

Exhibit 1

42

COMMONWEALTH OF MASSACHUSETTS

MIDDLESEX, ss.

SUPERIOR COURT
CIVIL ACTION NO. 02-1190

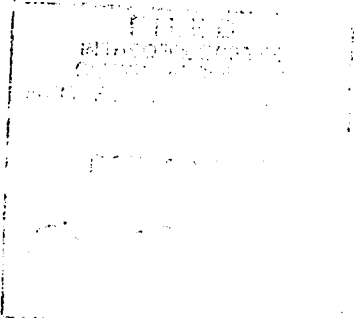
JOSEPH G. DILORENZO,

Plaintiff,

v.

JENZABAR.COM, INC. ET. AL.,

Defendants.




STIPULATION OF DISMISSAL

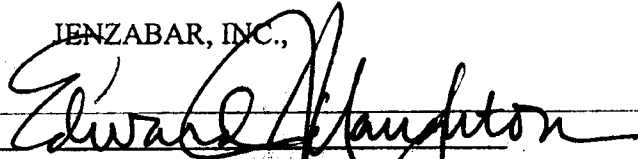
Pursuant to Mass. R. Civ. P. 41(a), the parties to this action hereby stipulate that the claims of plaintiff Joseph G. DiLorenzo and the counterclaims of defendant Jenzabar, Inc. (formerly known as Jenzabar.com, Inc.) shall be dismissed with prejudice and without costs, interest, or attorneys' fees, and with all rights of appeal waived.

Respectfully submitted,

JOSEPH G. DILORENZO,


Matthew Roberts (BBO #655057)
DUANE MORRIS LLP
470 Atlantic Avenue, Suite 500
Boston, MA 02110
(617) 289-9200

JENZABAR, INC.,


Edward J. Naughton (BBO #600059)
HOLLAND & KNIGHT LLP
10 St. James Avenue
Boston, MA 02116
(617) 523-2700

Jamison Jon Barr (BBO #639601)
Jenzabar, Inc.
5 Cambridge Center
Cambridge, MA 02142
(617) 492-9099

ROBERT A. MAGINN and LING CHAI,



Joseph J. Brodigan (BBO #058020)
William D. Gardiner (BBO #545259)
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40 Broad Street
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(617) 542-1871

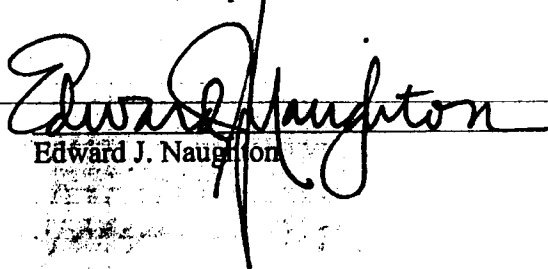
Jamison Jon Barr (BBO #639601)
Jenzabar, Inc.
5 Cambridge Center
Cambridge, MA 02142
(617) 492-9099

Counsel for Maginn and Chai

Dated: ~~September~~ ^{October 5} __, 2006

CERTIFICATE OF SERVICE

I, Edward J. Naughton, hereby certify that on ~~September~~ ^{October 5} __, 2006, I served a copy of the within *Stipulation of Dismissal* upon Matthew Roberts, Esq., Duane Morris LLP, 470 Atlantic Avenue, Boston, MA 02210-2211, Jamison Jon Barr, Esq., Jenzabar, Inc., 5 Cambridge Center, Cambridge, MA 02142 and William D. Gardiner, Esq. 40 Broad Street, Boston, MA 02109, by first class mail.


Edward J. Naughton

Joseph G. DiLorenzo
Nine Silver Road
Humarock, MA 02047-0510

September 22, 2006

Robert A. Maginn, Jr.
Ling Chai
c/o Jenzabar, Inc.
5 Cambridge Center
Cambridge, MA 02142

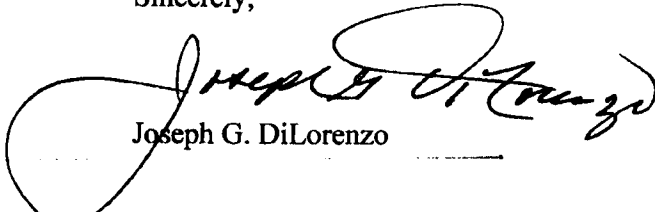
Dear Bob and Ling:

Please accept my sincerest apologies for any personal and corporate pain caused as a result of the allegations made in my lawsuit filed by my attorneys. Although my attorneys filed this lawsuit to advance my interests, the subsequent and extensive discovery that was conducted demonstrated that the information provided to me by others that led to the allegations was not warranted and not supported by the evidence. These findings led me to believe that the claims against you and Ling personally were not warranted. As a result, I voluntarily withdrew those claims in early December, 2005 without receiving settlement payments to do so.

In addition, if you are ever asked by anyone regarding the allegations I made, please contact me immediately or have them contact me directly, as I personally stand ready to speak to anyone to correct them. Feel free to give them my phone number to contact me if needed.

Recognizing the pain and difficulties of the past, I really would like to help you, Ling and the Company in any way that I can. I look forward to putting this issue behind us and wish you well in the future.

Sincerely,



Joseph G. DiLorenzo