

(0165)  
PART I

UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK

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United States Securities and Exchange  
Commission,

Plaintiff,

v.

A.C.L.N., Ltd., Abderrazak "Aldo" Labiad,  
Joseph J.H. Bisschops, Alex de Ridder,  
BDO International (Cyprus), Minas Ioannou,  
Christakis Ioannou, Emerald Sea Marine, Inc.,  
Pearlrose Holdings International, S.A., and Scott  
Investments S.A.

Defendants,

Scandinavian Car Carriers A/S, Sergui, Ltd.,  
Pandora Shipping, S.A., DCC, Limited,  
Maverick Commercial, Inc., and  
Westbound Development Corp.

Relief Defendants.

02 CV 7988 (MP)

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**FINAL JUDGMENT OF PERMANENT INJUNCTION AND OTHER  
RELIEF AS TO DEFENDANT ABDERRAZAK "ALDO" LABIAD**

The Securities and Exchange Commission having filed a Complaint and Defendant Abderrazak "Aldo" Labiad ("Defendant") having entered a general appearance; consented to the Court's jurisdiction over Defendant and the subject matter of this action; consented to entry of this Final Judgment without admitting or denying the allegations of the Complaint (except as to jurisdiction); waived findings of fact and conclusions of law; and waived any right to appeal from this Final Judgment:

I.

**IT IS HEREBY ORDERED, ADJUDGED, AND DECREED** that Defendant, Defendant's agents, servants, employees, attorneys, assigns, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating Section 17(a) of the Securities Act [15 U.S.C. § 77q(a)] in the offer or sale of any security by the use of any means or instruments of transportation or communication in interstate commerce or by use of the mails, directly or indirectly:

- (a) to employ any device, scheme, or artifice to defraud;
- (b) to obtain money or property by means of any untrue statement of a material fact or any omission of a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; or
- (c) to engage in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon the purchaser.

II.

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant, Defendant's agents, servants, employees, attorneys, assigns, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5], by using any means or instrumentality of interstate commerce, or of the

mails, or of any facility of any national securities exchange, in connection with the purchase or sale of any security:

- (a) to employ any device, scheme, or artifice to defraud;
- (b) to make any untrue statement of a material fact or to omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; or
- (c) to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person.

### III.

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant, Defendant's agents, servants, employees, attorneys, assigns, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating Section 5 of the Securities Act [15 U.S.C. § 77e] by, directly or indirectly, in the absence of any applicable exemption:

- (a) Unless a registration statement is in effect as to a security, making use of any means or instruments of transportation or communication in interstate commerce or of the mails to sell such security through the use or medium of any prospectus or otherwise;
- (b) Unless a registration statement is in effect as to a security, carrying or causing to be carried through the mails or in interstate commerce, by any means or instruments of transportation, any such security for the purpose of sale or for delivery after sale; or

- (c) Making use of any means or instruments of transportation or communication in interstate commerce or of the mails to offer to sell or offer to buy through the use or medium of any prospectus or otherwise any security, unless a registration statement has been filed with the Commission as to such security, or while the registration statement is the subject of a refusal order or stop order or (prior to the effective date of the registration statement) any public proceeding of examination under Section 8 of the Securities Act [15 U.S.C. § 77h].

IV.

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant, and Defendant's agents, servants, employees and attorneys, and those persons in active concert or participation with them who receive actual notice of this Judgment, are permanently restrained and enjoined from aiding and abetting violations of Section 13(a) of the Exchange Act [15 U.S.C. § 78m(a)] and Rules 12b-20, 13a-1 and 13a-16 [17 C.F.R. §§ 240.12b-20, 240.13a-1, 240.13a-16] thereunder by filing or causing to be filed materially false and misleading reports with the Commission.

V.

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant, and Defendant's agents, servants, employees and attorneys, and those persons in active concert or participation with them who receive actual notice of this Judgment, are permanently restrained and enjoined from aiding and abetting violations of Sections 13(b)(2)(A) and 13(b)(2)(B) of the Exchange Act by aiding and abetting: (1) the failure to make and keep books, records and accounts which accurately and fairly reflect transactions and dispositions of an issuer's assets; (2) the failure of any such issuer to

devise and maintain a system of internal accounting controls sufficient to provide reasonable assurances that an issuer's corporate transactions are executed in accordance with management's authorization and in a manner to permit the preparation of financial statements in conformity with generally accepted accounting principles; or (3) falsifying or causing to be falsified any book, record, or account subject to Section 13(b)(2)(A) of the Exchange Act.

