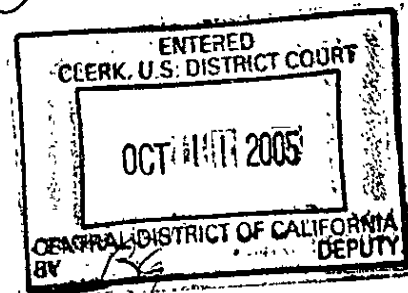
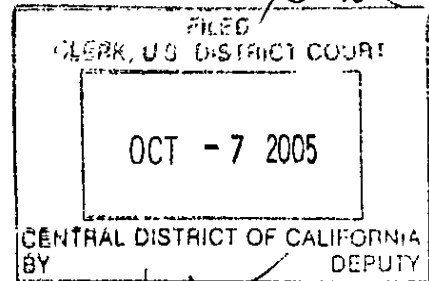


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10  
11 UNITED STATES DISTRICT COURT  
12 FOR THE CENTRAL DISTRICT OF CALIFORNIA

13 **ED CV 05 - 00877**

SGL

14 SECURITIES AND EXCHANGE  
 15 COMMISSION,

Case No.:

**FINAL JUDGMENT**

16 Plaintiff,

17 v.

18 HARVEY P. TABB,

19 Defendant.

20 The Securities and Exchange Commission having filed a Complaint and  
 21 Defendant Harvey P. Tabb having entered a general appearance; consented to the  
 22 Court's jurisdiction over Defendant and the subject matter of this action; consented  
 23 to entry of this Final Judgment without admitting or denying the allegations of the  
 24 Complaint (except as to jurisdiction); waived findings of fact and conclusions of  
 25 law; and waived any right to appeal from this Final Judgment:

26 I.

27 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant  
 28 and Defendant's agents, servants, employees, attorneys, and all persons in active

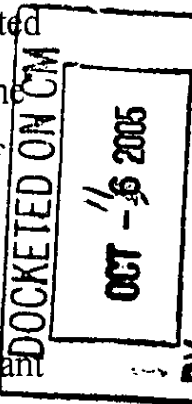
THIS CONSTITUTES NOTICE OF ENTRY  
 AS REQUIRED BY FRCP, RULE 77(d)

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CENTRAL DIST. OF CALIF.  
RIVERSIDE

BY



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1 concert or participation with them who receive actual notice of this Final Judgment  
2 by personal service or otherwise are permanently restrained and enjoined from  
3 violating, directly or indirectly, Section 10(b) of the Securities Exchange Act of  
4 1934 (the "Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5 promulgated  
5 thereunder [17 C.F.R. § 240.10b-5], by using any means or instrumentality of  
6 interstate commerce, or of the mails, or of any facility of any national securities  
7 exchange, in connection with the purchase or sale of any security:

8 (a) to employ any device, scheme, or artifice to defraud;

9 (b) to make any untrue statement of a material fact or to omit to state a  
10 material fact necessary in order to make the statements made, in the  
11 light of the circumstances under which they were made, not  
12 misleading; or

13 (c) to engage in any act, practice, or course of business which operates or  
14 would operate as a fraud or deceit upon any person.

## 15 II.

16 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED  
17 that Defendant and Defendant's agents, servants, employees, attorneys, and all  
18 persons in active concert or participation with them who receive actual notice of  
19 this Final Judgment by personal service or otherwise are permanently restrained  
20 and enjoined from violating Section 17(a) of the Securities Act of 1933  
21 ("Securities Act") [15 U.S.C. § 77q(a)] in the offer or sale of any security by the  
22 use of any means or instruments of transportation or communication in interstate  
23 commerce or by use of the mails, directly or indirectly:

24 (a) to employ any device, scheme, or artifice to defraud;

25 (b) to obtain money or property by means of any untrue statement of a  
26 material fact or any omission of a material fact necessary in order to  
27 make the statements made, in light of the circumstances under which  
28 they were made, not misleading; or

- 1 (c) to engage in any transaction, practice, or course of business which  
2 operates or would operate as a fraud or deceit upon the purchaser.

3 **III.**

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

- 10 (a) Unless a registration statement is in effect as to a security, making use  
11 of any means or instruments of transportation or communication in  
12 interstate commerce or of the mails to sell such security through the  
13 use or medium of any prospectus or otherwise;
- 14 (b) Unless a registration statement is in effect as to a security, carrying or  
15 causing to be carried through the mails or in interstate commerce, by  
16 any means or instruments of transportation, any such security for the  
17 purpose of sale or for delivery after sale; or
- 18 (c) Making use of any means or instruments of transportation or  
19 communication in interstate commerce or of the mails to offer to sell  
20 or offer to buy through the use or medium of any prospectus or  
21 otherwise any security, unless a registration statement has been filed  
22 with the Commission as to such security, or while the registration  
23 statement is the subject of a refusal order or stop order or (prior to the  
24 effective date of the registration statement) any public proceeding or  
25 examination under Section 8 of the Securities Act [15 U.S.C. § 77h].

26 **IV.**

27 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that  
28 Defendant shall pay a civil penalty in the amount of \$50,000 pursuant to Section

21(d)(3) of the Exchange Act. Defendant shall make this payment within ninety (90) business days after entry of this Final Judgment by certified check, bank cashier's check, or United States postal money order payable to the Securities and Exchange Commission. The payment shall be delivered or mailed to the Office of Financial Management, Securities and Exchange Commission, Operations Center, 6432 General Green Way, Mail Stop 0-3, Alexandria, Virginia 22312, and shall be accompanied by a letter identifying Harvey P. Tabb 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. Defendant shall pay post-judgment interest on any delinquent amounts pursuant to 28 USC § 1961.

V.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant is permanently restrained and enjoined from participating in the sale or offer to sell any security (including purported partnership interests) in an unregistered transaction.

VI.

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.

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VII.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

Dated: 10/6, 2005

  
United States District Judge