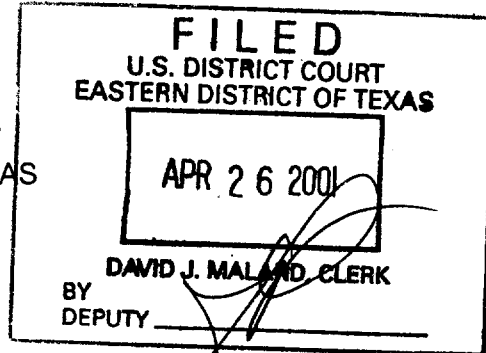


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UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION



SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

- (1) SUNPOINT SECURITIES, INC.,
- (2) VAN R. LEWIS III, and
- (3) MARY ELLEN WILDER,

Defendants.

Civil Action No.
6:99CV667

Judge John H. Hannah, Jr.

**FINAL JUDGMENT OF PERMANENT INJUNCTION
AND OTHER EQUITABLE RELIEF
AS TO DEFENDANT MARY ELLEN WILDER**

Plaintiff Securities and Exchange Commission ("Commission"), having filed its Complaint for Injunctive and Other Equitable Relief in this matter, and Defendant Mary Ellen Wilder ("Wilder"), having admitted service of the Summons and Complaint in this matter, having admitted the jurisdiction of this Court over her and over the subject matter of this action, having waived the entry of findings of fact and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure, and without admitting or denying any of the allegations of the Complaint, except as set forth herein, and without trial, argument or adjudication of any issue of law or fact, having consented to the entry of this Final Judgment of Permanent Injunction and Other Equitable Relief as to Mary Ellen Wilder ("Final Judgment"), and it appearing that this Court has jurisdiction over the parties and the subject matter of this action, it appearing that no further notice for the entry of this Final Judgment need be given, and the Court being fully advised in the premises:

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I.

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Defendant Wilder and her agents, servants, employees, attorneys, 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, are restrained and enjoined from violating Section 17(a) of the Securities Act, from making use of any means or instrumentalities of interstate commerce, or of the mails or of any facility of a national securities exchange, directly or indirectly:

- (a) to employ any device, scheme or artifice to defraud;
- (b) obtaining money or property by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statement(s) made, in the light of the circumstances under which they were made, not misleading; or
- (c) engaging in any transaction, practice or course of business which operates or would operate as a fraud or deceit upon the purchaser.

II.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Wilder and her agents, servants, employees, attorneys, 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, are restrained and enjoined from violating Section 10(b) of the Securities Exchange Act of 1934, by, directly or indirectly, by the use of any means or instrumentality of interstate commerce, of the mails or of any facility of any national securities exchange, using or employing in connection with the purchase or sale of any security registered on a national securities exchange or any security not so registered any manipulative or deceptive device or contrivance in contravention of a rule or regulation prescribed by the Securities and Exchange Commission; and

- (a) violating Rule 10b-5 of the Securities and Exchange Commission, directly or indirectly, by the use of any means or instrumentality of interstate commerce, of the mails or of any facility of any national securities exchange,
- (b) employing any device, scheme or artifice to defraud,
- (c) making any untrue statement of a material fact or omitting to state a material fact necessary in order to make the statement(s) made, in the light of the circumstances under which were made, not misleading, or
- (d) engaging in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person.

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Wilder and her agents, servants, employees, attorneys, 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, are restrained and enjoined from violating and aiding and abetting violations of Section 15(c)(1) and Rule 15c1-2 of the Securities Exchange Act of 1934, by directly or indirectly, use of the mails or any means or instrumentality of interstate commerce to effect any transaction in, or to induce or attempt to induce the purchase or sale of, any security (other than commercial paper, bankers' acceptances, or commercial bills) otherwise than on a national securities exchange of which it is a member by means of any manipulative, deceptive, or other fraudulent device or contrivance.

IV.

IT IS FURTHER ORDERED ADJUDGED AND DECREED that Defendant Wilder and her agents, servants, employees, attorneys, 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, are restrained and enjoined from violating and

aiding and abetting violations of Section 15(c)(3) and Rule 15c3-1 of the Securities Exchange Act of 1934, by directly or indirectly, making use of any means or instrument of interstate commerce to effect any transaction in, or to induce or attempt to induce the purchase or sale of, any security (other than commercial paper, bankers' acceptances, or commercial bills) while in contravention of the requirements of Section 15(c)(3) of the Exchange Act and Rules 15c3-1 and 15c3-3 thereunder, which set forth the net capital and customer protection requirements for brokers and dealers.

V.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Wilder and her agents, servants, employees, attorneys, 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, are restrained and enjoined from violating and aiding and abetting violations of Section 17(a), 17(e) and Rules 17a-3 and 17a-5 of the Securities Exchange Act of 1934, by directly or indirectly failing to make and keep for prescribed periods records and copies thereof, as the Commission, by rule, prescribes as necessary or appropriate in the public interest, for the protection of investors.

VI.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that based on the sworn representations in her Statement of Financial Condition dated December 28, 2000, the Court is not ordering Mary Ellen Wilder to pay a civil penalty pursuant to the provisions of Section 20(d) of the Securities Act [15 U.S.C. §77t(d)] and Section 21(d) of the Exchange Act [15 U.S.C. §78u(d)], as a result of his activities alleged in the Complaint. The determination not to impose a civil penalty is contingent upon the accuracy and completeness of the Statement of Financial Condition. If at any time following the entry of this Final Judgment the Commission obtains information indicating that Wilder's representations to the Commission concerning her 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 Wilder, petition this Court for an order requiring Wilder to pay a civil penalty. In connection with any such petition, the only issues shall be whether the financial information provided by Wilder was fraudulent, misleading, inaccurate or incomplete in any material respect as of the time such representations were made, and the amount of 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 Wilder to pay funds or assets, directing the forfeiture of any assets, or sanctions for contempt of this Final Judgment, and the Commission may also request additional discovery. Wilder may not, by way of defense to such petition, challenge the validity of her Consent or this Final Judgment, contest the allegations in the Complaint filed by the Commission, or assert that the payment of a civil penalty should not be ordered.

VII.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Wilder's Stipulation and Consent filed herewith be, and the same is hereby, incorporated herein with the same force and effect as if fully set forth herein, and therefore, a breach of the terms of the Stipulation and Consent shall constitute a breach of this Final Judgment.

VII.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court shall retain jurisdiction over this matter and over Defendant Wilder for purposes of enforcing the terms of this Final Judgment and for all other purposes.


IX.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Final Judgment may be served upon Defendant Wilder in person or by mail either by the United States Marshall, the Clerk of the Court, or any member of the staff of the Commission.

XI.

There being no just reason for delay, the Clerk of this Court is hereby directed to enter this Final Judgment of Permanent Injunction and Other Equitable Relief as to Mary Ellen Wilder pursuant to Rule 54 of the Federal Rules of Civil Procedure.

SIGNED this 26th day of April, 2000.


United States District Judge