#### VI

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant, and Defendant's agents, servants, employees and attorneys, and those persons in active concert or participation with them who receive actual notice of this Judgment, are permanently restrained and enjoined from violating Section 13(b)(5) of the Exchange Act [15 U.S.C. § 78m(b)(5)] and Exchange Act Rule 13b2-1 [17 C.F.R. § 240.13b2-1] by knowingly circumventing or knowingly failing to implement a system of internal accounting controls or directly or indirectly, knowingly falsifying any book, record or account described in Section 13(b)(2) of the Exchange Act.

#### VII

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant, and Defendant's agents, servants, employees and attorneys, and those persons in active concert or participation with them who receive actual notice of this Judgment, are permanently restrained and enjoined from directly or indirectly violating Sections 13(d) of the Exchange Act [15 U.S.C. § 78m(d)] and Rules 13d-1 and 13d-2 thereunder [17 C.F.R. 240.13d-1 and 240.13d-2] by failing to file an accurate statement of beneficial ownership after acquiring, directly or indirectly, more than five percent of an equity security described in Section 13(d)(1) of the Exchange Act and Exchange Act Rule 13d-

1, and, upon material changes in such ownership, amendments to such statement.

**VIII.**

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant, be and hereby is permanently barred, pursuant to Section 20(e) of the Securities Act [15 U.S.C. '77t(e)] and Section 21(d)(2) of the Exchange Act [15 U.S.C. '78u(d)(2)] from serving as, or performing the duties of, an officer or director of any issuer that has a class of securities registered with the Commission pursuant to Section 12 of the Exchange Act [15 U.S.C. '78l], or that is required to file reports with the Commission pursuant to Section 15(d) of the Exchange Act [15 U.S.C. '78o(d)], except to the extent necessary to fulfill his obligations under 2(c) and 13 of the Consent.

**IX.**

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant shall pay disgorgement by paying the current balance in the following bank accounts, including accrued interest, into the registry of the Court: Defendant's account at HSBC Republic Bank in Monaco, Kendrick Finance Ltd. at Banque Gestion Edmond de Rothschild in Monaco and SAM Compagnie Labiad de Navigation at Credit du Nord in Monaco (or the equivalent of the amount of funds in any such accounts on the effective date of this Final Judgment). Within ten (10) days of the entry of this Final Judgment, Defendant shall deliver irrevocable payment instructions, in a form provided by the Commission's counsel, to the foregoing banks, with simultaneous copy to Commission's counsel, instructing each of the foregoing banks to wire the balance of the bank accounts, including all accrued interest, to the registry of this Court. Once deposited into the registry of this Court, upon the Court's approval of this Final Judgment, Defendant has

no legal or equitable right, title, and interest in such funds, and no part of the funds shall be returned to Defendant.

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The Clerk shall deposit the funds into an interest bearing account with the Court Registry Investment System ("CRIS"). These funds, together with any interest and income earned thereon (collectively, the "Fund"), shall be held by the CRIS until further order of the Court. In accordance with the guidelines set by the Director of the Administrative Office of the United States Courts, the Clerk is directed, without further order of this Court, to deduct from the income earned on the money in the Fund a fee equal to ten percent of the income earned on the Fund. Such fee shall not exceed that authorized by the Judicial Conference of the United States. The Commission may propose a plan to distribute the Fund for the benefit of injured investors subject to the Court's approval.

X.

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant shall deliver irrevocable statements of release of all direct and indirect interests in the accounts listed below, except those listed in paragraph IX, to the financial institutions and the Commission in a form provided by the Commission's counsel to Defendant. Defendant shall also perform all possible acts to effect the transfer of the funds in the accounts listed below to the registry of the Court.

Except to the extent necessary to fulfill its obligations under paragraph IX and this paragraph, upon the Court's approval of this Final Judgment, Defendant has no legal or equitable right, title, and interest to any funds on deposit in the following financial institutions in:

