

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA

CASE NO.: 09-61716-CIV-COHN/SELTZER

SECURITIES AND EXCHANGE COMMISSION,	)
	)
Plaintiff,	)
v.	)
	)
AMANTE CORPORATION,	)
COMMONWEALTH CAPITAL	)
MANAGEMENT, INC.,	)
EDWARD M. DENIGRIS, and	)
WILLIAM D. DYER,	)
	)
Defendants,	)
	)
MVC GROUP LLC, and	)
EAST COAST BULLION EXCHANGE, INC.	)
(f/k/a CAPITAL ONE CONSULTING, INC.,	)
	)
Relief Defendants.	)
	)

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**FINAL JUDGMENT OF PERMANENT INJUNCTION AND  
OTHER RELIEF AS TO WILLIAM DYER**

Plaintiff Securities and Exchange Commission commenced this action by filing its Complaint against Defendant William Dyer and others. In its Complaint, the Commission seeks, among other relief against Dyer: a permanent injunction to prohibit violations of Section 15(a) of the Exchange Act, 15 U.S.C. § 78o(a); an order providing for disgorgement and prejudgment interest; and imposition of a civil money penalty pursuant to Section 21(d)(3) of the Exchange Act, 15 U.S.C. § 78u(d)(3).

Dyer, by the attached Consent, having entered a general appearance, waived service of a summons and the Complaint, and consented to the Court's jurisdiction over him and over the subject matter of this action, has consented to entry of this Final Judgment of Permanent Injunction and Other Relief as to William Dyer ("Final Judgment") without admitting or denying the allegations of

the Complaint (except as to subject matter and personal jurisdiction); waived findings of fact and conclusions of law; and waived any right to appeal from the Final Judgment. This Court having accepted Dyer's Consent, and having jurisdiction over Dyer and the subject matter of this action:

**I.**

**VIOLATION OF SECTION 15(a) OF THE EXCHANGE ACT**

**IT IS FURTHER ORDERED AND ADJUDGED** that Dyer, his officers, agents, servants, representatives, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise, are permanently restrained and enjoined from violating Section 15(a)(1) of the Exchange Act, 15 U.S.C. § 78j(a)(1), directly or indirectly, by making use of any means or instrumentality of interstate commerce or of the mails and engaging in the business of effecting transactions in securities for the accounts of others, or inducing or effecting the purchase and sale of securities, while not registered with the Commission in accordance with the provisions of Section 15(b) of the Exchange Act, or while not associated with a broker-dealer that was so registered.

**II.**

**DISGORGEMENT AND CIVIL PENALTY**

**IT IS FURTHER ORDERED AND ADJUDGED** that Dyer is liable for disgorgement of \$10,000, representing profits gained as a result of the conduct alleged in the Complaint, together with prejudgment interest thereon in the amount of \$1,192, and a civil penalty in the amount of \$10,000 pursuant to Section 21(d) of the Exchange Act, 15 U.S.C. § 78u(d). Dyer shall satisfy this obligation by paying \$21,192 within 14 days after entry of this Final Judgment to the Clerk of this Court, together with a cover letter identifying Dyer 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. Dyer shall simultaneously transmit photocopies of such payment and letter to the Commission's counsel in this action, Edward D. McCutcheon at the following address: Securities and Exchange Commission, 801 Brickell Avenue, Suite 1800, Miami, FL 33131. By making this payment, Dyer relinquishes all legal and equitable right, title, and interest in such funds, and no part of the funds shall be returned to Dyer. Dyer shall pay post-judgment interest on any delinquent amounts pursuant to 28 U.S.C. § 1961.

The Clerk shall deposit the funds into an interest bearing account with the Court Registry Investment System ("CRIS") or any other type of interest bearing account that is utilized by the Court. These funds, together with any interest and income earned thereon (collectively, the "Fund"), shall be held in the interest bearing account until further order of the Court. In accordance with 28 U.S.C. § 1914 and the guidelines set by the Director of the Administrative Office of the United States Courts, the Clerk is directed, without further order of this Court, to deduct from the income earned on the money in the Fund a fee equal to ten percent of the income earned on the Fund. Such fee shall not exceed that authorized by the Judicial Conference of the United States. The Commission may propose a plan to distribute the Fund subject to the Court's approval.

