

ORIGINAL

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

SECURITIES AND EXCHANGE COMMISSION,	:	
	:	
Plaintiff,	:	
	:	
v.	:	Civil Action No.
	:	
PRESTON HOPPER, TAMELA PALLAS and	:	H-04-1054
TERRY WOOLLEY,	:	
Defendants.	:	

AGREED FINAL JUDGMENT AS TO TERRY WOOLLEY

Plaintiff Securities and Exchange Commission (the "Commission") commenced this action by filing its Complaint against, among other defendants, Terry Woolley ("Woolley"), and Woolley, in his Consent and Undertaking of Terry Woolley ("Consent"), entered a general appearance herein. In its Complaint, the Commission sought a civil penalty against Woolley in the amount of \$25,000 for Woolley's aiding and abetting or causing violations by CMS Energy Corporation of Sections 10(b), 13(a), 13(b)(2)(A) and 13(b)(2)(B) of the Securities Exchange Act of 1934 ("Exchange Act"), 15 U.S.C. §§78j(b), 78m(a), 78m(b)(2)(A), and 78m(b)(2)(B), and Rules 10b-5, 12b-20, 13a-1, and 13a-13, thereunder, 17 C.F.R. §§240.10b-5, 240.12b-20, 240.13a-1, and 240.13a-13.

Woolley, by his attached Consent, without admitting or denying any of the allegations of the Commission's Complaint, except as to the jurisdiction of this Court over him and over the subject matter of this action, has agreed to the entry of this Agreed

Final Judgment as to Terry Woolley (“Agreed Final Judgment”). This Court, having accepted Woolley’s Consent and having jurisdiction over Woolley and the subject matter hereof, ORDERS as follows:

I.

Defendant Woolley shall pay a civil penalty in the amount of \$25,000 pursuant to Section 21(d)(3) of the Exchange Act, 15 U.S.C. §§78u(d)(3). Defendant shall make this payment by certified check, bank cashier's check, or United States postal money order payable to the Securities and Exchange Commission in four equal installments of \$6,250, according to the following schedule: (a) the first \$6,250 installment to be made within ninety (90) days of entry of the Agreed Final Judgment; (b) the second \$6,250 installment to be made with one-hundred eighty (180) days of entry of the Agreed Final Judgment; (c) the third \$6,250 installment to be made within two-hundred seventy (270) days of entry of the Agreed Final Judgment; (d) and the fourth \$6,250 installment to be made within three-hundred sixty (360) days of entry of the Agreed Final Judgment. Defendant may satisfy the \$25,000 obligation earlier than the above scheduled payout, at his sole discretion. Payment shall be made by U.S. Postal money order, certified check, bank cashier's check, or bank money order, made payable to the Securities and Exchange Commission, and be hand-delivered or mailed to the Comptroller, Securities and Exchange Commission, Operations Center, 6432 General Green Way, Stop 0-3, Alexandria, VA 22312, under cover of a letter that identifies the Defendant, the name and case number of this action, the name of this Court, and the Commission’s case number (FW-02489). A copy of the cover letter and of the form of payment shall be simultaneously transmitted to Spencer C. Barasch, Associate District Administrator, Securities and Exchange

Commission, Fort Worth District Office, 801 Cherry Street, 19th Floor, Fort Worth, Texas
76102.

II.

The attached Consent is incorporated herein by reference with the same force and effect as if fully set forth herein.

III.

This Court shall retain jurisdiction of this matter for the purpose of enforcing the terms of this Final Judgment.

IV.

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 Agreed Final Judgment immediately and without further notice.

Oct. 8, 2004 
UNITED STATES DISTRICT JUDGE
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION