

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

**JAMES G. TEMME,
STEWARDSHIP FUND, LP**

Defendants,

Civil Action No.4:11cv655

**AGREED ORDER ENTERING PRELIMINARY INJUNCTION AGAINST
STEWARDSHIP FUND, LP**

This matter came before me, the undersigned United States District Judge, this 14th day of November, 2011, on the application of Plaintiff Securities and Exchange Commission for issuance of a preliminary injunction against Defendant Stewardship Fund, LP. This Court has previously issued an order that, among other things, issued a temporary restraining order, froze assets, required an accounting, required preservation of documents and authorized expedited discovery. Defendant Stewardship Fund, LP has agreed to the entry of this agreed order entering a preliminary injunction and providing other preliminary relief, without admitting or denying the allegations contained in the Commission's Complaint; has agreed that this Court has jurisdiction over it and subject matter of this action; and has agreed to waive a hearing and the entry of findings of fact and conclusions of law.

IT IS THEREFORE ORDERED:

I.

Stewardship Fund, LP and its agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Order by personal

service or otherwise, are restrained and enjoined in the offer or sale of any securities by use of any means or instruments of transportation or communication in interstate commerce, or of the mails, from, directly or indirectly:

- (a) employing any device, scheme or artifice to defraud;
- (b) obtaining money or property by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; or
- (c) engaging in any transactions, practices or courses of business which operate or would operate as a fraud or deceit upon any purchaser or prospective purchaser.

[Securities Act § 17(a) (15 U.S.C. § 77q(a))].

II.

Stewardship Fund, LP and its agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, are restrained and enjoined from making use of any means or instrumentalities of interstate commerce, or of the mails or of any facility of a national security exchange, directly or indirectly, in connection with the purchase or sale of any security:

- (a) to employ any device, scheme or artifice to defraud;
- (b) to make any untrue statement of a material fact or to omit to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading;
- (c) to engage in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person; or

- (d) to use or employ any manipulative or deceptive device or contrivance in contravention of a rule or regulation prescribed by the Securities and Exchange Commission.

[Exchange Act § 10(b) and Rule 10b-5 thereunder (15 U.S.C. § 78j(b) and 17 C.F.R. § 240.10b-5)].

III.

Except as authorized by any order appointing a Receiver in this matter, Defendant Stewardship Fund, LP, along with any entity that it, directly or indirectly, controls, and officers, agents, servants, employees, attorneys, and all persons in active concert or participation with it who receive actual notice of this Order by personal service or otherwise are restrained and enjoined from, directly or indirectly, making any payment or expenditure of funds, incurring any additional liability (including, specifically, by advances on any line of credit and any charges on any credit card), or effecting any sale, gift, hypothecation or other disposition of any asset, pending provision of sufficient proof to the Court of sufficient funds or assets to satisfy all claims alleged in the Commission's Complaint, or the posting of a bond or surety sufficient to assure payment of any such claim. Further, any bank, trust company, broker-dealer, depository institution, entity, or individual holding accounts or assets for or on behalf of Stewardship Fund, LP shall make no transactions in assets or securities (excepting liquidating necessary as to wasting assets) and no disbursement of assets or securities (including extensions of credit, or advances on existing lines of credit), including the honor of any negotiable instrument (including, specifically, any check, draft, or cashier's check) purchased by or for Stewardship Fund, LP, unless otherwise ordered by this Court.

IV.

The Commission may cause a copy of this Order to be served on any bank, trust company, broker-dealer, depository institution, entity, or individual either by United States mail, UPS or other overnight delivery service, email, or facsimile as if such service were personal service, to restrain and enjoin any such institution, entity, or individual from disbursing assets, directly or indirectly, to or on behalf of James G. Temme.

V.

Stewardship Fund, LP and its agents, servants, employees, attorneys, and all persons in active concert or participation with it who receive actual notice of this Order by personal service or otherwise, are restrained and enjoined from destroying, removing, mutilating, altering, concealing or disposing of, in any manner, any of their books and records or any documents relating in any manner to the matters set forth in the Commission's Complaint, or the books and records of any entities under its control, unless otherwise ordered by this Court.

VI.

Stewardship Fund, LP shall have sixty (60) days from the date of this Preliminary Injunction in which to answer the Commission's Complaint.

It is SO ORDERED.

SIGNED this 14th day of November, 2011.



MICHAEL H. SCHNEIDER
UNITED STATES DISTRICT JUDGE