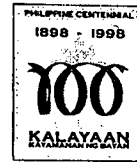




REPUBLIC OF THE PHILIPPINES
DEPARTMENT OF FINANCE
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila



**IN THE MATTER OF
GOLDBERG & PARTNERS, INC.**

CED CASE NO. 01-2621

X-----X

CEASE AND DESIST ORDER

Subject of numerous complaints from its foreign investors/clients is GOLDBERG & PARTNERS, INC., who claimed that they have been defrauded of their investments in foreign currency (US\$) in connection with its investment solicitation and foreign securities dealing/brokering activities.

Records show that the subject corporation is duly registered with the Commission on March 15, 2001 under SEC Registration A200018861, the purpose of which is primarily as follows, to wit:

“... to carry out management consultancy; identify and develop investment opportunities, provided the corporation shall not engage as securities and financial advisor or engage in the management of funds securities, portfolio of managed entities...”

Subject corporation is not authorized to solicit investments from the public as its articles of incorporation as approved by the Commission do not show the inclusion of such business purpose.

As GOLDBERG & PARTNERS, INC. has not been issued a license to engage in the buying and selling of securities and considering the serious nature of the misrepresentation committed and the commission of “ultra vires” act, there is an urgent necessity to restrain or enjoin subject corporation from engaging in the business of broker/dealer in securities and in the authorized solicitation of investment in order to safeguard and protect the interest of the investing public in general.

WHEREFORE, pursuant to the power and authority vested to the Commission by law, GOLDBERG & PARTNERS, INC., its officers/directors, agents, representatives and any or all persons claiming and acting under the authority are hereby ordered to **CEASE AND DESIST** from soliciting and or accepting money for investment purposes

and also from accepting orders to buy and sell shares of stock or other form of securities or otherwise engage in the business of a broker/dealer in securities.

In accordance with law, the above specified persons subject of this Cease and Desist Order, may within five (5) days from receipt of this Order, file a formal request for the lifting thereof.

SO ORDERED.

City of Mandaluyong, Metro Manila, August 2, 2001.


LILIA R. BAUTISTA
Chairperson


FE ELOISA C. GLORIA
Commissioner


EDIJER A. MARTINEZ
Commissioner


JOSELIA J. POBLADOR
Commissioner


JUANITA E. CUETO
Commissioner