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AUG 18 2000
**IN THE UNITED STATES DISTRICT COURT
 FOR THE DISTRICT OF ARIZONA**

AUG 29 2000

CLERK U S DISTRICT COURT
 DISTRICT OF ARIZONA
 BY _____ Z DEPUTY

CLERK U S DISTRICT COURT
 DISTRICT OF ARIZONA
 BY _____ DEPUTY

Securities and Exchange Commission,
Plaintiff,

Civil Action No. 00-600-PHX-EHC

v.

Dominic Roelandt and Stephen B. Marek,
Defendants.

JUDGMENT AS TO DEFENDANT DOMINIC ROELANDT

Defendant Dominic Roelandt ("Roelandt") having (i) entered a general appearance; (ii) consented to the Court's jurisdiction over Defendant and the subject matter of this action; (iii) without admitting or denying the allegations of the Complaint, consented to entry of this Judgment without further notice; (iv) waived findings of fact and conclusions of law; and (v) waived any right to appeal from this Judgment, it is now:

I.

ORDERED, ADJUDGED AND DECREED that Roelandt, and his agents, servants, employees and attorneys, and those persons in active concert or participation with him who receive actual notice of this Judgment, are permanently restrained and enjoined from violating Section 10(b) of the Securities Exchange Act of 1934 (15 U.S.C. §78j(b)) and Rule 10b-5 thereunder (17 C.F.R. §240.10b-5) by, directly or indirectly, by the use of any means

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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, (1) employing any device, scheme or artifice to defraud, (2) making any untrue statement of a material fact or omitting 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 (3) engaging in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person;

II.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Roelandt is liable for disgorgement of \$41,958, representing profits gained as a result of the conduct alleged in the Complaint. Roelandt shall satisfy this obligation by paying \$41,958 within 10 business days to the Comptroller of the SEC, together with a letter specifying that payment is made pursuant to this Judgment. Defendant shall simultaneously transmit photocopies of such payment and letter to the SEC's counsel in this action. The SEC shall forward such funds to the U.S. Treasury. By making this payment, Roelandt relinquishes all legal and equitable right, title and interest in such funds, and no part of the funds shall be returned to Roelandt.

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Roelandt pay a civil penalty of \$41,958 pursuant to Section 21(d)(3) of the Securities Exchange Act of 1934 [15 U.S.C. §78u(d)(3)]. Roelandt shall satisfy this obligation by paying \$41,958 within 10 business days to the Comptroller of the SEC, together with a letter specifying that payment

is made pursuant to this Judgment. Roelandt shall simultaneously transmit photocopies of such payment and letter to the SEC's counsel in this action. The SEC shall forward such funds to the U.S. Treasury.

IV.

IT IS FURTHER ORDERED that this Court shall retain jurisdiction over this action for the purpose of implementing and carrying out the terms of all orders and decrees which may be entered herein and to entertain any suitable application or motion for additional relief within the jurisdiction of this Court.

V.

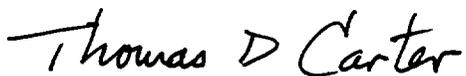
There being no just reason for delay, pursuant to Fed. R. Civ. P. 54(b), the Clerk is ordered to enter this Judgment forthwith and without further notice.

DATED this 28 day of August 2000:



Earl H. Carroll
United States District Judge

Presented by:



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