

THEREFORE, upon stipulation of Plaintiff and Defendants, it is hereby ORDERED, ADJUDGED, and DECREED as follows:

FINDINGS

A. This Court has jurisdiction over the subject matter of this case and jurisdiction over all parties.

B. Venue in the Southern District of Florida is proper under 15 U.S.C. § 53(b) and 28 U.S.C. § 1391(b) and (c).

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

D. The Complaint states a claim upon which relief can be granted against the Defendants under Sections 5(a), 12, and 13(b) of the Federal Trade Commission Act ("FTC Act"), 15 U.S.C. §§ 45(a), 52, and 53(b).

E. Defendants waive all rights to seek judicial review or otherwise challenge or contest the validity of this Order. Defendants also waive any claims that they may have held under the Equal Access to Justice Act, 28 U.S.C. § 2412, concerning the prosecution of this action to the date of this Order.

F. Each party shall bear its own costs and attorneys' fees.

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

DEFINITIONS

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

A. Unless otherwise specified, "Defendants" shall mean (1) Femina, Inc.; (2) Husnain Mirza, individually and in his capacity as an officer of Femina; (3) Ines Arroyo,

disjunctively as necessary, to make the applicable phrase or sentence inclusive rather than exclusive.

I.

PROHIBITED REPRESENTATIONS

IT IS THEREFORE ORDERED that Defendants, and their officers, agents, servants, employees, and representatives, and all persons and 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 corporation, subsidiary, division, or other entity, in connection with the manufacturing, labeling, advertising, promotion, offering for sale, sale, or distribution of any weight loss product, in or affecting commerce, are hereby permanently enjoined from representing, in any manner, expressly or by implication, including through the use of endorsements or trade name, that such product:

- A. Causes rapid and substantial weight loss without the need to increase exercise or reduce caloric intake; or
- B. Causes rapid and substantial weight loss in all users.

II.

IN ALL RESPECTS, THE COURT IS THEREFORE ORDERING THAT THE DEFENDANTS SHALL BE PERMANENTLY ENJOINED FROM

of this Order by personal service or otherwise, whether

acting directly or through any corporation, subsidiary, division, or other entity in connection

with the manufacturing, labeling, advertising, promotion, offering for sale, sale, or distribution of

Paragraph, and any subsequent proceedings to enforce payment, including but not limited to a non-dischargeability complaint filed in bankruptcy proceedings, Defendants waive any right to contest any of the allegations set forth in the Complaint filed in this matter or the forty-three thousand dollar (\$43,000) judgment referenced above.

VI.

DISTRIBUTION OF ORDER

IT IS FURTHER ORDERED that:

- A. For a period of five (5) years from the date of entry of this Order, Defendant Femina, Inc., and its successors and assigns, must deliver a copy of this Order to all principals, officers, directors, managers, employees, agents, and representatives, including distributors, having responsibilities with respect to the subject matter of Paragraphs I and II of this Order, and must secure from each such person a signed and dated statement

business that (a) hires Defendants Husnain Mirza and Ines Arroyo as an employee, consultant or independent contractor and (b) has responsibilities with respect to the subject matter of Paragraphs I and II of this Order. Defendants Husnain Mirza and Ines Arroyo must secure from each such person a signed and dated statement acknowledging receipt of the Order within thirty (30) days after the date of service of the Order or the commencement of the employment relationship. *Provided, however,* that a Defendant is not required to distribute a copy of the Order under this Paragraph if that Defendant is employed by a publicly-traded company and that Defendant is not involved in any way with the advertising, marketing, or promotion of any covered product or service.

VII.

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 Femina, Inc., Husnain Mirza, and Ines Arroyo each shall submit additional written reports, sworn to under penalty of perjury; produce documents for inspection and copying; appear for deposition; and/or provide entry

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. Defendants Husnain Mirza and Ines Arroyo shall notify the Commission of the following:
 - a. Any changes in his or her 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 the 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 the reporting Defendant is affiliated with, employed by, creates or forms, or performs services for; a statement of the nature of the business; and a statement of the reporting Defendant's duties and responsibilities in connection with the business or employment;
 - c. Any name changes or use of any aliases or fictitious names; and
 - 2. Defendants Femina, Inc., Husnain Mirza, and Ines Arroyo shall notify the Commission of any changes in corporate structure of Femina, Inc., or any business entity that Husnain Mirza or Ines Arroyo directly or indirectly controls, 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 the Defendant(s) learns less than thirty (30) days prior to the date such action is to take place, Defendant(s) must notify the

Commission

as soon as is practicable after obtaining such knowledge.

covered product or service, and their agents, employees, officers, corporations, successors, and assigns, and those persons in active concert of participation with them who receive actual notice of this Order by personal service or otherwise, are hereby restrained and enjoined from failing to create and retain the following records:

- 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, and telephone number

- G. All other documents or records evidencing or referring to the accuracy of any claim therein or to the safety or efficacy of any covered product or service, including, but not limited to, all tests, reports, studies, demonstrations, or other evidence that confirm, contradict, qualify, or call into question the safety or efficacy of any such product or service;
- H. Records accurately reflecting the name, address, and telephone number of each manufacturer or laboratory engaged in the development or creation of any testing obtained for the purpose of advertising, labeling, promoting, offering for sale, distributing, or selling any covered product or service; and
- I. All records and documents necessary to demonstrate full compliance with each provision of this Order, including but not limited to copies of acknowledgments or receipt of this Order, required by Paragraph VI, and all reports submitted to the FTC pursuant to Paragraphs VII and VIII.

X.

ACKNOWLEDGMENT OF RECEIPT OF ORDER

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

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.

There being no just cause for delay, this Stipulated Final Judgment and Order for Permanent Injunction and Other Relief is hereby entered.

Dated this _____ day of _____, 2005.

By: _____
HUSNAIN MIRZA, President
332 NW 107th Avenue
Pembroke Pines, Florida 33026

Date

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