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UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

U.S. SECURITIES AND EXCHANGE COMMISSION,	:	
	:	
Plaintiff	:	
	:	1:04-cv-2322 (GEL)
v.	:	
	:	
UNIVERSAL EXPRESS, INC.,	:	
RICHARD A. ALTOMARE,	:	
CHRIS G. GUNDERSON,	:	
MARK S. NEUHAUS,	:	
GEORGE J. SANDHU,	:	
SPIGA, LTD.,	:	
TARUN MENDIRATTA	:	
	:	
Defendants.	:	

**STIPULATION AS TO BUSINESS RECORDS FOR OTC CORPORATE
TRANSFER SERVICE CO.**

It is hereby stipulated by and among Plaintiff Securities and Exchange Commission and defendants Universal Express, Inc., Richard Altomare, Chris Gunderson, Mark Neuhaus, George Sandhu and Tarun Mendiratta, and their respective counsel, that with respect to records produced

to the SEC by OTC Corporate Transfer Service Co., if required, OTC Corporate Transfer would provide a witness who would testify to the following:

1. The witness is employed by the transfer agent.
2. The witness is familiar with the books and records of the transfer agent.
3. The records produced by the transfer agent which have been marked as Exhibits or which are summarized in Exhibits are fair and accurate copies of books and records of the transfer agent which record acts, transactions, occurrences and events, and were made, kept and maintained in connection with the ordinary and regular course of the transfer agent's business.
4. It is the regular and ordinary course of the transfer agent's business to keep and maintain such books and records.
5. The employees making such books and records have a business duty to record such information accurately and truthfully.
6. It is the practice and policy of the transfer agent to make entries in the documents at the time of, or within a reasonable time after, the events that they reflect.

Based upon the above, the parties stipulate that none of the parties shall be required to produce a custodian of records for such stipulated documents at trial. By agreeing to this Stipulation, the parties do not waive, but rather intend to and do reserve

their respective rights, if any, to object to the admission of any document on the basis of relevance or any other evidentiary basis other than as set forth above.

DATED: March 24, 2006

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