



without admitting or denying the allegations of the Complaint, to the entry of a Partial Judgment of Permanent Injunction and Other Equitable Relief on Consent Against Defendant Scott Alexander Gryskiewicz and Relief Defendant American Securities, Inc. on June 26, 2003, which was entered on July 3, 2003; and having executed the attached **Consent of Defendant Scott Alexander Gryskiewicz On Behalf of Himself and on Behalf of American Securities (NJ)** (“**Consent**”) incorporated herein, and having consented to the entry, without further notice, of this **Final Judgment on Consent Against Defendant Scott Alexander Gryskiewicz and Relief Defendant American Securities (NJ)** (“**Final Judgment**”):

NOW THEREFORE,

**I.**

**IT IS HEREBY ORDERED, ADJUDGED AND DECREED** that Defendant Gryskiewicz be and hereby is permanently enjoined and restrained from, directly or indirectly, singly or in concert, in the offer or sale of any security, by use of the mails, or any means or instrumentality of transportation or communication in interstate commerce:

- (1) employing any device, scheme or artifice to defraud;
- (2) obtaining money or property by means of an untrue statement of material fact or omitting to state a material fact necessary to make the statements made, in the light of the circumstances under which they were made, not misleading; and
- (3) engaging in any transaction, practice or course of business which operates or would operate as a fraud or deceit upon the purchaser,

in violation of Section 17(a) of the Securities Act of 1933 (“**Securities Act**”), 15 U.S.C. § 77q(a).

**II.**

**IT IS HEREBY ORDERED, ADJUDGED AND DECREED** that Defendant Gyskiewicz be, and hereby is permanently enjoined and restrained from, directly or indirectly, singly or in concert, in connection with the purchase or sale of any security, by use of the means or instrumentalities of interstate commerce, or of the mails, or of any facility of any national securities exchange:

- (1) employing any device, scheme, or artifice to defraud;
- (2) making any untrue statement of a material fact or omitting 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) engaging in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person,

in violation of Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act"), 15 U.S.C. § 78j(b), and Rule 10b-5, 17 C.F.R. § 240.10b-5.

**III.**

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that Defendant Gyskiewicz be and hereby is permanently enjoined and restrained from, directly or indirectly, while acting as a broker, by use of the mails or the means or instrumentalities of interstate commerce, from effecting transactions in, or inducing or attempting to induce the purchase or sale of, securities, by means of manipulative, deceptive, or other fraudulent devices or contrivances, including:

- (a) acts, practices, and courses of business that operate or would operate as a fraud or deceit upon any person,

(b) untrue statements of material fact and omissions to state a material fact, necessary, in light of the circumstances under which they were made, not misleading, in violation of Section 15(c)(1) of the Exchange Act, 15 U.S.C. §78o(c)(1), and Rules 10b-3 and 15c1-2, 17 C.F.R. §§240.10b-3 and 240.15c1-2.

**IV.**

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that Defendant Gryskiewicz be and hereby is permanently enjoined and restrained from, directly or indirectly, while not registered with the Commission as a broker, making use of the mails or means and instrumentalities of interstate commerce to effect transactions in, or to induce or attempt or induce the purchase or sale of securities, in violation of Section 15(a)(1) of the Exchange Act, 15 U.S.C. §78o(a).

**V.**

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant Gryskiewicz be, and hereby is, permanently enjoined and restrained from, directly or indirectly, singly or in concert:

- A. participating in any way in the offer for sale or the offer to buy any security while acting as, on behalf of, or in association with, an issuer, underwriter, broker, or dealer involved in such offer, unless a registration statement is in effect as to such security; or
- B. participating in any way in the offer to sell or the offer to buy any security while acting as, on behalf of, or in association with, an issuer, underwriter, broker, or dealer involved in such offer, unless a registration statement has been filed as to such security.

VI.

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant Gryskiewicz and Relief Defendant American (NJ) are, jointly and severally, immediately liable to, and directed to, pay to the Commission, disgorgement of Seventy Thousand Four Hundred Sixty-One Dollars and Seventy-Three Cents (\$70,461.73), representing profits gained as a result of the conduct alleged in the Complaint, together with prejudgment interest thereon in the amount of Twenty-Nine Thousand Five Hundred Forty-Four Dollars and Forty Cents (\$29,544.40), for a total of One Hundred Thousand and Six Dollars and Thirteen Cents (\$100,006.13). Defendant Gryskiewicz and Relief Defendant American (NJ) shall satisfy this obligation by paying Seventy Thousand Four Hundred Sixty One Dollars and Seventy-Three Cents (\$70,461.73), together with prejudgment interest thereon in the amount of Twenty-Nine Thousand Five Hundred Forty-Four Dollars and Forty Cents (\$29,544.40), for a total of One Hundred Thousand and Six Dollars and Thirteen Cents (\$100,006.13) within ten business days to the Clerk of this Court, together with a cover letter identifying Defendant Gryskiewicz as a defendant and American (NJ) as a relief 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. Defendant Gryskiewicz and Relief Defendant American (NJ) shall simultaneously transmit photocopies of such payment and letter to the Commission's counsel in this action. By making this payment, Defendant Gryskiewicz and Relief Defendant American (NJ) relinquish all legal and equitable right, title, and interest in such funds, and no part of the funds shall be returned to Defendant Gryskiewicz and Relief Defendant American (NJ). The Clerk shall deposit the funds into an interest bearing account with the Court Registry Investment System ("CRIS"). These funds, together with any interest and income earned thereon

(collectively, the "Fund"), shall be held by the CRIS until further order of the Court. In accordance with the guidelines set by the Director of the Administrative Office of the United States Courts, the Clerk is directed, without further order of this Court, to deduct from the income earned on the money in the Fund a fee equal to ten percent of the income earned on the Fund. Such fee shall not exceed that authorized by the Judicial Conference of the United States. The Commission may propose a plan to distribute the Fund subject to the Court's approval.

**VII.**

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that the provisions of the annexed Consent be, and the same hereby are, incorporated in this Final Judgment with the same force and effect as if fully set forth herein, and that Defendant Gryskiewicz and Relief Defendant American (NJ) shall comply with all of the undertakings and agreements set forth therein.

**VIII.**

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that this Final Judgment is binding upon Defendant Gryskiewicz and Relief Defendant American (NJ), their agents, servants, employees, attorneys, and upon all persons in active concert or participation with Defendant Gryskiewicz and Relief Defendant American (NJ) who receive actual notice of this Final Judgment by personal service or otherwise, pursuant to Federal Rule of Civil Procedure 65(d).

**IX.**

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the Commission may effect service of the Final Judgment, and all other papers in this action, upon Defendant Gryskiewicz and Relief Defendant American Securities (NJ) by delivering a copy to James Fahey, Esq., Fahey, Choi, 201 Route 7N, 10<sup>th</sup> Floor. Rutherford, N.J. 07070

**X.**

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that this Court shall retain jurisdiction of this action for all purposes.

**XI.**

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that, there being no just reason for delay, the Clerk of the Court is hereby directed to enter this Final Judgment forthwith.

Dated: May 11, 2004  
Brooklyn, New York

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JUDGE