

- 3) obtaining money or property by means of any untrue statement of a material fact, or omitting to state a material fact necessary to make the statements made, in light of the circumstances under which they were made, not misleading; and otherwise
- 4) making any untrue statement of a material fact or omitting to state a material fact necessary to make the statements made, in light of the circumstances under which they were made, not misleading, in violation of Section 17(a) of the Securities Act, 15 U.S.C. § 77q(a), Section 10(b) of the Exchange Act, 15 U.S.C. § 78j(b), and Rule 10b-5, 17 C.F.R. 240.10b-5.

It is **FURTHER ORDERED** that Mr. Charboneau, his agents, servants, attorneys, partners, assigns, and those persons in active concert or participation with him, are hereby **PERMANENTLY ENJOINED** from, directly or indirectly, filing or causing to be filed, any annual, periodic, or other reports with the Securities and Exchange Commission containing untrue statements of material facts or omitting to state material facts necessary to make the statements made, in light of the circumstances under which they were made, not misleading, or to omit information required to be stated therein, and from failing to file or causing the failure to file said reports on a timely and current basis.

It is **FURTHER ORDERED** that, as authorized by 15 U.S.C. § 77t(d) and 15 U.S.C. § 78u(d)(3), a civil monetary penalty of \$10,470.30 be imposed on Mr. Charboneau for multiple violations of the Securities Act and Exchange Act. Such amount shall be: 1) made by United States postal money order, certified check, bank cashier's check, or bank money order within 45 days from the date of this judgment; 2) made payable to the Securities and Exchange Commission; 3) delivered

to the Comptroller, Securities and Exchange Commission, 6432 General Green Way, Alexandria, VA 22312; and 4) submitted under a cover letter that identifies Mr. Charboneau as a defendant in these proceedings, and the civil action number of these proceedings, a copy of which cover letter and money order or check shall be sent to William P. Hicks, District Trial Counsel, Securities and Exchange Commission, 3475 Lenox Road, N.E., Suite 1000, Atlanta, Georgia 30326-1232.

It is **FURTHER ORDERED** that this Court will retain jurisdiction over this matter and defendants Charboneau and FoneCash for all purposes and will order other and further relief that this Court deems appropriate.

A separate Memorandum Opinion accompanies this Order.

DATE: November 15, 2004.

/s/

ROSEMARY M. COLLYER
United States District Judge