

FILED
U.S. DISTRICT COURT
IN THE UNITED STATES DISTRICT COURT FOR THE EASTERN DISTRICT OF TEXAS
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION
JUN 08 2010

DAVID J. MALAND, CLERK
BY DEPUTY _____

K&D EQUITY INVESTMENTS, INC.,

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Plaintiff,

v.

Case No. 4:09cv249

CANNEX THERAPEUTICS, et al.,

Defendants,

AGREED JUDGMENT

Pursuant to the Memorandum Adopting Report and Recommendation of United States Magistrate Judge filed in this matter and the terms of the parties' Agreed Judgment, it is hereby

CONSIDERED, ORDERED and ADJUDGED that Stock Certificate GOI 1024 of Cannabis Science Inc., f/k/a Gulf Onshore Inc., for Two Million One Hundred Thousand (2,100,000) shares of Cannabis Science Inc., f/k/a Gulf Onshore Inc. stock, which was transferred from K & D Equity Investments, Inc., to Defendant Cannex Therapeutics LLC, cannot be produced, and therefore, Stock Certificates GOI 1024 of Cannabis Science Inc., f/k/a Gulf Onshore Inc., for Two Million One Hundred Thousand (2,100,000) shares of Cannabis Science Inc., f/k/a Gulf Onshore Inc., stock, is hereby cancelled, and such stock certificate GOI 1024 in Cannabis Science Inc., f/k/a Gulf Onshore Inc., is to be reissued to K & D Equity Investments, Inc., and;

That Stock Certificates GOI 10254 in Cannabis Science Inc., f/k/a Gulf Onshore Inc., for Four Million Eight Hundred Ninety Six Thousand (4,896,000) Shares of Cannabis Science Inc., f/k/a Gulf Onshore Inc., which was transferred from K & D Equity Investments, Inc., to Defendant

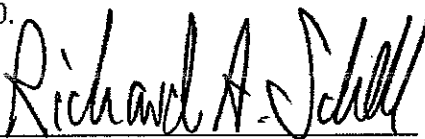
Gulf Onshore Inc., which was transferred from K & D Equity Investments, Inc., to Defendant Cannex Therapeutics LLC, cannot be produced, and therefore, Stock Certificates GOI 10254 of Cannabis Science Inc., f/k/a Gulf Onshore Inc., for Four Million Eight Hundred Ninety Six Thousand (4,896,000) shares of Cannabis Science Inc., f/k/a Gulf Onshore Inc. stock, is hereby cancelled, and such stock certificate GOI 10254 of Cannabis Science Inc., f/k/a Gulf Onshore Inc., is to be reissued to K & D Equity Investments, Inc., and;

The Purchase Agreement and Control Shareholder Agreements are rescinded and cancelled, *nunc pro tunc* to the dates of execution, for any and all purposes. The Parties are immediately placed in their original positions, as if no transactions had taken place between these Parties and/or Gulf/CSI. K&D indemnifies CT and Kubby, and will advance any and all defense costs, attorney's fees, and expenses, should Gulf/CSI, its representatives, and/or any shareholder, challenge any term contained in, or related to, this Agreed Judgment and Final Order, and;

Each party is to bear ~~their~~ ^{its} own attorney fees, expenses and cost incurred herein. This is a final judgment on the merits which resolves all disputes between the parties, and ~~that~~ any relief for each party not herein granted is expressly denied.

IT IS SO ORDERED.

SIGNED this 7th day of June, 2010.


RICHARD A. SCHELL
UNITED STATES DISTRICT JUDGE