

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

CASE NO. 09-80432-CIV-ZLOCH

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

vs.

**AMENDED FINAL JUDGMENT AND
PERMANENT INJUNCTION AS TO
DEFENDANT PAUL M. GOZZO**

PAUL M. GOZZO and PMG CAPITAL,
LLC.,

Defendants.

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The Securities and Exchange Commission having filed a Complaint and Defendant Paul M. Gozzo having entered a general appearance; consented to the Court's jurisdiction over Defendant and the subject matter of this action; consented to the entry of this Amended Final Judgment without admitting or denying the allegations of the Complaint (except as to jurisdiction); waived findings of fact and conclusions of law; and waived any right to appeal from this Final Judgment:

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant and Defendant's agents, servants, 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, directly or indirectly, Section 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5

promulgated thereunder [17 C.F.R. § 240.10b-5], by using any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange, in connection with the purchase or sale of any security;

- (a) to employ any device, scheme, or artifice to defraud;
- (b) to make any untrue statement of a material fact or to omit 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) to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person.

II.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant 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 Rule 3a51-1 under the Exchange Act [17 C.F.R. 240.3a51-1].

III.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant is liable for disgorgement of \$402,678, representing profits gained as a result of the conduct alleged in the Complaint, together with prejudgment interest thereon in the amount of \$35,110 for a total of \$437,788. Defendant's liability for disgorgement

and prejudgment interest shall be reduced by any monies that Defendant is ordered to pay in connection with the parallel criminal proceeding, United States v. Gozzo, 09-20192-CR-GOLD (S.D. Fla.).

IV.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the Consent Of Defendant Paul M. Gozzo (DE 3) 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.

V.

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 And Permanent Injunction.

DONE AND ORDERED in Chambers at Fort Lauderdale, Broward County, Florida, this 8th day of April, 2010.



WILLIAM J. ZLOCH
United States District Judge

Copies furnished:
All Counsel of Record