

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

DOCKETED
MAY 19 2000

SECURITIES AND EXCHANGE
COMMISSION

Plaintiff,

v.

ROBERT H. SUTTON

Defendant.

Civil Action No. 99 C 6342
Judge Leinenweber

~~PROPOSED~~ FINAL JUDGMENT AND ORDER OF PERMANENT
INJUNCTION, CIVIL PENALTIES AND OTHER EQUITABLE RELIEF

Plaintiff Securities and Exchange Commission ("Commission"), having filed a Complaint for Permanent Injunction, Civil Penalties and Other Equitable Relief ("Complaint") in this matter, and Defendant Robert H. Sutton ("Sutton") having in his Consent and Stipulation attached hereto as Exhibit 1, and incorporated herein, acknowledged receipt of the Complaint and admitted the personal jurisdiction of this Court over him, and the Commission and Defendant Sutton having waived the entry of Findings of Fact and Conclusions of Law in this matter, and Defendant Sutton, without admitting or denying the allegations of the Complaint except as stated above, and without trial, argument or adjudication of any fact or law herein, having consented to the entry of this Final Judgment and Order of Permanent Injunction, Civil Penalties and Other Equitable Relief ("Final Judgment"), and it further appearing that the Court has jurisdiction over Defendant Sutton and the subject matter hereof, and the Court being fully advised in the premises:

I.

IT IS ORDERED, ADJUDGED AND DECREED that Defendant Sutton, his officers, agents, servants, employees, attorneys and those persons in active concert or participation with Sutton who receive actual notice of this Final Judgment by personal service or otherwise, be and is hereby permanently restrained and enjoined from, directly or indirectly, as principal or aider and abettor, in connection with the purchase or sale of any securities, by the use of any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange:

- A. employing any device, scheme or artifice to defraud;
- B. making any untrue statement of 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
- C. 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] thereunder.

II.

IT IS ORDERED, ADJUDGED AND DECREED that Defendant Sutton, his officers, agents, servants, employees, attorneys and those persons in active concert or participation with Sutton who receive actual notice of this Final Judgment by personal service or otherwise, be and is hereby permanently restrained and enjoined from, directly or indirectly, circumventing or knowingly failing to implement a system of internal accounting controls or

falsifying any book, record, or account of an issuer in violation of Section 13(b)(5) of the Exchange Act [15 U.S.C. §78m(b)(5)] and Rule 13b2-1 under the Exchange Act [17 C.F.R. §240.13b2-1].

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that, pursuant to Section 21A of the Exchange Act [15 U.S.C. §78uA], within sixty (60) days of the entry of this Final Judgment, to pay a civil money penalty in the amount of \$15,000 to the United States Treasury. Such payment shall be: (A) made by United States Postal money order, certified check, bank cashier's check or bank money order; (B) made payable to the Securities and Exchange Commission; (C) hand-delivered or mailed to the Comptroller, Securities and Exchange Commission, Operations Center, 6432 General Green Way, Stop 0-3, Alexandria, VA 22312; and (D) submitted under cover letter that identifies Sutton as a Defendant in this matter, the case number of this matter, a copy of which cover letter and money order or check shall be sent to Richard E. Weber II, Senior Attorney, Division of Enforcement, Securities and Exchange Commission, 500 W. Madison Street, Chicago, IL 60661.

V.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the attached Consent and Stipulation of Defendant Sutton be, and hereby is, incorporated herein with the same force and effect as if fully set forth herein.

VI.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court shall retain jurisdiction of this matter for all purposes including, among other things, any further

actions to implement and carry out the terms of all orders and decrees that may be entered or to entertain any suitable application or motion for additional relief within the jurisdiction of this Court.

VII.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that there being no just cause for delay, the Clerk of the Court is hereby directed to enter this Order.



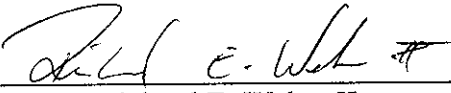
HON. HARRY D. LEINENWEBER
UNITED STATES DISTRICT JUDGE

DATED: May 18, 2000

CERTIFICATE OF SERVICE

I hereby certify that on the 12th day of May, 2000, I caused a copy of the foregoing CONSENT AND STIPULATION OF DEFENDANT ROBERT H. SUTTON and PROPOSED FINAL JUDGMENT AND ORDER OF PERMANENT INJUNCTION CIVIL PENALTIES, AND OTHER EQUITABLE RELIEF and the to be served, via U.S. Mail, postage prepaid, upon the following:

Rosemarie J. Guadnolo, Esq.
Horvath & Lieber
300 West Washington St., Suite 1700
Chicago, IL 60606
(312) 419-6600 (telephone)
(312) 419-6666 (facsimile)


Richard E. Weber II