

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF TEXAS  
ENTERED

IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

SEP 26 2001

Michael N. Milby, Clerk of Court

SECURITIES AND EXCHANGE COMMISSION,

PLAINTIFF,

v.

MOUNTAIN ENERGY, INC., DONALD JOHN CHRISTENSEN, II,  
JACK E. USELTON, MARC R. TOW, GEORGE W. GUTTMAN,  
AND JOSEPH M. BLUMENTHAL,

DEFENDANTS.

Civil No.

01-3203

AGREED FINAL  
JUDGMENT AS TO  
GEORGE W. GUTTMAN

This is an agreed final judgment based upon the Consent of George W. Guttman ("Guttman").

Plaintiff U.S. Securities and Exchange Commission ("SEC"), having filed against defendant Guttman a Complaint for Permanent Injunction and Other Relief (the "Complaint") in this action; Guttman, having waived service upon him of the Summons and Complaint and admitted the jurisdiction of this Court over him and over the subject matter of this action; having been fully advised and informed of his right to a judicial determination of this matter; having waived findings of fact and conclusions of law as provided by Rule 52 of the Federal Rules of Civil Procedure; having consented to the entry of this Agreed Final Judgment as to George W. Guttman ("Final Judgment"), without admitting or denying any of the allegations in the Complaint except as set forth

in his Consent; no notice of hearing upon the entry of this Final Judgment being necessary; and the Court being fully advised in the premises:

**I.**

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Defendant George W. Guttman and his officers, agents, servants, employees, attorneys-in-fact, and those persons in active concert or participation with him who receive actual notice of this order by personal service or otherwise, are permanently enjoined from violating Sections 5(a) and 5(c) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. §§77e(a) and 77e(c)] by

- (a) directly or indirectly, unless a registration statement is in effect as to a security;
  - (1) 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; or
  - (2) 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
- (b) 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 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.

## **II.**

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant George W. Guttman is liable for disgorgement of \$1,000,000, representing profits gained as a result of the conduct alleged in the Complaint. Defendant shall satisfy this obligation within 180 days of the entry of this Final Judgment as follows. Defendant shall make a payment of no less than \$100,000 within 30 days of the entry of this Final Judgment, two additional payments of no less than \$200,000 each, one within 90 days and the other within 150 days of the entry of this Final Judgment, and a final payment of the balance (i.e., the sum of \$1,000,000 less the amount of the payments previously made) no more than 180 days from the entry of this Final Judgment. Defendant shall make these payments to the Clerk of this Court, together with a letter specifying that each payment is made pursuant to this Final Judgment. Defendant shall simultaneously transmit photocopies of such payments and letters to the SEC's counsel in this action. The Clerk shall hold these funds in the Registry, in an interest-bearing account, pending further order. By making these payments, Defendant relinquishes all legal and equitable right, title and interest in such funds, and no part of the funds shall be returned to Defendant.

## **III.**

IT IS FURTHER ORDERED that the provisions of the Consent filed concurrently with this Final Judgment are incorporated herein with the same force and effect as if fully set forth herein and that Guttman shall comply with his Consent.

IV.

IT IS FURTHER ORDERED that the Court shall retain jurisdiction of this action for all purposes, including implementation and enforcement of this Final Judgment.

There being no just reason for delay, the Clerk of the Court is hereby directed, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, to enter this Final Judgment forthwith.

SO ORDERED, this 24<sup>th</sup> day of September, 2001.

  
United States District Judge