

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA

CASE NO.: 11-21549-CIV-HUCK/BANDSTRA

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

ALLEN E. WEINTRAUB & AWMS ACQUISITION,  
INC. d/b/a STERLING GLOBAL HOLDINGS,

Defendants.

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**FINAL JUDGMENT AS TO DEFENDANTS ALLEN E. WEINTRAUB  
AND AWMS ACQUISITION, INC.**

The Securities and Exchange Commission (“SEC”) having filed a Complaint; the Court having entered a default against Defendant, AWMS Acquisition, Inc. d/b/a Sterling Global Holdings on July 21, 2011 (D.E. # 16); the Court having entered Summary Judgment against Defendant, Allen E. Weintraub as to liability on December 30, 2011 (D.E. # 57); and trial on the issue of remedies having been completed on January 9, 2012:

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendants, Allen E. Weintraub and AWMS Acquisition, Inc., and Defendants’ 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 Defendants, Allen E. Weintraub and AWMS Acquisition, Inc., and Defendants' 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 Section 14(e) of the Exchange Act [15 U.S.C. § 78n(e)] and Rule 14e-8 [17 C.F.R. § 240.14e-8] promulgated thereunder, 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 any tender offer, or request or invitation for tenders, or any solicitation of security holders in opposition to or in favor of any such offer, request or invitation:

- (a) to make any untrue statement of a material fact or omit to state any material fact necessary in order to make the statements made, in light of the circumstances under which they are made, not misleading, or

(b) to engage in any fraudulent, deceptive, or manipulative acts or practices, by publically announcing plans to make a tender offer that has not yet been commenced, where the Defendants (or a party on whose behalf the Defendants are acting):

(i) is making the announcement of a potential tender offer without the intention to commence the offer within a reasonable time and complete the offer;

(ii) intends, directly or indirectly, for the announcement to manipulate the market price of the stock of the bidder or subject company; or

(iii) does not have the reasonable belief that the Defendant will have the means to purchase securities to complete the offer.

### III.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant, Allen E. Weintraub shall pay a civil penalty in the amount of \$200,000.00 pursuant to Section 21(d)(3) of the Exchange Act, and that Defendant, AWMS Acquisition, Inc. shall pay a civil penalty in the amount of \$200,000.00 pursuant to Section 21(d)(3) of the Exchange Act. Defendants shall make this payment within 14 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, 100 F Street, N.E., Stop 6042, Washington, DC 20549, and shall be accompanied by a letter identifying each 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. Defendants shall pay post-judgment interest on any delinquent amounts pursuant to 28 USC § 1961. The SEC shall remit the funds paid pursuant to this paragraph

to the United States Treasury.

IV.

IT IS HEREBY 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. All pending motions are DENIED AS MOOT and the case is CLOSED.

DONE AND ORDERED in Chambers, Miami, Florida, January 9, 2012.



Paul C. Huck  
United States District Judge

Copies furnished to:  
Counsel of Record  
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