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Rev. of 11/24/98

FILED
CLERK, U.S. DISTRICT COURT
FEB 18 2000
CENTRAL DISTRICT OF CALIFORNIA
DEPUTY

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Securities and Exchange Commission
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ENTERED ON ICMS
FEB 22 2000
CVA

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2000 FEB 17 PM 2:00
CLERK, U.S. DISTRICT COURT
CENTRAL DIST. OF CALIF.
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JS-2/JS-3

9 UNITED STATES DISTRICT COURT
10 CENTRAL DISTRICT OF CALIFORNIA
11 WESTERN DIVISION

12 _____
13 SECURITIES AND EXCHANGE COMMISSION, :
14 Plaintiff :
15 v. :
16 MICROWEST INDUSTRIES, INC., :
MICROWEST INCOME FUND, :
17 MICROWEST MICROSYSTEMS, INC., :
STEVEN P. HEVELL, :
18 JOSEPH G. OBEY, :
ALLAN T. MATZAT, :
19 ELLSWORTH L. BROUILLETTE, :
NEAL C. HARPER, :
20 DWIGHT H. STEPHENS, :
JIM D. JAMES, :
21 BLAKE T. WARD, :
THOMAS J. PERKINS, and :
22 ANTHONY F. MOSS, :
23 Defendants. :
24 _____

Case No. CV 97-9150 CAS
(CTx)

FINAL JUDGMENT OF
PERMANENT INJUNCTION AND
OTHER RELIEF AGAINST
DEFENDANT NEAL C. HARPER

ENTERED
CLERK, U.S. DISTRICT COURT
FEB 22 2000
CENTRAL DISTRICT OF CALIFORNIA
DEPUTY

✓ Docketed
✓ Copies / NTC Sent
N JS - 5 / JS - 6
JS - 2 / JS - 3
CLSD

26 Plaintiff Securities and Exchange Commission ("Commission"),
27 having filed and served upon Defendant NEAL C. HARPER ("Harper")
28 a Summons and Complaint in this action and Defendant Harper

127

1 | having admitted service upon him of the Summons and Complaint in
2 | this action and the jurisdiction of this Court over him and over
3 | the subject matter of this action; having been fully advised and
4 | informed of his right to a judicial determination of this action;
5 | having waived the entry of findings of fact and conclusions of
6 | law as provided by Rule 52 of the Federal Rules of Civil
7 | Procedure; having consented to the entry of this Final Judgment
8 | of Permanent Injunction and Other Relief Against Defendant Neal
9 | C. Harper ("Final Judgment") without admitting or denying any of
10 | the allegations in the Complaint, except as specifically set
11 | forth in the Consent of Defendant Neal C. Harper To Entry of
12 | Final Judgment of Permanent Injunction and Other Relief
13 | ("Consent"); it appearing that no notice of hearing upon the
14 | entry of this Final Judgment being necessary; and the Court being
15 | fully advised in the premises; and there being no just reason for
16 | delay:

17 | I.

18 | IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant
19 | Harper, and his agents, servants, employees, and attorneys, and
20 | all persons in active concert or participation with any of them,
21 | who receive actual notice of this Final Judgment by personal
22 | service or otherwise, and each of them, are permanently
23 | restrained and enjoined from, directly or indirectly:

24 | A. making use of any means or instruments of
25 | transportation or communication in interstate commerce
26 | or of the mails to sell the securities of any issuer,
27 | through the use or medium of any prospectus or
28 |

1 otherwise, unless and until a registration is in effect
2 as to such securities;

3 B. carrying or causing to be carried through the mails or
4 in interstate commerce, by any means or instruments of
5 transportation, for the purpose of sale or for delivery
6 after sale, the securities of any issuer, unless and
7 until a registration statement is in effect as to such
8 securities; and

9 C. making use of any means or instruments of
10 transportation or communication in interstate commerce
11 or of the mails to offer to sell or offer to buy,
12 through the use or medium of any prospectus or
13 otherwise, the securities of any issuer, unless and
14 until a registration statement has been filed with the
15 Commission as to such securities, or while a
16 registration statement as to such securities is the
17 subject of a refusal order or stop order or (prior to
18 the effective date of the registration statement) any
19 public proceeding or examination under Section 8 of the
20 Securities Act of 1933 [15 U.S.C. § 77h];

21 in violation of Sections 5(a) and 5(c) of the Securities Act of
22 1933 ("Securities Act") [15 U.S.C. §§ 77e(a) & 77e(c)]; provided,
23 however, that nothing in Part I of this Final Judgment shall
24 apply to any security or transaction that is exempt from the
25 provisions of Section 5 of the Securities Act [15 U.S.C. § 77e].

