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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION,	:	Civil Action No.
Plaintiff,	:	C 02-05538 CRB
v.	:	
PHILLIP E. WHITE,	:	
Defendant.	:	

FINAL JUDGMENT AS TO DEFENDANT PHILLIP E. WHITE

Plaintiff Securities and Exchange Commission (the "Commission"), having commenced this action by filing its Amended Complaint, and Defendant Phillip E. White, in the attached Consent of Defendant Phillip E. White, having entered a general appearance, having admitted the jurisdiction of this Court over him and over the subject matter of this action, having waived service of process, having waived the filing of an answer to the Amended Complaint, having waived the entry of findings of fact and conclusions of law pursuant to rule 52 of the Federal Rules of Civil Procedure, having waived any right he may have to appeal from the entry of this Final Judgment, and without admitting or denying the allegations of the Amended Complaint except as to jurisdiction, which he admits, and without trial, argument, or adjudication of any issue of fact or law, having consented to the entry of this Final Judgment, and it further appearing that this Court has jurisdiction over Defendant White and the subject matter of the action, and the Court being fully advised in the premises:

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant White, his agents, servants, employees, attorneys-in-fact, and all persons in active concert or

1 participation with him who receive actual notice of this Final Judgment by personal service or
2 otherwise, and each of them, be and hereby are permanently restrained and enjoined from:

3 (a) violating section 17(a) of the Securities Act of 1933 (the "Securities Act") [15 U.S.C.
4 § 77q(a)] by, in the offer or sale of any securities by the use of any means or instruments of
5 transportation or communication in interstate commerce or by the use of the mails, directly or
6 indirectly,

- 7 (1) employing any device, scheme, or artifice to defraud,
- 8 (2) obtaining money or property by means of any untrue statement of a material fact or
9 any omission to state a material fact necessary in order to make the statements made,
10 in the light of the circumstances under which they were made, not misleading, or
- 11 (3) engaging in any transaction, practice, or course of business which operates or would
12 operate as a fraud or deceit upon any purchaser;

13 (b) violating section 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act")
14 [15 U.S.C. § 78j(b)] and Exchange Act rule 10b-5 [17 C.F.R. § 240.10b-5] by, in connection
15 with the purchase or sale of any security, through the use of any means or instrumentality of
16 interstate commerce, or of the mails, or of any facility of any national securities exchange,
17 directly or indirectly,

- 18 (1) employing any device, scheme, or artifice to defraud,
- 19 (2) making any untrue statement of a material fact or omitting to state a material fact
20 necessary in order to make the statements made, in the light of the circumstances
21 under which they were made, not misleading, or
- 22 (3) engaging in any act, practice, or course of business which operates or would operate
23 as a fraud or deceit upon any person;

24 (c) aiding and abetting violations of section 13(a) of the Exchange Act [15 U.S.C. §
25 78m(a)] and Exchange Act rules 12b-20 and 13a-1 [17 C.F.R. §§ 240.12b-20 and 240.13a-1] by
26 knowingly providing substantial assistance to an issuer in (i) failing timely to file annual reports,
27 (ii) filing annual reports that are inaccurate, or (iii) filing annual reports that, in addition to the
28 information required to be included in such annual reports, fail to include such material

1 information, if any, as may be necessary to make the required statements, in the light of the
2 circumstances under which they are made, not misleading;

3 (d) aiding and abetting violations of section 13(b)(2)(A) of the Exchange Act [15 U.S.C.
4 § 78m(b)(2)(A)] by knowingly providing substantial assistance to any issuer of a security
5 registered pursuant to section 12 of the Exchange Act in failing to make and keep books, records,
6 and accounts which, in reasonable detail, accurately and fairly reflect the transactions and
7 dispositions of the assets of the issuer;

8 (e) violating section 13(b)(5) of the Exchange Act [15 U.S.C. § 78m(b)(5)] by, directly
9 or indirectly, knowingly circumventing or knowingly failing to implement a system of internal
10 accounting controls or knowingly falsifying any book, record, or account described in section
11 13(b)(2) of the Exchange Act [15 U.S.C. § 78m(b)(2)];

12 (f) violating Exchange Act rule 13b2-1 [17 C.F.R. § 240.13b2-1] by, directly or
13 indirectly, falsifying or causing to be falsified books, records, or accounts subject to section
14 13(b)(2)(A) of the Exchange Act [15 U.S.C. § 78m(b)(2)(A)]; and

15 (g) violating Exchange Act rule 13b2-2 [17 C.F.R. § 240.13b2-2] by, directly or
16 indirectly, making or causing to be made a materially false or misleading statement or omitting to
17 state, or causing another person to omit to state, any material fact necessary in order to make
18 statements made, in light of the circumstances under which such statements were made, not
19 misleading to an accountant in connection with (i) any audit or examination of the financial
20 statements of an issuer required to be made pursuant to the Exchange Act or (ii) the preparation
21 or filing of any document or report required to be filed with the Commission.

22 **II.**

23 **IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that the annexed
24 Consent be, and the same hereby is, incorporated herein by reference with the same force and
25 effect as if fully set forth herein.

26 **III.**

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

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IV.

There being no reason for delay, the Clerk of the Court is hereby directed, pursuant to rule 54(b) of the Federal Rules of Civil Procedure, to enter this Final Judgment forthwith.

SO ORDERED, this 26th **day of** May **, 2004.**



UNITED STATES DISTRICT JUDGE