

UNITED STATES DISTRICT COURT
For The
EASTERN DISTRICT OF LOUISIANA

FILED
U.S. DISTRICT COURT
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J. C. WHITE

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

ALPHA DIVERSIFIED INDUSTRIES, INC.,
RALPH W. LEBLANC, and
ROBERT M. BINGHAM,

Defendants.

CIVIL ACTION NO. 97-2814 "B"

ORDER REGARDING
DISGORGEMENT AND
CIVIL PENALTY AS TO
ROBERT M. BINGHAM

On September 12, 1997, this Court ordered that defendant Robert M. Bingham ("Bingham") shall pay disgorgement, plus prejudgment interest thereon, and a civil penalty pursuant to Section 20(d) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. § 77t(d)] and Section 21(d)(3) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78u(d)(3)] in amounts as may be determined by agreement between the plaintiff Securities and Exchange Commission ("Commission") and defendant Bingham. In the event that the parties could not agree as to the appropriate amount of disgorgement or civil penalty, the Court would determine the amount of disgorgement, plus prejudgment interest thereon, and /or civil penalty, as necessary.

Plaintiff Commission and defendant Bingham have informed the Court that they have come to an agreement concerning an appropriate resolution regarding disgorgement, prejudgment interest, and a civil penalty. Accordingly, the Court being fully advised in the premises:

I.

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that defendant Bingham shall pay disgorgement in the amount of \$40,995.00, representing the monies and benefits that he received from the conduct alleged in the Commission's complaint, plus prejudgment interest thereon. The calculation of such prejudgment interest is to be computed at the Internal Revenue Service rate for unpaid taxes. Based upon Bingham's sworn representations in his Statement of Financial Condition dated November 24, 1998, and submitted to the Commission, payment of disgorgement and prejudgment interest thereon is waived, contingent upon the accuracy and completeness of his Statement of Financial Condition.

II

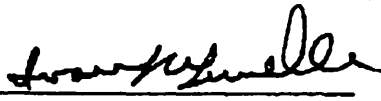
IT IS FURTHER ORDERED, ADJUDGED AND DECREED that based upon Bingham's sworn representations in his Statement of Financial Condition dated November 24, 1998, and submitted to the Commission, the Court is not ordering him to pay a civil penalty pursuant to Section 20(d) of the Securities Act [15 U.S.C. § 77(d)] and Section 21(d)(3) of the Exchange Act [15 U.S.C. § 78u(d)(3)]. The determination not to impose a civil penalty and to waive payment of disgorgement and prejudgment interest thereon is contingent upon the accuracy and completeness of Bingham's Statement of Financial Condition. If at any time following the entry of this Order, the Commission obtains information indicating that Bingham's representations to the Commission concerning his assets, income, liabilities, or net worth were fraudulent, misleading, inaccurate or incomplete in any material respect as of the time such representations were made, the Commission may, at its sole discretion and without prior notice to Bingham, petition this Court for an order

requiring Bingham to pay disgorgement, prejudgment and postjudgment interest thereon, and a civil penalty. In connection with any such petition, the only issues shall be whether the financial information provided by Bingham was fraudulent, misleading, inaccurate or incomplete in any material respect as of the time such representations were made, and the amount of the civil penalty to be imposed. In its petition, the Commission may move this Court to consider all available remedies, including, but not limited to, ordering Bingham to pay funds or assets, directing the forfeiture of any assets, or sanctions for contempt of this Order, and the Commission may also request additional discovery. Bingham may not, by way of defense to such petition, challenge the validity of his Stipulation And Consent or this Order, contest the allegations in the Commission's complaint, the amount of disgorgement and interest, or assert that disgorgement or the payment of a civil penalty should not be ordered.

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court shall retain jurisdiction over this matter for all purposes and may order other and further relief that this Court deems appropriate under the circumstances.

SO ORDERED, this 26th day of March, 1999.



HON. IVAN L.R. LEMELLE
UNITED STATES DISTRICT JUDGE