

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

F I L E D
U.S. DISTRICT COURT, E.D.N.Y.
IN CLERK'S OFFICE
LONG ISLAND COURTHOUSE

**SECURITIES AND EXCHANGE
COMMISSION,**

Plaintiff,

v.

**UNIVERSE, INC., RICHARD FENNING,
SUSAN RICHARDS, JOHN RICHARDS,
LAWRENCE BLOCKER, JEFFREY BURTON,
THIRD TIER MARKETING, INC., ROBERT
HASHO, LANDMARK CORP., HOWARD
TOOMER, H.E. TOOMER & ASSOCIATES,
INC., DANOO NOOR, TORE C. LARSEN, and
FIBERLINKS INTERNATIONAL, INC.**

Defendants.

★ 12 15 2003 ★

ENTERED

★ _____ ★
00 Civ. 3596(LDW)

**PARTIAL JUDGMENT
AND ORDER ON
CONSENT AGAINST
HOWARD TOOMER**

Plaintiff Securities and Exchange Commission ("Commission") having filed a complaint ("Complaint") against defendant Howard Toomer ("Toomer" or "Defendant") and others, and Toomer having entered a general appearance; consented to the Court's jurisdiction over him and the subject matter of this action; and consented to entry of this Partial Judgment and Order on Consent Against Howard Toomer ("Partial Judgment"), without admitting or denying the allegations of the Complaint (except as to jurisdiction and as set forth herein at paragraph V); waived findings of fact and conclusions of law; and waived any right to appeal from this Partial Judgment:

Mr. Pizzani

**MOVANT'S COUNSEL IS DIRECTED TO SERVE A COPY
OF THIS ORDER ON ALL PARTIES UPON RECEIPT.**

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Toomer, Toomer's agents, servants, employees, attorneys, assigns, and all persons in active concert or participation with them who receive actual notice of this Partial Judgment by personal service or otherwise are permanently restrained from violating, directly, or indirectly, Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5], by using any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange, in connection with the purchase or sale of any security:

- (a) to employ any device, scheme, or artifice to defraud;
- (b) to make any untrue statement of a material fact or omit to state a material fact necessary in order to make the statement made, in the light of the circumstances under which it was made, not misleading; or
- (c) to engage in any act, transaction, practice or course of business which operates or would operate as a fraud or deceit upon any person.

II.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Toomer, Toomer's agents, servants, employees, attorneys, assigns, and all persons in active concert or participation with them who receive actual notice of this Partial Judgment by personal service or otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section 17(a) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. § 77q(a)] by using any means or instrumentality of interstate commerce, or the mails, in the offer or sale of any security:

- (a) to employ any device, scheme, or artifice to defraud;
- (b) to obtain money or property by means of any untrue statement of a material fact or any omission of 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) to engage in any transaction, practice, or course of business, which operates or would operate as a fraud or deceit upon the purchaser.

III.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Toomer, Toomer's agents, servants, employees, attorneys, assigns, and all persons in active concert or participation with them who receive actual notice of this Partial Judgment by personal service or otherwise are permanently restrained and enjoined from violating Section 5 of the Securities Act [15 U.S.C. § 77e] by, directly or indirectly, in the absence of any applicable exemption:

- (a) Unless a registration statement is in effect as to any security, making use of any means or instruments of transportation or communication in interstate commerce or of the mails to sell such security through the use or medium of any prospectus or otherwise; or
- (b) Unless a registration statement is in effect as to any security, carrying or causing to be carried through the mails or in interstate commerce, by any means or instruments of transportation, any such security for the purpose of sale or for delivery after sale; or
- (c) Making use of any means or instruments of transportation or communication in interstate commerce or of the mails to offer to sell or offer to buy through the use or medium of any prospectus or otherwise any security, unless a registration statement

has been filed with the Commission as to such security, or while the registration statement is the subject of a refusal order or stop order or (prior to the effective date of the registration statement) any public proceeding of examination under Section 8 of the Securities Act of 1933 [15 U.S.C. § 77h].

IV.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Toomer, Toomer's agents, servants, employees, attorneys, assigns, and all persons in active concert or participation with them who receive actual notice of this Partial Judgment by personal service or otherwise are permanently restrained and enjoined from violating Section 15(a) of the Exchange Act [15 U.S.C. § 78o(a)] by effecting any transaction in or inducing or attempting to induce, the purchase or sale of any security, by the use of any means or instruments of transportation or communication in interstate commerce, or by use of the mails, without being registered with the Commission as a broker or dealer or being associated with a non-natural person so registered.

V.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the amount of disgorgement of ill-gotten gains, plus prejudgment interest and civil penalties shall be determined at a later date by agreement of the parties, or failing that, by the Court. Solely for the purposes of determining the amount of disgorgement and civil penalty to be awarded in this civil action [and whether a civil action is appropriate], the allegations in the Commission's complaint shall be deemed true.

VI.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the Consent To Partial Judgment of Defendant Howard Toomer is incorporated herein with the same force and effect as if fully set forth herein, and that Toomer shall comply with all of the undertakings and agreements set forth therein.

VII.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Partial Judgment.

VIII.

There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, the Clerk is ordered to enter this Partial Judgment forthwith and without further notice.

SO ORDERED.

Dated: Central Islip, New York

December 15, 2003

Hon. Leonard D. Wexler
UNITED STATES DISTRICT JUDGE