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United States Attorney
District of New Jersey

970 Broad Street, Suite 700
Newark, NJ 07102

973/645-2700

2006R00571

January 25, 2007

Michael B. Himmel, Esq.
Christopher S. Porrino, Esq.
Lowenstein Sandler, PC
65 Livingston Avenue
Roseland, NJ 07068

Re: Plea Agreement with Solomon Dwek

Gentlemen:

This letter sets forth the plea agreement between your client, Solomon Dwek, and the United States Attorney for the District of New Jersey ("this Office").

Charges

Conditioned on the understandings specified below, this Office will accept a guilty plea from Solomon Dwek to a two-count information, charging Solomon Dwek with: (1) executing and attempting to execute a scheme or artifice to defraud financial institutions, in violation of 18 U.S.C. §§ 1344 and 2; and (2) engaging in monetary transactions in property derived from specified unlawful activity, in violation of 18 U.S.C. §§ 1957 and 2. If Solomon Dwek enters a guilty plea and is sentenced on these charges, and otherwise fully complies with all of the terms of this agreement, this Office will not initiate any further criminal charges against Solomon Dwek for acts and conduct related to: (1) defrauding financial institutions and individuals for the period from in or about 1999 through in or about May, 2006; (2) engaging in a money laundering scheme from in or about 1998 through in or about May, 2006; and (3) providing corrupt payments to public officials in Monmouth and Ocean Counties for the purpose of influencing their official actions, from in or about 1998 to in or about 2005. In the event that a guilty plea in this matter is not entered for any reason or the judgment of conviction entered as a result of this guilty plea does not remain in full force and effect, Solomon Dwek agrees that any dismissed charges and any other charges that are not time-barred by the applicable statute of limitations on the date this agreement is signed by Solomon Dwek may be commenced against him,

notwithstanding the expiration of the limitations period after Solomon Dwek signs the agreement.

Sentencing

The violation of 18 U.S.C. § 1344 (Count 1) to which Solomon Dwek agrees to plead guilty carries a statutory maximum prison sentence of thirty years and a statutory maximum fine equal to the greatest of: (1) \$1,000,000; (2) twice the gross amount of any pecuniary gain that any persons derived from the offense; or (3) twice the gross amount of any pecuniary loss sustained by any victims of the offense. The sentence on each count may run consecutively. Fines imposed by the sentencing judge may be subject to the payment of interest.

The violation of 18 U.S.C. § 1957 (Count 2) to which Solomon Dwek agrees to plead guilty carries a statutory maximum prison sentence of ten years and a statutory maximum fine equal to the greatest of: (1) \$250,000; (2) twice the gross amount of any pecuniary gain that any persons derived from the offense; (3) twice the gross amount of any pecuniary loss sustained by any victims of the offense; or (4) twice the amount of the criminally deprived property involved in the transaction. The sentence on each count may run consecutively. Fines imposed by the sentencing judge may be subject to the payment of interest.

The sentence to be imposed upon Solomon Dwek is within the sole discretion of the sentencing judge, subject to the provisions of the Sentencing Reform Act, 18 U.S.C. § 3551-3742, and the sentencing judge's consideration of the United States Sentencing Guidelines. The United States Sentencing Guidelines are advisory, not mandatory. The sentencing judge may impose any reasonable sentence up to and including the statutory maximum term of imprisonment and the maximum statutory fine. This Office cannot and does not make any representation or promise as to what guideline range may be found by the sentencing judge, or as to what sentence Solomon Dwek ultimately will receive.

Further, in addition to imposing any other penalty on Solomon Dwek, the sentencing judge: (1) will order Solomon Dwek to pay an assessment of \$100 per count pursuant to 18 U.S.C. § 3013, which assessment must be paid by the date of sentencing; (2) shall order Solomon Dwek to pay restitution pursuant to 18 U.S.C. §§ 3663 et seq.; (3) may order Solomon Dwek, pursuant to 18 U.S.C. § 3555, to give notice to any victims of his offense; (4) may order forfeiture, pursuant to 18 U.S.C. § 982; and (5) pursuant to 18 U.S.C. § 3583 may require Solomon Dwek to serve a term of supervised release of at least 3 years and up to 5 years

on Count 1, and at least 2 years and up to 3 years on Count Two, which will begin at the expiration of any term of imprisonment imposed. Should Solomon Dwek be placed on a term of supervised release and subsequently violate any of the conditions of supervised release before the expiration of its term, Solomon Dwek may be sentenced to not more than 3 years' imprisonment on Count 1 and 2 years' imprisonment on Count 2, in addition to any prison term previously imposed, regardless of the statutory maximum term of imprisonment set forth above and without credit for time previously served on post-release supervision, and may be sentenced to an additional term of supervised release.

