

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLORADO

 UNITED STATES SECURITIES AND)
 EXCHANGE COMMISSION,)
)
 PLAINTIFF,)
)
 V.)
)
 GOLDEN EAGLE INTERNATIONAL, INC.,)
)
 RONALD A. KNITTLE, MARY A.)
)
 ERICKSON, GREGORY G. VERNON,)
)
 TIMBERLINE CONSULTANTS, INC.,)
)
 AND TERRY TURNER,)
)
 DEFENDANTS.)

FILED
UNITED STATES DISTRICT COURT
DENVER, COLORADO
 SEP 21 1999
 JAMES R. MANSPEAKER
 CLERK
 BY _____
 SEP. CLERK

CIVIL ACTION NO:
 98-Z-1020

FINAL JUDGMENT OF PERMANENT INJUNCTION AS TO DEFENDANT MARY A.
 ERICKSON

Plaintiff Securities and Exchange Commission
 ("Commission"), having commenced this action on May 7, 1998, by
 filing a Complaint alleging that defendant Mary A. Erickson
 ("Erickson") violated various provisions of the securities laws;
 the Complaint and summons having been duly served upon Erickson;
 a Consent and Undertaking subsequently having been filed in
 which Erickson, having waived her right to the entry of findings
 of fact and conclusions of law under Rule 52 of the Federal

Rules of Civil Procedure, and, without admitting or denying the allegations made in the Complaint, except as to jurisdiction which is admitted, consented to entry without further notice of this Final Judgment of Permanent Injunction ("Final Judgment") enjoining her from engaging in transactions, acts, practices and courses of business which constitute or would constitute violations of: Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") and Rule 10b-5 thereunder [15 U.S.C. § 78j(b) and 17 C.F.R. 240.10b-5]; Section 17(a) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. § 77q(a)]; Sections 5(a) and 5(c) of the Securities Act [15 U.S.C. §§ 77e(a) and 77e(c)]; Exchange Act Sections 13(b)(2)(A), and 13(b)(2)(B)(ii) [15 U.S.C. §§ 78m(b)(2)(A), (b)(2)(B)(ii)]; and Exchange Act Section 13(a) and Rules 13a-1, 13a-11, 13a-13 and 12b-20 [15 U.S.C. 78m(d) and Rules 17 C.F.R. 240.13a-1, 13a-11, 13a-13, and 12b-20]; and it appearing that this Court has jurisdiction over the parties and over the subject matter of this action, and the Court being fully advised in the premises:

I.

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that defendant Mary A. Erickson, her agents, servants, employees, and all persons in active concert or participation with her who receive actual notice of this Final Judgment by personal service or otherwise, and each of them, be and they hereby are permanently

restrained and enjoined from violating Section 17(a) of the Securities Act, [15 U.S.C. 77q(a)], by, directly or indirectly, in the offer or sale of any security, using any means or instruments of transportation or communication in interstate commerce, or using the mails, to: (1) employ any device, scheme or artifice to defraud; (2) obtain money or property by means of any untrue statement of material fact or any omission 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 (3) engage in any transaction, practice or course of business which operates or would operate as a fraud or deceit upon a purchaser.

II.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that defendant Mary A. Erickson, her agents, servants, employees, and all persons in active concert or participation with her who receive actual notice of this Final Judgment by personal service or otherwise, and each of them, be and they hereby are permanently restrained and enjoined from violating Section 10(b) of the Exchange Act and Rule 10b-5 promulgated thereunder, [15 U.S.C. 78j(b) and Rule 17 C.F.R. 240.10b-5], in connection with the purchase or sale of any security, directly or indirectly, by using any means or instrumentality of interstate commerce, or of the mails, or of any facility of a national securities exchange,

to: (1) employ any device, scheme or artifice to defraud; (2) make any untrue statement of a material fact or 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 (3) engage in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person.

III.

FURTHER ORDERED that Mary A. Erickson and her agents, servants, employees, and all persons acting in concert with her are enjoined and restrained from, directly or indirectly: (a) making use of any means or instruments of interstate commerce, or of the mails, to sell through the use or medium of any prospectus or otherwise, any security whatsoever, unless and until a registration statement has been filed with the Commission; (b) carrying or causing to be carried through the mails or in interstate commerce by any means or instruments of transportation, any security of any issuer whatsoever, for purposes of sale or delivery after sale, unless and until a registration statement has been filed with the Commission; or (c) making use of any means or instruments of transportation or communication in interstate commerce or the mails to sell or offer to buy through the use or medium of any prospectus or otherwise any security of any issuer whatsoever, unless a

registration statement has been filed with the Commission; in violation of Sections 5(a) and 5(c) of the Securities Act of 1933 [15 U.S.C. 77e(a) and 77e(c)], provided however, that nothing in the foregoing portion of this injunction shall apply to any security or transaction which is exempt from the provisions of Section 5 of the Securities Act.

IV.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that defendant Mary A. Erickson, her agents, servants, employees, and all persons in active concert or participation with her who receive actual notice of this Final Judgment by personal service or otherwise, and each of them, be and they hereby are permanently restrained and enjoined from violating Sections 13(b)(2)(A), and 13(b)(2)(B)(ii) of the Exchange Act, [15 U.S.C. §§ 78m(b)(2)(A), (b)(2)(B)(ii)], by, causing an issuer of securities required to file reports with the Securities and Exchange Commission pursuant to the Exchange Act of 1934, to: 1) fail to make and keep books, records, and accounts, which, in reasonable detail, accurately and fairly reflected the transactions and dispositions of its assets; or 2) fail to devise and maintain a system of internal accounting controls sufficient to provide reasonable assurances that transactions are recorded as necessary to permit preparation of financial statements in

conformity with generally accepted accounting principles and to maintain accountability for assets.

