

UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF VIRGINIA
CHARLOTTESVILLE DIVISION

MAY 06 2005

JOHN F. CORCORAN, CLERK
BY: *[Signature]*
DEPUTY CLERK

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

TERRY L. DOWDELL, et al.,

Defendants.

Civil Action No. 3:01CV00116

Judge James H. Michael, Jr.

**ORDER MODIFYING ASSET FREEZE AND DIRECTING TURNOVER
OF ACCOUNTS OF DEFENDANT KENNETH G. MASON**

Before the undersigned Court is Plaintiff SEC's Motion for an Order Modifying Asset Freeze and Directing Turnover of Accounts of Defendant Kenneth G. Mason.

The Court: (i) having entered a Temporary Restraining Order Against Kenneth Mason on November 19, 2001 and a Preliminary Injunction Order Against Mason on March 14, 2002, pursuant to which certain of Mason's assets were and remain frozen; (ii) having received a Consent and Stipulation of Mason To Final Judgment and Order of Permanent Injunction, Disgorgement, Civil Penalty and Other Equitable Relief, filed contemporaneously with this motion, in which he consented to the appointment of Roy M. Terry, Esq. (the "Escrow Agent") as escrow agent over the funds at issue in this motion and to the terms of this order; (iii) having received a copy of the escrow agreement signed by Mason and Terry (the "Escrow Agreement"); and (iv) being fully advised in the premises:

IT IS HEREBY ORDERED, ADJUDGED AND DECREED:

as follows:

1. Any and all financial institutions identified in paragraph 2 of this order that receive actual notice of this order are hereby ordered immediately to surrender and turn over to the Escrow Agent all funds in any accounts of defendant Mason, including the net surrender value of any insurance policies. The turnover shall be accomplished by sending such funds by wire transfer to the following account:

Beneficiary Bank: BB&T
Bank Address: 823 East Main Street
Richmond, VA 23219
SWIFT: BRBTUS33
Beneficiary Name: Terry L. Dowdell Et Al Receivership
600 East Main Street - Floor 20
Richmond, VA 23219-2416
Account No: 5839417804

2. The accounts that are subject to this order include, but are not limited to, the following:

a. From Bank One, N.A.

- i. Certificate of Deposit Account No. 00053301365 in the name of Kenneth G. Mason;
- ii. Business Checking Account No. 4063570 in the name of Kenneth G. Mason;
- iii. Business Checking Account No. 40999613 in the name of Law Offices of Kenneth G. Mason Client Fund Account; and
- iv. Personal Checking Account No. 11537809 in the name of Kenneth G. Mason; and

b. From **MONY Life Insurance Company**, the net surrender value of the following policies:

- i. 1075-01-14 -- Kenneth Mason
- ii. 1363-15-59 – Kenneth Mason
- iii. 1130-33-23 – Kenneth Mason
- iv. 1200-30-23 – Kenneth Mason
- v. 1348-17-46 – Kenneth Mason

3. Bank One, N.A. and MONY Life Insurance Company may deduct from the funds turned over the amounts that the financial institution customarily charges for wire transfers.

4. Contemporaneously with each wire transfer of funds from the above accounts identified in paragraph 2 to the BB&T account, the financial institution shall provide written notice to the Escrow Agent and to the SEC of the amount of the wire, the date of the transfer, and the name and account number of the account(s) from which the funds were transferred. Such notice shall be sent by facsimile transmission to counsel of record in this case for the SEC at the following number: (312) 886-1774. Such notice shall be sent by facsimile transmission to Roy M. Terry at the following number: (804) 775-6911.

5. All funds deposited into the above-referenced account at BB&T established by the Escrow Agent shall be subject to the terms of the Escrow Agreement.

6. The asset freeze provisions against Mason contained in the Court's prior orders are hereby modified to the limited extent necessary to effectuate the terms of this order.

The Clerk of the Court is hereby directed to send a certified copy of this order to all counsel of record and to the Receiver appointed by the Court in this action.

ENTERED: *James B. Michael, Jr.*
Senior United States District Court Judge

6 May 2005
Date