26 II.

27 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant
28

1 Harper and his agents, servants, employees, and attorneys, and
2 all persons in active concert or participation with any of them,
3 who receive actual notice of this Final Judgment by personal
4 service or otherwise, and each of them, are permanently
5 restrained and enjoined from, directly or indirectly, making use
6 of the mails or any means or instrumentality of interstate
7 commerce to effect any transaction in, or to induce or attempt to
8 induce the purchase or sale of, any security (other than an
9 exempted security or commercial paper, bankers' acceptances, or
10 commercial bills) unless and until becoming registered in
11 accordance with Section 15(b) of the Exchange Act [15 U.S.C.
12 § 78o(b)] in violation of Section 15(a) (1) of the Exchange Act
13 [15 U.S.C. § 78o(a) (1)].

14 III.

15 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant
16 Harper pay a civil penalty in the amount of \$5,000 pursuant to
17 Sections 20(d) (1) and 20(d) (2) of the Securities Act [15 U.S.C.
18 §§ 77t(d) (1) and 77t(d) (2)] and Section 21(d) (3) of the Exchange
19 Act [15 U.S.C. § 78u(d) (3)]. Such payment may be made in two
20 installments. The first installment of \$2,500.00 shall be paid
21 within thirty (30) days of Entry of Judgment. The second
22 installment of \$2,500.00 shall be paid not later than ninety (90)
23 days of Entry of Judgment. This civil money penalty: (1) shall
24 be paid by United States Postal Money Order, Certified Check,
25 bank cashier's check or bank money order; (2) shall be made
26 payable to the United States Treasury; (3) shall be hand-
27 delivered or Mailed to the Comptroller, Securities and Exchange
28

1 Commission, Operations Center, 6432 General Green Way, Stop 0-3,
2 Alexandria, VA 22312, and (4) shall be submitted under a cover
3 letter that identifies Harper as a Defendant in these
4 proceedings, and states the file numbers of these proceedings, A
5 copy of this cover letter and money order or check shall be sent
6 to Trial Counsel for the Commission at the Pacific Regional
7 Office, Securities and Exchange Commission 5670 Wilshire
8 Boulevard, 11th Floor Los Angeles, California 90036.

9 IV.

10 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the
11 provisions of the Consent filed concurrently with this Final
12 Judgment are incorporated herein with the same force and effect
13 as if fully set forth herein and that Defendant shall comply with
14 his Consent.

15 V.

16 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court
17 shall retain jurisdiction over this action to determine the
18 liability of any remaining defendants in this action, to
19 implement and to enforce the terms of this Final Judgment and all
20 other orders and decrees that may be entered herein, and to grant
21 such other relief as the Court may deem necessary and just.

22 * * * * *

23 ////

24 ////

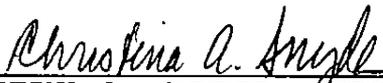
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1 There being no just reason for delay, the Clerk of the Court
2 is hereby directed, pursuant to Rule 54(b) of the Federal Rules
3 of Civil Procedure, to enter this Final Judgment forthwith.

4
5 DATED: *2-18-00*

6
7 
8 CHRISTINA A. SNYDER, JUDGE
9 UNITED STATES DISTRICT COURT

10
11 CAMICROWEST\PLEADING\HARPRJJDG.DFT

PROOF OF SERVICE

I, the undersigned, declare that I am over the age of 18 years and not a party to the action. I am employed in the County of Los Angeles, State of California, in which county the within-mentioned mailing occurred. My business address is 5670 Wilshire Boulevard, 11th Floor, Los Angeles, California 90036. I am familiar with the practice of the U.S. Securities and Exchange Commission of collecting and processing legal documents and correspondence for mailing. The Commission's practice is to deposit correspondence with the United States Postal Service on the same day that it is prepared for mailing in the ordinary course of business.

On February 16, 2000, I served the following document(s):

**FINAL JUDGMENT OF PERMANENT INJUNCTION AND
OTHER RELIEF AGAINST DEFENDANT NEAL C.
HARPER.**

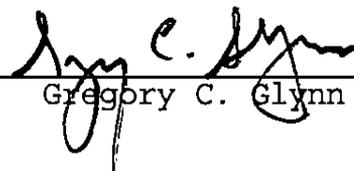
by placing a true and correct copy in a separate envelope for each addressee named hereafter, addressed to each such addressee respectively as follows:

See Attached
MASTER SERVICE LIST

I then sealed the envelope with postage thereon fully prepaid and deposited it for collection and mailing via the United States Postal Service today in accordance with the ordinary business practices of the Commission at the Commission's address previously set forth.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct and that I am employed in the office of a member of the Bar of this Court at whose direction this service was made.

Executed on February 16, 2000, at Los Angeles, California.



Gregory C. Glynn

MASTER SERVICE LIST
Securities and Exchange Commission
v.
Microwest Industries, Inc. et al.
United States District Court
Case No. CV 97-9150 (CAS) (CTX)

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MASTER SERVICE LIST
Securities and Exchange Commission
v.
Microwest Industries, Inc. et al.
United States District Court
Case No. CV 97-9150 (CAS) (CTX)

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