UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF FLORIDA MIAMI DIVISION

CASE NO.: 03-60648-CIV-MARTINEZ

FILED by D.C.

AUG 2 4 2005

CLARENCE MADDOX
CLERK U.S. DIST. CT.
S.D. OF FLA. MIAMI

CLOSED

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

٧.

BENJAMIN ROGATINSKY,

Defendant,

REUVEN ROGATINSKY,

Relief Defendant.

FINAL JUDGMENT OF PERMANENT INJUNCTION AND OTHER RELIEF AS TO DEFENDANT BENJAMIN ROGATINSKY

Plaintiff Securities and Exchange Commission ("SEC" or "Commission") commenced this action by filing its Complaint against, among others, Defendant Benjamin Rogatinsky ("Defendant"). In its Complaint, the Commission sought a permanent injunction to prohibit violations by the Defendant of Sections 17(a) of the Securities Act of 1933 ("Securities Act"), Sections 10(b), 13(a), 13(b)(2)(A), 13(b)(2)(B), and 13(b)(5) of the Securities Exchange Act of 1934 ("Exchange Act"), and Rules 10b-5, 13a-11m, 13b2-1 and 13b2-2, thereunder. The Commission also sought other relief against the Defendant in the form of accountings, disgorgement, repatriation, an officer and director bar, civil penalties and an order temporarily freezing assets.

Defendant, by the Consent affixed hereto, without admitting or denying any of the allegations in the Commission's Complaint or any other paper filed herein, except as to personal and subject matter jurisdiction, has agreed to the entry of this Final Judgment of

55

Permanent Injunction and Other Relief ("Final Judgment"), in full and complete satisfaction and settlement of this matter, waived findings of fact and conclusions of law; and waived any right to appeal from this Final Judgment. This Court having accepted such Consent and this Court having jurisdiction over the Defendant, and the subject matter hereof, and the Court being fully advised in the premises,

I. VIOLATION OF SECTION 17(a) OF THE SECURITIES ACT

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Defendant, his officers, agents, servants, employees, representatives, and all persons in active concert or participation with him, and each of them, directly or indirectly, who receive actual notice of this Final Judgment, by personal service or otherwise, be and they hereby are, permanently restrained and enjoined from, directly or indirectly, singly or in concert, as aiders and abettors or otherwise, 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:

- (a) employing any device, scheme or artifice to defraud;
- (b) obtaining money or property by means of any untrue statement of material fact or omission to state any material fact necessary in order to make the statement made, in light of the circumstances under which it was made, not misleading; or
- (c) engaging in any transaction, practice or course of business which operates or would operate as a fraud or deceit upon purchasers or prospective purchasers of any such security,

in violation of Sections 17(a)(1), 17(a)(2) and 17(a)(3) of the Securities Act, [15 U.S.C. §§ 77q(a)(1), 77q(a)(2) and 77q(a)(3)].

II.

VIOLATION OF SECTION 10(b) OF THE EXCHANGE ACT AND RULE 10b-5 THEREUNDER

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant, his officers, agents, servants, employees, representatives, and all persons in active concert or participation with him, and each of them, directly or indirectly, and who receive actual notice of this Final Judgment, by personal service or otherwise, be and they hereby are, permanently restrained and enjoined from, directly or indirectly, singly or in concert, as aiders and abettors or otherwise, in connection with the purchase or sale of any security, by the use of any means or instrumentality of interstate commerce or of the mails, or of any facility of any national securities exchange:

- (a) employing any device, scheme or artifice to defraud;
- (b) making any untrue statements of 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
- (c) engaging in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person,

in violation of Section 10(b) of the Exchange Act, [15 U.S.C. § 78j(b)], and Rule 10b-5, [17 C.F.R. § 240.10b-5], thereunder.

Ш.

