action and affirmative defenses that have or could have been asserted by and among the SEC and FAC in this action are hereby DISMISSED with prejudice. However, nothing herein shall operate or be construed to operate as a release or discharge of any of the obligations

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under the settlement agreements between and among the parties. Additionally, and notwithstanding anything herein to the contrary, nothing herein shall operate or be construed to operate as a waiver, release or discharge of any claims that Gina Solow, JSolow Condo One, Inc. or any affiliated entities have or may have against FAC or any other persons or entities other than the SEC.

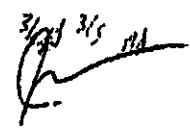
5. Notwithstanding the above, the SEC's claims against the real property described in the Settlement Agreement (i.e., the condominium in Fort Lauderdale, FL and the real property in Park City, UT) will remain in effect until Mrs. Solow remits payment in full of the settlement amount. Accordingly, the Court specifically authorizes the continuation of the lis pendens which have been filed against those properties. Both lis pendens shall be discharged with prejudice upon the settlement amount having been paid in full. Either lis pendens shall be discharged with prejudice prior to the closing of a sale of the subject property to a good faith purchaser for value. The timeframe set forth in paragraphs 1, 4 and 13 of the Settlement Term Sheet to remit payment in full of the settlement amount shall commence from the date of the entry of this Order.

6. To the extent that any of the terms of settlement between and among the parties affect Mr. Solow, or require Mr. Solow to take any action which is not unreasonable, Mr. Solow will cooperate as necessary.

7. The SEC and Mrs. Solow shall execute all documents necessary to effectuate the terms of the parties' settlement, as set forth in the Settlement Agreement and this Order.

8. Each party will bear its own costs, expenses and attorneys fees.

9. This Agreed Order shall bind and inure to the benefit of the heirs,

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successors, and assigns of the parties.

Dated this _____ day of July, 2011.

DONALD M. MIDDLEBROOKS
UNITED STATES DISTRICT JUDGE

[Handwritten signature]
7/18/11

We hereby agree to and accept the terms and conditions set forth in this Agreed Order of Dismissal, and the Settlement Term Sheet being approved hereby, and we consent to entry of this Agreed Order of Dismissal:



John C. Silbermann
U.S. Securities and Exchange Commission
Washington, D.C. 20549-4010
Attorney for Plaintiff



Gina P. Solow, individually
[REDACTED]

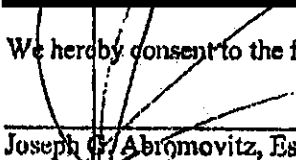


Jamie L. Solow, Pro Se
[REDACTED]



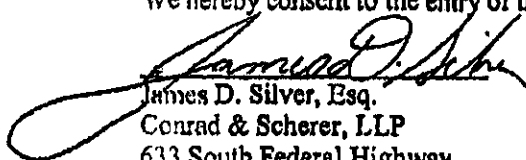
JSolow Condo One, Inc.
Gina P. Solow, President
[REDACTED]

We hereby consent to the form and entry of this Agreed Order of Dismissal:



Joseph C. Abramovitz, Esq.
858 Washington Street, 3rd Fl.
100 F Street, N.E., Dedham, MA 02026
Attorney for Federation Advances Corp., LLC

We hereby consent to the entry of this Agreed Order as to form only:



James D. Silver, Esq.
Conrad & Scherer, LLP
633 South Federal Highway
Pt. Lauderdale, FL 33301
Attorney for Defendants
Gina P. Solow and
JSolow Condo One, Inc.

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