- a) **Denmark:** accounts in the name of or under the control of Scandinavian Car Carriers ApS at Jyske Bank (including account no. 50430636363-9);
- b) **Monaco:** accounts in the name of or under the control of: i) Abderrazak "Aldo" Labiad (including account no. 51.666), Joseph Bisschops (including account no. 51.626), Alex DeRidder (including account no. 51.626), DCC Ltd. (including account no. 51.721), Sergui Ltd. (including account no. 51.800), Westbound Development Corp. (including account no. 53.848), and Maverick Commercial, Inc. (including account no. 53.849) at HSBC Republic Bank; ii) Joseph Bisschops (including account no. 272870/003/00), Alex DeRidder (including account no. 272870/003/00), and SAM Compagnie Labiad de Navigation (including account no. 226690/002/00) at Credit du Nord; iii) Pandora Shipping, S.A. (including account no. 5289300181) at U.E.B. Bank; and iv) Kendrick Finance Ltd. (including account no. 564800) at Banque Gestion Edmond de Rothschild;
- c) **Luxembourg:** accounts in the name of or under the control of Pearlrose Holdings International, S.A. (including account no. 1140779) at the Bank of Luxembourg;
- d) **Netherlands:** accounts in the name of or under the control of A.C.L.N. Ltd. (including account nos. 25.61.62.751 and 25.62.18.943) at Fortis Bank;
- e) **Norway:** accounts in the name of or under the control of A.C.L.N. Ltd. (including account no. 6018.04.42963) at Nordea Bank Norge ASA; and funds previously deposited into the registry of the Court from A.C.L.N. Ltd.'s bank accounts at Fortis Bank in the Netherlands, and from BDO International of Nicosia, Cyprus.



XI.

If a) the balances of bank accounts held in the following names are not unconditionally deposited with the registry of the Court (regardless of whether the failure of such deposit is within Defendant's control): A.C.L.N. Ltd. at Fortis Bank in the Netherlands and at Nordea Bank Norge ASA in Norway, Scandinavian Car Carriers ApS at Jyske Bank in Denmark, SAM Compagnie Labiad de Navigation at Credit du Nord in Monaco, Kendrick Finance Ltd. at Banque Gestion Edmond de Rothschild in Monaco and Abderrazak "Aldo" Labiad and DCC Ltd. at HSBC Republic Bank in Monaco (or the equivalent of the amount of funds in such accounts on the date of transfer to the registry of the Court), or b) irrevocable statements of release of interest by Kendrick Finance Ltd., SAM Compagnie Labiad de Navigation, and Defendants A.C.L.N. Ltd., Abderrazak "Aldo" Labiad, Scandinavian Car Carriers ApS and DCC Ltd. for the accounts listed in paragraph X of this Final Judgment are not provided to each of the financial institutions and the Commission, this matter shall be set for trial, and the sole issue for determination by the Court shall be the amount of Defendant's financial liability, which shall not be limited by the balances in the bank accounts. However, in no event shall the case be set for trial, or shall discovery commence, on the merits until at least twelve (12) months have elapsed from the date of Final Judgment in this action, except for (i) the deposition referred to in paragraph 12 of this Consent, and (ii) any discovery for the Commission's case against other parties in this action. Further, Defendant's consent to set the case for trial for the sole issue of determining the amount of Defendant's liability was made for settlement purposes only and as stated in the introductory paragraph of this Final Judgment, Defendant consented to entry of this Final Judgment without admitting or denying the allegations of the Complaint (except as to jurisdiction).

Further, if within five years of the effective date of this Final Judgment, the Commission locates additional accounts in the name of or under the control of Defendant, the Commission shall have the right to seek through this Court disgorgement of such funds, not to exceed the total amount of disgorgement proven as a result of the violations alleged in the Complaint. Defendant may not, by way of defense to the Commission's seeking such funds: (1) challenge the validity of the Consent or the Final Judgment; (2) contest the allegations in the Complaint filed by the Commission; (3) assert that payment of disgorgement, pre-judgment and post-judgment interest should not be ordered; or (4) assert any defense to liability or remedy, including, but not limited to, any statute of limitations defense. Notwithstanding the preceding, Defendant may seek to exclude any funds he can prove to this Court that he earned from legitimate business activities after the entry of this Final Judgment.

**XII.**

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant shall, upon request of an Associate Director of the Division of Enforcement at the Commission made no later than one year after the final deposit of the monies from the accounts listed in Paragraph X, provide a deposition to the staff of the Commission at the United States Embassy in Brussels, Belgium, or at such other place as the parties may agree in writing, from day to day until concluded by the staff.

**XIII.**

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that the Consent is incorporated herein with the same force and effect as if fully set forth herein, and that Defendant shall comply with all of the undertakings and agreements set forth therein.

XIV.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain jurisdiction of this action for all purposes, including implementation and enforcement of the terms and conditions of this Final Judgment and attached Consent.

XV.

There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, the Clerk is ordered to enter this Final Judgment forthwith and without further notice.

Dated: September 13, 2004

  
UNITED STATES DISTRICT JUDGE  
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THIS DOCUMENT WAS ENTERED  
ON THE DOCKET ON \_\_\_\_\_