VIOLATIONS OF SECTION 13(a), 13(b)(2)(A) and 13(b)(2)(B) OF THE EXCHANGE ACT

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant, Defendant's agents, servants, employees, representatives, and all persons in active concert or participation with them and who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from directly or indirectly, controlling any person who violates Sections 13(a) and 13(b)(2)(A) and (B) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. §§78m(a) and 78m(b)(2)(A) and (B)] and Rules 13a-1 and 12b-20 thereunder [17 C.F.R. §§240.13a-1 and 240.12b-20] promulgated thereunder by:

a. filing or causing to be filed with the Commission any annual or quarterly report on behalf of PrintontheNet, or any other issuer, required to be filed with the Commission pursuant to Section 13(a) of the Exchange Act [15 U.S.C. §78m(a)] and the rules and regulations promulgated thereunder, which misstates any material facts or omits material information necessary to make the information in such report true and correct; or

b. failing to --

- (i) make and keep accurate books, records and accounts, which, in reasonable detail, accurately and fairly reflect the transactions and disposition of the assets of the issuer; or
- (ii) devise and maintain a system of internal accounting controls sufficient to provide reasonable assurances that: transactions are executed in

accordance with management's general or specific authorization; transactions are recorded as necessary to permit preparation of financial statements in conformity with generally accepted accounting principles or any other criteria applicable to such statements, and to maintain accountability for assets; access to assets is permitted only in accordance with management's general or specific authorization; and the recorded accountability for assets is compared with the existing assets at reasonable intervals and appropriate action is taken with respect to any differences;

unless Defendant acts in good faith and does not directly or indirectly induce the act or acts constituting the violation.

IV.

VIOLATIONS OF SECTION 13(b)(5) OF THE EXCHANGE ACT

and his agents, servants, employees, representatives, and other persons in active concert or participation with him and who receive actual notice of this order by personal service or otherwise, and each of them, be and hereby are permanently restrained and enjoined from violating Section 13(b)(5) of the Exchange Act [15 U.S.C. §78m(b)(5)], and the rules and regulations promulgated thereunder, by directly or indirectly, or by aiding and abetting, knowingly circumventing or knowingly failing to implement a system of internal accounting controls, or knowingly falsifying any book, record or account as described in Section 13(b)(2) of the Exchange Act [15 U.S.C. §78(b)(2)].

V.

OFFICER AND DIRECTOR BAR

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, pursuant to Section 21(d)(2) of the Exchange Act [15 U.S.C. § 78u(d)(2)], Defendant is prohibited from acting as an officer or director of any issuer that has a class of securities registered pursuant to Section 12 of the Exchange Act [15 U.S.C. § 781] or that is required to file reports pursuant to Section 15(d) of the Exchange Act [15 U.S.C. § 78o(d)].

VI.

CIVIL PENALTY

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant shall pay a civil money penalty in the amount of \$50,000, pursuant to Section 20(d) of the Securities Act, 15 U.S.C. § 7t(d), and Section 21(d) of the Exchange Act, 15 U.S.C. § 78(d)(3). Defendant shall make this payment within ten (10) business days after entry of this Final Judgment by certified check, bank cashier's check, or United States postal money order payable to the U.S. Securities and Exchange Commission. The payment shall be delivered or mailed to the Comptroller, U.S. Securities and Exchange Commission, 450 Fifth Street, N.W. Washington, D.C. 20549, and shall be accompanied by a letter identifying Benjamin Rogatinsky as a defendant in this action; setting forth the title and civil action number of this action and the name of this Court; and specifying that payment is made pursuant to this Final Judgment. Copies of such check and accompanying cover letter shall be simultaneously transmitted to Alise M. Johnson, Regional Trial Counsel, U.S. Securities and Exchange Commission, Southeast Regional Office, 801 Brickell Avenue, Suite 1800, Miami, Florida, 33131.

VII.

INCORPORATION OF CONSENT

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant shall comply with the provisions of the Consent attached hereto, and that such Consent is incorporated herein by reference as if fully set forth herein.

VIII.

RETENTION OF JURISDICTION

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court will retain jurisdiction over this matter and the Defendant in order to implement and carry out the terms of all Orders and Decrees that may be entered and/or to entertain any suitable application or motion for additional relief within the jurisdiction of this Court, and will order other relief that this Court deems appropriate under the circumstances.

This case is CLOSED, all pending motions are DENIED as moot.

DONE AND ORDERED this 24 day of 6 2005 at ______ Miami,

Florida.

UNITED STATES DISTRICT JUDGE

Copies to:

Magistrate Judge Klein All Counsel of Record