

UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
(Tampa Division)

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U.S. DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA, FLORIDA

CASE NO.

8:01-CV-1875-T-30TBW

SECURITIES AND EXCHANGE COMMISSION,)
)
Plaintiff,)
v.)
)
21ST CENTURY SATELLITE COMMUNICATIONS, INC.,)
ROBERT BYRCH AND SPENCER TYRRELL)
)
Defendants.)
)

FINAL JUDGMENT OF PERMANENT INJUNCTION AND OTHER RELIEF

Plaintiff, Securities and Exchange Commission ("Commission"), commenced this action by filing its Complaint against Defendants 21ST Century Satellite Communications, Inc. ("21st Century"), Robert Byrch ("Byrch") and Spencer Tyrrell ("Tyrrell") (collectively, "Consenting Parties"). In its Complaint, the Commission sought a permanent injunction to prohibit violations by the Consenting Parties of Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933 ("Securities Act") and Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") and Rule 10b-5 thereunder, as well as disgorgement, civil penalties and other relief.

The Consenting Parties, by their Consent affixed hereto, without admitting or denying any of the allegations in the Commission's Complaint or any other paper filed herein, except as to the jurisdiction of this Court, have agreed to the entry of this Final Judgment of Permanent Injunction and Other Relief ("Permanent Injunction"). This Court having accepted such Consent and this Court having jurisdiction over the Consenting Parties and the subject matter hereof, and the Court being fully advised of the premises,

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I.

PERMANENT INJUNCTIVE RELIEF -- SECTION 5 OF THE SECURITIES ACT

IT IS HEREBY ORDERED that Defendants 21st Century, Byrch and Tyrrell, their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from directly or indirectly, (a) making use of any means or instruments of transportation or communication in interstate commerce or of the mails to sell securities in the form of units, common stock, warrants or any other securities (including, but not limited to, interests in promissory notes and purchase-leaseback agreements), through the use or medium of any prospectus or otherwise, unless and until a registration statement is in effect with the Commission as to such securities; (b) carrying securities, in the form of units, common stock, warrants or any other securities (including, but not limited to, interests in promissory notes and purchase-leaseback agreements), or causing them to be carried through the mails or in interstate commerce, by any means or instruments of transportation, for the purpose of sale or for delivery after sale, unless and until a registration statement is in effect with the Commission as to such securities; 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 securities, in the form of units, common stock, warrants or any other securities (including, but not limited to, interests in promissory notes and purchase-leaseback agreements), unless a registration statement is filed with the Commission as to such securities, or while a registration statement filed with the Commission as to such security is the subject of a refusal order or stop order or (prior to the effective date of the

registration statement) any public proceeding or examination under Section 8 of the Securities Act , 15 U.S.C. § 77h, in violation of Sections 5(a) and 5(c) of the Securities Act, 15 U.S.C. §§ 77e(a) and 77e(c), provided, however, that nothing in the foregoing portion of this injunction shall apply to any security or transaction which is exempt from the provisions of Section 5 of the Securities Act, 15 U.S.C. § 77e;

II.

PERMANENT INJUNCTIVE RELIEF -- SECTION 17(A)(1) OF THE SECURITIES ACT

IT IS HEREBY FURTHER ORDERED that 21st Century, Byrch and Tyrrell, their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from directly or indirectly, by use of any means or instruments of transportation or communication in interstate commerce, or by the use of the mails, in the offer or sale of securities (including, but not limited to, interests in promissory notes and purchase-leaseback agreements), knowingly, willfully or recklessly employing devices, schemes or artifices to defraud, in violation of Section 17(a) of the Securities Act, 15 U.S.C. § 77q(a).

III.

PERMANENT INJUNCTIVE RELIEF -- SECTIONS 17(A)(2) & (3) OF THE SECURITIES ACT

IT IS HEREBY FURTHER ORDERED that 21st Century, Byrch and Tyrrell, their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from directly or

indirectly, by use of any means or instruments of transportation or communication in interstate commerce or by the use of the mails, in the offer or sale of securities (including, but not limited to, interests in promissory notes and purchase-leaseback agreements), (i) obtaining money or property by means of untrue statements of material facts or omissions to state material facts necessary to make the statements made, in light of the circumstances under which they were made, not misleading; or (ii) engaging in acts, practices and courses of business which have operated and will operate as a fraud or deceit upon purchasers and prospective purchasers of such securities, in violation of Sections 17(a)(2) & (3) of the Securities Act, 15 U.S.C. §§ 77(q)(a)(2) & (3).