The Commission may by motion propose a plan to distribute the Fund subject to the Court's approval. Such a plan may provide that the Fund shall be distributed pursuant to the Fair Fund provisions of Section 308(a) of the Sarbanes-Oxley Act of 2002. Regardless of whether any such Fair Fund distribution is made, amounts ordered to be paid as civil penalties pursuant to this Judgment shall be treated as penalties paid to the government for all purposes, including all tax purposes. To preserve the deterrent effect of the civil penalty, Dyer shall not, after offset or reduction of any award of compensatory damages in any Related Investor Action based on Dyer's payment of disgorgement in this action, argue that he is entitled to, nor shall he further benefit by,

offset or reduction of such compensatory damages award by the amount of any part of Dyer's payment of a civil penalty in this action ("Penalty Offset"). If the court in any Related Investor Action grants such a Penalty Offset, Dyer shall, within 30 days after entry of a final order granting the Penalty Offset, notify the Commission's counsel in this action and pay the amount of the Penalty Offset to the United States Treasury or to a Fair Fund, as the Commission directs. Such a payment shall not be deemed an additional civil penalty and shall not be deemed to change the amount of the civil penalty imposed in this Final Judgment. For purposes of this paragraph, a "Related Investor Action" means a private damages action brought against Dyer by or on behalf of one or more investors based on substantially the same facts as alleged in the Complaint in this action.

Dyer shall not seek or accept, directly or indirectly, reimbursement or indemnification from any source, including but not limited to payment made pursuant to any insurance policy, with regard to any civil penalty amounts that Dyer pays pursuant to the Final Judgment, regardless of whether such penalty amounts or any part thereof are added to a distribution fund or otherwise used for the benefit of investors. Dyer shall not claim, assert, or apply for a tax deduction or tax credit with regard to any federal, state, or local tax for any penalty amounts that he pays pursuant to the Final Judgment, regardless of whether such penalty amounts or any part thereof are added to a distribution fund or otherwise used for the benefit of investors.

### III.

#### **PENNY STOCK BAR**

**IT IS FURTHER ORDERED AND ADJUDGED** that Dyer is permanently barred from participating in an offering of penny stock, including engaging in activities with a broker, dealer, or issuer for purposes of issuing, trading, or inducing or attempting to induce the purchase or sale of

any penny stock. A penny stock is any equity security that has a price of less than five dollars, except as provided in Exchange Act Rule 3a51-1, 17 C.F.R. 240.3a51-1.

IV.

**INCORPORATION OF CONSENT**

**IT IS FURTHER ORDERED AND ADJUDGED** that the Consent is incorporated herein with the same force and effect as if fully set forth herein, and that Dyer shall comply with all of the undertakings and agreements set forth therein.

V.

**RETENTION OF JURISDICTION**

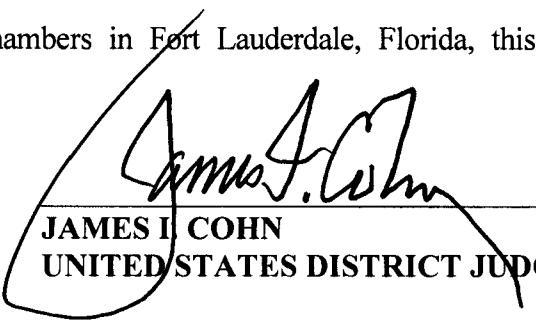
**IT IS FURTHER ORDERED AND ADJUDGED** that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

VI.

**RULE 54(b) CERTIFICATION**

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 Final Judgment forthwith and without further notice.

**DONE AND ORDERED** in Chambers in Fort Lauderdale, Florida, this 10<sup>th</sup> day of August, 2010.

  
JAMES I. COHN  
UNITED STATES DISTRICT JUDGE

Service on all parties and  
counsel of record via CM/ECF