In addition, Solomon Dwek agrees to make restitution to victim entities and individuals for losses resulting from the offenses of conviction or from the scheme, conspiracy, or pattern of criminal activity underlying the offenses, pursuant to 18 U.S.C. §§ 3663 et seq.

Rights of this Office Regarding Sentencing

Except as otherwise provided in this agreement, this Office reserves its right to take any position with respect to the appropriate sentence to be imposed on Solomon Dwek by the sentencing judge, to correct any misstatements relating to the sentencing proceedings, and to provide the sentencing judge and the United States Probation Office all law and information relevant to sentencing, favorable or otherwise. In addition, this Office may inform the sentencing judge and the United States Probation Office of: (1) this agreement; and (2) the full nature and extent of Solomon Dwek's activities and relevant conduct with respect to this case.

Stipulations

This Office and Solomon Dwek agree to stipulate at sentencing to the statements set forth in the attached Schedule A, which hereby is made a part of this plea agreement. This agreement to stipulate, however, cannot and does not bind the sentencing judge, who may make independent factual findings and may reject any or all of the stipulations entered into by the parties. To the extent that the parties do not stipulate to a particular fact or legal conclusion, each reserves the right to argue the existence of and the effect of any such fact or conclusion upon the sentence. Moreover, this agreement to stipulate on the part of this Office is based on the information and evidence that this Office possesses as of the date of this agreement. Thus, if this Office obtains or receives additional evidence or information prior to sentencing that it determines to

be credible and to be materially in conflict with any stipulation in the attached Schedule A, this Office shall not be bound by any such stipulation. A determination that any stipulation is not binding shall not release either this Office or Solomon Dwek from any other portion of this agreement, including any other stipulation. If the sentencing court rejects a stipulation, both parties reserve the right to argue on appeal or at post-sentencing proceedings that the sentencing court was within its discretion and authority to do so. These stipulations do not restrict the Government's right to respond to questions from the Court and to correct misinformation that has been provided to the Court.

Waiver of Appeal and Post-Sentencing Rights

As set forth in Schedule A, this Office and Solomon Dwek waive certain rights to file an appeal, collateral attack, writ or motion after sentencing, including but not limited to an appeal under 18 U.S.C. § 3742 or a motion under 28 U.S.C. § 2255.

Other Provisions

This agreement is limited to the United States Attorney's Office for the District of New Jersey and cannot bind other federal, state, or local authorities. However, this Office will bring this agreement to the attention of other prosecuting offices, if requested to do so.

This agreement was reached without regard to any civil or administrative matters that may be pending or commenced in the future against Solomon Dwek. This agreement does not prohibit the United States, any agency thereof (including the Internal Revenue Service), or any third party from initiating or prosecuting any civil proceeding against Solomon Dwek.

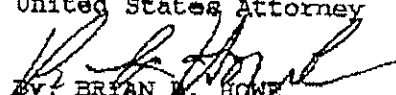
No Other Promises

This agreement constitutes the plea agreement between Solomon Dwek and this Office and supersedes any previous agreements between them. No additional promises, agreements, or conditions have been made or will be made unless set forth in


writing and signed by the parties.

Very truly yours,

CHRISTOPHER J. CHRISTIE
United States Attorney



By: BRIAN W. HOWE
Assistant U.S. Attorney

APPROVED:



THOMAS J. EICHER
Deputy Chief, Special Prosecutions
Division

I have received this letter from my attorneys, Michael B. Himmel and Christopher S. Porrino, Esqs., I have read it, and I understand it fully. I hereby accept the terms and conditions set forth in this letter and acknowledge that it constitutes the plea agreement between the parties. I understand that no additional promises, agreements, or conditions have been made or will be made unless set forth in writing and signed by the parties.


