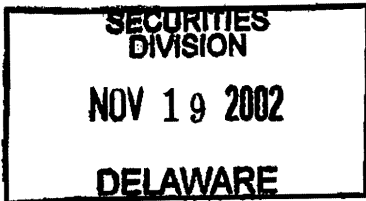


BEFORE THE SECURITIES COMMISSIONER
FOR THE STATE OF DELAWARE



IN THE MATTER OF:)
)
TERRELL HARVEY, and) Case No. 00-5-2
HALE ASSOCIATES, INC.,)
)
Respondents)

CONSENT ORDER

WHEREAS, the Division of Securities has filed an administrative complaint against Terrell Harvey dated December 27, 2001 alleging that he engaged in certain conduct in violation of the Delaware Securities Act in connection with the offer and sale of investments in U.S. Estate Group, LLC to five Delaware residents; and

WHEREAS, Mr. Harvey admits to the truth of the averments made in the following paragraphs of the administrative complaint dated December 27, 2001: paragraphs nine through forty, and paragraphs forty-four through forty-six; and

WHEREAS, on or about January 18, 2000, the Pennsylvania Securities Commission commenced an action in the Court of Common Pleas of Montgomery County, Pennsylvania (Commonwealth of Pennsylvania Securities Commission v. U.S. Estate Group, LLC, et al., No. 00-00835) against several persons for conduct allegedly in violation of the securities laws of the Commonwealth of Pennsylvania in connection with the offer and sale of investments in U.S. Estate Group, LLC that were the same or similar to the investments involved in the instant proceeding; and

WHEREAS, on January 19, 2000 and February 10, 2000, the Court of Common Pleas of Montgomery County issued orders "freezing" the assets of U.S. Estate Group

and placing those assets in the custody of a Court-appointed temporary trustee; and

WHEREAS, the Court of Common Pleas of Montgomery County has, through the administration of the trust, caused a portion of the funds invested by the five Delaware residents in U.S. Estate Group (as well as the funds of many other investors) to be returned to them; and

WHEREAS, the Division and Mr. Harvey wish to settle this matter amicably;

NOW THEREFORE, IT IS HEREBY ORDERED, PURSUANT TO THE CONSENT OF THE DIVISION AND MR. HARVEY, AS FOLLOWS:

(1) Mr. Harvey shall pay a fine to the State of Delaware in the amount of \$20,000.00. He shall pay that fine as follows:

(a) No later than thirty days from the date of this Order, he shall deliver to the Division of Securities a check drawn on good and sufficient funds in the amount of \$15,000.00 made payable to the State of Delaware.

(b) No later than twelve months from the date of this Order, he shall deliver to the Division of Securities a check drawn on good and sufficient funds in the amount of \$5,000.00 made payable to the State of Delaware.

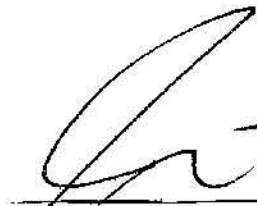
(2) Mr. Harvey shall pay restitution to _____ and _____. The amount of restitution payable to each shall be determined by further order of the Administrative Hearing Officer upon the closing of the trust established by the Court of Common Pleas of Montgomery County, Pennsylvania.

(3) Mr. Harvey shall never apply for registration in any capacity under the provisions of the Delaware Securities Act.

(4) Mr. Harvey shall cease and desist from any further violations of the Delaware Securities Act.

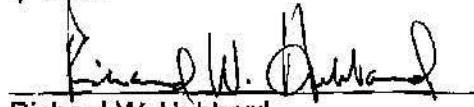


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Terrell Harvey

IT IS SO ORDERED this 19th day of November, 2002.



Richard W. Hubbard
Administrative Hearing Officer