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**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF CALIFORNIA  
SOUTHERN DIVISION**

**UNITED STATES SECURITIES AND  
EXCHANGE COMMISSION,**

**Plaintiff,**

**vs.**

**PLATFORMS WIRELESS  
INTERNATIONAL CORP, INC.,  
WILLIAM C. MARTIN, CHARLES B.  
NELSON, ROBERT D. PERRY and  
FRANCOIS M. DRAPER, VICTOR L.  
ZILLER,**

**Defendants.**

**Case No. 04 CV 2105 JM (AJB)**

**SECOND AMENDED FINAL  
JUDGMENT AS TO DEFENDANTS  
PLATFORMS WIRELESS  
INTERNATIONAL CORP., INC. AND  
WILLIAM C. MARTIN**

**(Doc. No. 182)**

This Court, in Orders granting in part and denying in part motions for summary judgment by the plaintiff, the Securities and Exchange Commission (“the Commission”), has found defendants Platforms Wireless International Corp. Inc. (“Platforms”), William C. Martin and Francois Draper liable for violations of Section 5 of the Securities Act of 1933, 15 U.S.C. § 77e(a) (“the Securities Act”). The Court also has entered orders granting summary judgment against defendants Platforms and Martin for violations of Section 10(b) of the Securities Exchange Act of 1934, 15 U.S.C. § 78j(b) (“the Exchange Act”) and Rule 10b-5 [17 C.F.R. § 240.10b-5] promulgated thereunder. See Orders dated January 8, 2007 and April 3, 2008.



1 instruments of transportation, any such security for the purpose of sale or for  
2 delivery after sale; or

- 3 C. Making use of any means or instruments of transportation or communication in  
4 interstate commerce or of the mails to offer to sell or offer to buy through the use  
5 or medium of any prospectus or otherwise any security, unless a registration  
6 statement has been filed with the Commission as to such security, or while the  
7 registration statement is the subject of a refusal order or stop order (prior to the  
8 effective date of the registration statement) in any public proceeding or  
9 examination under Section 8 of the Securities Act [15 U.S.C. § 77h].  
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11 **II.**

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13 **IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that:

14 Defendants Platforms and Martin, their agents, servants, employees, attorneys-in-fact,  
15 successors, and assigns and all those persons in active concert or participation with them who  
16 receive actual notice of this Final Judgment by personal service or otherwise, and each of them,  
17 be and they hereby are permanently restrained and enjoined from violating Section 10(b) of the  
18 Exchange Act and Rule 10b-5, directly or indirectly, by the use of any means or instrumentality  
19 of interstate commerce, or of the mails, or any facility of any national securities exchange:  
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- 21 A. to employ any device, scheme, or artifice to defraud; or  
22 B. to make any untrue statement of a material fact or omit to state a material fact  
23 necessary in order to make the statements made, in light of the circumstances  
24 under which they were made, not misleading; or  
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1 C. to engage in any act, practice, or course of business which operates or would  
2 operate as a fraud or deceit upon any person, in connection with the purchase or  
3 sale of any security.

4 **III.**

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6 **IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that, pursuant to  
7 Section 21(d)(2) of the Exchange Act [15 U.S.C. § 78u(d)(2)], Defendant Martin is prohibited,  
8 for eight (8) years following the date of entry of this Final Judgment, from acting as an officer or  
9 director of any issuer that has a class of securities registered pursuant to Section 12 of the  
10 Exchange Act [15 U.S.C. § 78l] or that is required to file reports pursuant to Section 15(d) of the  
11 Exchange Act [15 U.S.C. § 78o(d)].

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13 **IV.**

14 **IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED** that  
15 Defendant Martin is prohibited for eight (8) years from participating in an offering of penny  
16 stock, including engaging in activities with a broker, dealer, or issuer for purposes of issuing,  
17 trading, or inducing or attempting to induce the purchase or sale of any penny stock. A penny  
18 stock is any equity security that has a price of less than five dollars, except as provided in Rule  
19 3a51-1 under the Exchange Act [17 C.F.R. 240.3a51-1]; and

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21 **V.**

22 **IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED** that:

23 A. Defendant Platforms is ordered to disgorge, jointly and severally with defendants  
24 Draper and Martin, \$402,920 and jointly and severally with Martin \$1,353,941 for amounts  
25

1 realized from violations of Section 5 of the Securities Act, and with prejudgment interest thereon  
2 in the amounts of \$217,962 and \$756,624, for a total of \$620,882 and \$2,110,565, respectively.

3 B. Defendant Martin is ordered to disgorge, jointly and severally with defendants  
4 Platforms and Draper, \$402,920, and, jointly and severally with defendant Platforms,  
5 \$1,353,941, as amounts realized for violations of Section 5 of the Exchange Act, with  
6 prejudgment interest thereon in the amounts of \$217,962 and \$756,624, for a total of \$620,882  
7 and \$2,110,565, respectively.  
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11 **VI.**

12 **IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED** that:

13 Pursuant to Section 21(d)(3) of the Exchange Act [15 U.S.C. 15 § 78u(d)(3)], defendants  
14 shall pay a civil monetary penalty in the following amounts:

15 A. Defendant Martin shall pay a penalty of \$50,000 for his violations of Section 5 of the  
16 Securities Act and \$20,000 for his violations of Section 10(b) of the Exchange Act and Rule 10b-  
17 5 thereunder, and;

18 B. Defendant Platforms shall pay a penalty of \$125,000 for its violations of Section 5 of  
19 the Securities Act.  
20

21 **VII.**

22 **IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED** that:

23 Defendants shall satisfy their disgorgement and civil penalty obligations described in  
24 paragraphs V and VI by paying the required total amounts within ten business days from the  
25 entry of this Final Judgment by certified check, bank cashier's check, or United States postal  
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1 money order payable to the Securities and Exchange Commission. The payment shall be  
2 delivered or mailed to the Office of Financial Management, Securities and Exchange  
3 Commission, Operations Center, 6432 General Green Way, Mail Stop 0-3, Alexandria, Virginia  
4 22312, and shall be accompanied by a letter identifying the defendant in this action; setting forth  
5 the title and civil action number of this action and the name of this Court; and specifying that  
6 payment is made pursuant to this Final Judgment. A photocopy of the letter and payment shall  
7 simultaneously be delivered to James A. Kidney, Esq., Assistant Chief Litigation Counsel,  
8 Securities and Exchange Commission, Stop 4010, 100 F St., NE, Washington, D.C. 200549-  
9 4010. Defendants shall pay post-judgment interest on any delinquent amounts pursuant to 28  
10 USC § 1961.  
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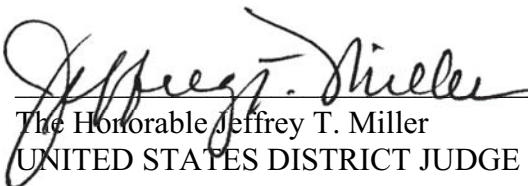
12 **VIII.**

13 **IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that this Court shall  
14 retain jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.  
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16 **IX.**

17 There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil  
18 Procedure, the Clerk is ordered to enter this Final Judgment forthwith and without further notice.  
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21 Dated: November 3, 2008

22   
23 The Honorable Jeffrey T. Miller  
24 UNITED STATES DISTRICT JUDGE  
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