AGREED AND ACCEPTED:


SOLOMON DWEK

Date: 1/26/07


MICHAEL B. HIMMEL, ESQ.
Counsel for Solomon Dwek

Date: 2/6/07


CHRISTOPHER S. PORRINO, ESQ.
Counsel for Solomon Dwek

Date: 2/6/07

Plea Agreement With Solomon Dwek

Schedule A

1. This Office and Solomon Dwek recognize that the United States Sentencing Guidelines are not binding upon the Court. This Office and Solomon Dwek nevertheless agree to the stipulations set forth herein, and agree that the Court should sentence Solomon Dwek within the Guidelines ranges that result from the Guidelines offense levels set forth below. Neither party will argue for the imposition of a sentence outside the Guidelines ranges that result from the total Guidelines offense levels set forth below.

2. The version of the United States Sentencing Guidelines effective November 1, 2005 applies in this case.

Count 1 -- 18 U.S.C. §§ 1344 and 2

3. The base offense level is 7 pursuant to U.S.S.G. § 2B1.1(a)(1).

4. The loss pursuant to U.S.S.G. § 2B1.1(b)(1)(M) is more than \$50,000,000 and less than \$100,000,000, requiring an increase of 24 levels.

5. The defendant derived more than \$1,000,000 in gross receipts from one or more financial institutions as a result of the offense requiring a 2 level increase pursuant to U.S.S.G. § 2B1.1(b)(13)(A).

Count 2 -- 18 U.S.C. §§ 1957 and 2

6. The applicable guideline is § 2S1.1(a)(1). Because the underlying bank fraud offense from which the laundered funds derived involved more than \$50,000,000 but less than \$100,000,000, the offense level is 33 pursuant to §§ 2B1.1(a)(1), (b)(1)(M), and (b)(13)(A).

7. Specific Offense Characteristic § 2S1.1(b)(2)(A) applies. This Specific Offense Characteristic results in an increase of 1 level.

Grouping

8. Counts 1 and 2 group pursuant to U.S.S.G. § 2S1.1 (Application Note 6). The total offense level, therefore, is 34.

Acceptance of Responsibility and Other Stipulations

9. As of the date of this letter, Solomon Dwek has clearly demonstrated a recognition and affirmative acceptance of personal responsibility for the offenses charged. Therefore, a downward adjustment of 2 levels for acceptance of responsibility is appropriate if Solomon Dwek's acceptance of responsibility continues through the date of sentencing. See U.S.S.G. § 3E1.1(a).

10. As of the date of this letter, Solomon Dwek has assisted authorities in the investigation or prosecution of his own misconduct by timely notifying authorities of his intention to enter a plea of guilty, thereby permitting the government to avoid preparing for trial and permitting the government and the court to allocate their resources efficiently. If Solomon Dwek enters a plea pursuant to this agreement and qualifies for a 2-point reduction for acceptance of responsibility pursuant to U.S.S.G. § 3E1.1(a), and if, in addition, Solomon Dwek's offense level under the Guidelines prior to the operation of § 3E1.1(a) is 16 or greater, Solomon Dwek will be entitled to a further 1-point reduction in his offense level pursuant to U.S.S.G. § 3E1.1(b).

11. The parties agree not to seek or argue for any upward or downward departure or any upward or downward adjustment not set forth herein. The parties further agree that a sentence within the Guidelines range that results from the agreed total Guidelines offense level of 31 is reasonable.

12. Solomon Dwek knows that he has and, except as noted below in this paragraph, voluntarily waives, the right to file any appeal, any collateral attack, or any other writ or motion, including but not limited to an appeal under 18 U.S.C. § 3742 or a motion under 28 U.S.C. § 2255, which challenges the sentence imposed by the sentencing court if that sentence falls within or below the Guidelines range that results from the total Guidelines offense level of 31. This Office will not file any appeal, motion or writ which challenges the sentence imposed by the sentencing court if that sentence falls within or above the Guidelines range that results from the total Guidelines offense level of 31. The parties reserve any right they may have under 18 U.S.C. § 3742 to appeal the sentencing court's determination of the criminal history category. The provisions of this paragraph are binding on the parties, even if the Court employs a Guidelines analysis different from that stipulated to herein. Furthermore, if the sentencing court accepts a stipulation, both parties waive the right to file an appeal, collateral attack,

writ, or motion claiming that the sentencing court erred in doing so.

13. Both parties reserve the right to oppose or move to dismiss any appeal, collateral attack, writ, or motion barred by the preceding paragraph and to file or to oppose any appeal, collateral attack, writ or motion not barred by the preceding paragraph.