

**STATE OF MAINE  
OFFICE OF SECURITIES  
121 STATE HOUSE STATION  
AUGUSTA, ME 04333**

IN RE:

Aptus Technology Corporation, Hirak Biswas,  
Joseph Orlando, and Apurba Mukherjee

**CONSENT AGREEMENT  
No. 04-098-CAG**

This agreement is entered into between the State of Maine Office of Securities, through the Securities Administrator, and Aptus Technology Corporation, Hirak Biswas, and Joseph Orlando.

**WHEREAS**, the parties agree as follows:

1. On January 3, 2005, the Securities Administrator issued a final order requiring respondents Aptus Technology Corporation, Hirak Biswas, Joseph Orlando, and Apurba Mukherjee to cease and desist from certain conduct and to each pay a civil penalty of \$3,000 (“the Final Order”).
2. On or about February 9, 2005, Aptus Technology Corporation, Hirak Biswas, and Joseph Orlando filed an appeal of the Final Order in the Kennebec County Superior Court pursuant to Rule 80C of the Maine Rules of Civil Procedure.
3. On or about March 3, 2005, the State of Maine and the Securities Administrator asserted counterclaims against Aptus Technology Corporation, Hirak Biswas, Joseph Orlando, and Apurba Mukherjee in the Superior Court action, which counterclaims arose out of the same conduct addressed in the Final Order.
4. Apurba Mukherjee did not file a response to the counterclaims, and the Court entered a default against him.
5. All parties entering into this Consent Agreement desire an expeditious resolution of the civil and administrative matters described above.

**NOW THEREFORE**, without trial of any issue of fact or law, and without Aptus Technology Corporation, Hiram Biswas, or Joseph Orlando admitting or denying that they have violated the Revised Maine Securities Act, it is agreed that:

1. Aptus Technology Corporation, Hiram Biswas, and Joseph Orlando shall pay the sum total of \$12,000 to the Securities Administrator to be distributed as restitution to Margaret Bowles no later than December 23, 2005.
2. Hiram Biswas shall pay one-half of this amount (\$6,000) to the Securities Administrator to be distributed as restitution to Margaret Bowles no later than December 23, 2005.
3. Joseph Orlando shall pay the remaining one half of this amount (\$6,000) to the Securities Administrator to be distributed as restitution to Margaret Bowles no later than December 23, 2005.
4. Should Aptus Technology Corporation, Hiram Biswas, and Joseph Orlando fail to make any payment as set forth in paragraphs 1-3 above, the entire remaining balance shall become due and payable immediately.
5. Should Aptus Technology Corporation, Hiram Biswas, and Joseph Orlando fully comply with this Consent Agreement, including the schedule set forth in paragraphs 1-3 above, then:
  - a. Aptus Technology Corporation, Hiram Biswas, and Joseph Orlando shall not be required to pay the civil penalties imposed by the Final Order.
6. The parties shall cooperate in dismissing the Superior Court action without prejudice, except for the claims against Apurba Mukherjee. Although the dismissal will be without prejudice, the parties to this Consent Agreement agree that the claims in the Superior Court action cannot be asserted in a new action except upon a material breach of this Consent Agreement.

December 2, 2005

Date

s/Hiram Biswas

Aptus Technology Corporation  
By: Hiram Biswas, President

December 2, 2005

Date

s/Hiram Biswas

Hiram Biswas

December 5, 2005

Date

s/Joseph L. Orlando

Joseph Orlando

March 7, 2006

Date

s/Michael J. Colleran

Michael J. Colleran  
Securities Administrator