IV.

PERMANENT INJUNCTIVE RELIEF -- SECTION 10(B) OF THE EXCHANGE ACT AND RULE 10B-5

IT IS HEREBY FURTHER ORDERED that 21st Century, Byrch and Tyrrell, their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from directly or indirectly, by use of 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 securities (including, but not limited to, interests in promissory notes and purchase-leaseback agreements), knowingly, willfully or recklessly: (i) employing devices, schemes or artifices to defraud; (ii) making untrue statements of material facts and omitting to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; or (iii) engaging in acts, practices and courses of business which have operated, are now operating or will operate as a fraud upon the purchasers of such securities, in violation of

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

V.

DISGORGEMENT FROM 21ST CENTURY

IT IS HEREBY FURTHER ORDERED that disgorgement from 21st Century be set in the amount of \$6,110,736 (to be enforced in 21st Century's bankruptcy proceeding for so long as it is pending or to be enforced in this proceeding in the absence of a pending bankruptcy), representing 21st Century's gains from the conduct alleged in the Complaint, plus pre-judgment interest thereon.

VI.

PENALTIES FROM BYRCH

IT IS HEREBY FURTHER ORDERED that pursuant to Section 20(d) of the Securities Act, 15 U.S.C. § 77t(d) and Section 21(d)(3) of the Exchange Act, 15 U.S.C. § 78u(d)(3), Byrch shall pay a civil money penalty of \$25,000.00 no later than 90 days from the entry of this Order. 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 identifying Byrch as a defendant in this proceeding and the file number of this proceeding, a copy of which cover letter and money order or check shall be

sent to Ivan Harris, U.S. Securities and Exchange Commission, Southeast Regional Office, 1401 Brickell Avenue, Suite 200, Miami, FL 33131.

VII.

PENALTIES FROM TYRRELL

IT IS HEREBY FURTHER ORDERED that Tyrrell shall pay civil penalties pursuant to Section 20(d) of the Securities Act, 15 U.S.C. § 77t(d) and Section 21(d)(3) of the Exchange Act, 15 U.S.C. § 78u(d)(3), in connection with the acts and/or conduct described in the Commission's Complaint. The amount of civil penalties defendant Tyrrell shall pay, if any, shall be determined by the Court upon the Commission's motion.

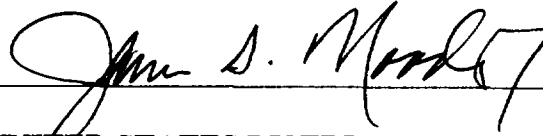
VIII.

RETENTION OF JURISDICTION

IT IS HEREBY FURTHER ORDERED that this Court shall retain jurisdiction over this matter and 21st Century, Byrch and Tyrrell in order to implement and carry out the terms of all Orders and Decrees that may be entered and/or to entertain any suitable application or motion for

additional relief within the jurisdiction of this Court, and will order other relief that this Court deems appropriate under the circumstances.

DONE AND ORDERED at 8:40 o'clock, A m. this 3 day of Oct., 2001,
at Tampa, Florida.



UNITED STATES DISTRICT JUDGE

Copies to:

Ivan P. Harris
Branch Chief
Securities and Exchange Commission
1401 Brickell Avenue
Suite 200
Miami, FL 33131

Richard B. Hadlow
Bush Ross Gardner Warren & Rudy, P.A.
220 South Franklin Street
Tampa, FL 33602

Michael Addison
400 N. Tampa St.
Suite 1100
Tampa, FL 33602

F I L E C O P Y

Date Printed: 10/05/2001

Notice sent to:

- Ivan P. Harris, Esq.
Securities & Exchange Commission
Miami Branch Office
1401 Brickell Ave., Suite 200
Miami, FL 33131

- Richard B. Hadlow, Esq.
Bush, Ross, Gardner, Warren & Rudy, P.A.
220 S. Franklin St.
Tampa, FL 33602

- Michael C. Addison, Esq.
Law Offices of Michael C. Addison
400 N. Tampa St., Suite 1100
P.O. Box 2175
Tampa, FL 33601