V.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that defendant Mary A. Erickson, her agents, servants, employees, and all persons in active concert or participation with her who receive actual notice of this Final Judgment by personal service or otherwise, and each of them, be and they hereby are permanently restrained and enjoined from violating Section 13(a) of the Exchange Act and Rules 13a-1, 13a-11, 13a-13 and 12b-20 thereunder, [15 U.S.C. 78m(d) and Rules 17 C.F.R. 240.13a-1, 13a-11, 13a-13, and 12b-20], by, filing or causing to be filed with the Commission any quarterly, annual, or other report required to be filed with the Commission pursuant to Section 13(a) of the Exchange Act [15 U.S.C. §78m(a)] and the rules and regulations promulgated thereunder, which contains any untrue statement of material fact, or which omits to state any material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading, or which omits to disclose any information required to be disclosed, or which is not filed on a timely basis.

VI.

Defendant Mary A. Erickson has submitted a sworn financial statement and other evidence and has asserted her financial inability to pay a civil penalty. The Commission has reviewed the sworn financial statement and other evidence provided by defendant Erickson and has determined that Erickson does not have the financial ability to pay a civil penalty. IT IS HEREBY ORDERED, ADJUDGED AND DECREED that the Plaintiff may, at any time following entry of this Order, petition the Court to: 1) reopen this matter to consider whether Erickson provided accurate and complete financial information at the time such representations were made and if not; 2) determine the amount of the civil penalty to be imposed; and 3) seek any additional remedies Plaintiff would have had in this proceeding had Erickson's consent and undertaking not been accepted by the Commission. No other issues shall be considered in such proceeding other than whether the financial information provided by Erickson was fraudulent, misleading, inaccurate or incomplete in any material respect, the amount of civil penalty to be imposed and whether any additional remedies should be imposed. Erickson may not, by way of defense to any such petition, contest the findings of this Order or the Court's authority to impose any additional remedies that were available in the original proceeding.

VII.

Defendant Mary A. Erickson has submitted a sworn financial statement and other evidence and has asserted her financial inability to pay disgorgement or prejudgment interest. The Commission has reviewed the sworn financial statement and other evidence provided by defendant Erickson and has determined that Erickson does not have the financial ability to pay disgorgement or prejudgment interest. IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Mary A. Erickson shall pay disgorgement of \$150,000 jointly and severally with defendant Ronald Knittle plus prejudgment interest, but that payment of such amount be waived based upon Erickson's and Knittle's demonstrated inability to pay. IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Plaintiff may, at any time following the entry of this Order, petition the Court to 1) reopen this matter to consider whether Erickson provided accurate and complete financial information at the time such representations were made and if not; 2) seek any additional remedies Plaintiff would have had in this proceeding had Erickson's consent and undertaking not been accepted by the Commission. No other issues shall be considered in such proceeding other than whether the financial information provided by Erickson was fraudulent, misleading, inaccurate or incomplete in any material respect, and whether any additional remedies should be imposed. Erickson may not, by way of defense to any

such petition, contest the findings of this Order or the Court's authority to impose any additional remedies that were available in the original proceeding.

VIII.

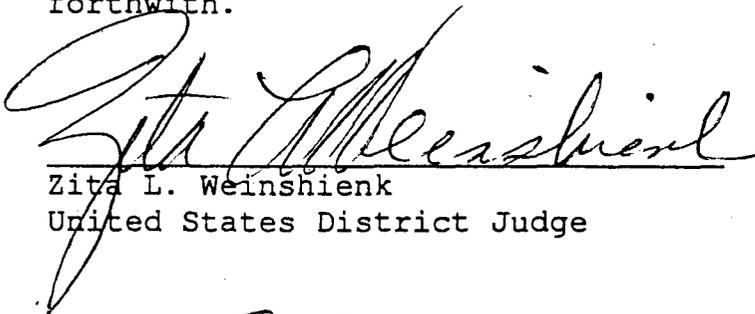
IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the annexed Consent and Undertaking of Defendant Mary A. Erickson be, and the same hereby is, incorporated herein with the same force and effect as if fully set forth herein.

IX.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court shall retain jurisdiction of this action for all purposes, including implementation and enforcement of this Final Judgment.

XI.

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



Zita L. Weinshienk
United States District Judge

Dated: Sept 21, 1999

EOD
UNITED STATES DISTRICT COURT
DENVER, COLORADO

SEP 21 1999

JAMES R. MANSPEKER
CLERK

CERTIFICATE OF SERVICE

Case No. 98-Z-1020

The undersigned certifies that a copy of the foregoing Final Judgment of Permanent Injunction as to Defendant Mary A. Erickson was served on Sept 21, 1999, by:

() delivery to:

MAGISTRATE JUDGE MICHAEL J WATANABE

OR

() depositing the same in the United States Mail, postage prepaid, addressed to:

ROBERT M FUSFELD ESQ
SECURITIES AND EXCHANGE COMMISSION
1801 CALIFORNIA STREET SUITE 4800
DENVER CO 80202

JOHN HENRY SCHLIE ESQ
THE WORLD TRADE CENTER BUILDING
1625 BROADWAY STE 1550
DENVER CO 80202

JAMES R. MANSPEAKER, Clerk

By Kathy Terzani
Deputy Clerk