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ENTERED  
 FEB 27 2002  
 2-27-02  
 U.S. DISTRICT COURT  
 CENTRAL DISTRICT OF CALIF.

FILED  
 CLERK US DISTRICT COURT  
 FILED  
 FEB 26 2002  
 2-26-02  
 CENTRAL DISTRICT OF CALIFORNIA  
 DEPUTY  
*JS-6*  
*Hand*

14 UNITED STATES DISTRICT COURT  
 15 FOR THE CENTRAL DISTRICT OF CALIFORNIA  
 16 WESTERN DIVISION

02-01605

FMC(AJWX)

LOGGED

17 SECURITIES AND EXCHANGE  
 18 COMMISSION,  
 19 Plaintiff,  
 20 v.  
 21 JOHN J. CASSESE,  
 22 Defendant.

23  Docketed  
 24  Copies / NTC Sent  
 25  JS - 5 / JS - 6  
 26  JS - 2 / JS - 3  
 27  CLSD

Civil Action No.  
**~~PROPOSED~~ FINAL  
 JUDGMENT OF  
 PERMANENT  
 INJUNCTION AND OTHER  
 RELIEF AGAINST  
 DEFENDANT JOHN J.  
 CASSESE**

28 Plaintiff Securities and Exchange Commission ("Commission"), having filed  
 and served upon Defendant John J. Cassese ("Cassese") a Summons and  
 Complaint in this action; Cassese having admitted service upon him of the  
 Summons and Complaint in this action and the jurisdiction of this Court over him  
 and over the subject matter of this action; having been fully advised and informed  
 of his right to a judicial determination of this matter; having waived the entry of  
 findings of fact and conclusions of law as provided by Rule 52 of the Federal  
 Rules of Civil Procedure; having consented to the entry of this Final Judgment Of

Docketed  
 Copies / NTC Sent  
 JS - 5 / JS - 6  
 JS - 2 / JS - 3  
 CLSD

1 Permanent Injunction And Other Relief Against Defendant John J. Cassese (“Final  
2 Judgment”), without admitting or denying the allegations in the Complaint except as  
3 specifically set forth in the Consent Of Defendant John J. Cassese To Entry Of  
4 Final Judgment Of Permanent Injunction And Other Relief (“Consent”); it  
5 appearing that no notice of hearing upon the entry of this Final Judgment being  
6 necessary; and this Court being fully advised; and there being no just reason for  
7 delay:

8 **I.**

9 IT IS ORDERED, ADJUDGED AND DECREED that John J. Cassese and  
10 his agents, servants, employees and attorneys, and all persons in active concert or  
11 participation with any of them, who receive actual notice of this Final Judgment by  
12 personal service or otherwise, and each of them, are permanently restrained and  
13 enjoined from, directly or indirectly, in connection with the purchase or sale of any  
14 security, by the use of any means or instrumentality of interstate commerce, or of  
15 the mails, or of any facility of any national securities exchange:

16 A. making any untrue statement of a material fact or omitting to state a  
17 material fact necessary in order to make the statements made, in the  
18 light of the circumstances under which they were made, not  
19 misleading; or

20 B. engaging in any fraudulent, deceptive, or manipulative acts or practices  
21 in connection with any tender offer or request or invitation for tenders,  
22 or any solicitation of security holders in opposition to or in favor of  
23 any such offer, request, or invitation;

24 in violation of Section 14(e) of the Securities Exchange Act of 1934, 15 U.S.C.  
25 § 78n(e), and Rule 14e-3, 17 C.F.R. § 240.14e-3.

26 **II.**

27 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Cassese  
28 shall provide all documents in his possession, custody or control to the

1 Commission and disclose under oath all information with respect to his activities  
2 and the activities of others about which the Commission or its staff may inquire or  
3 request. Such production of documents and disclosure of information by Cassese  
4 shall be made upon reasonable notice in writing and without service of a subpoena  
5 and subject only to the good faith assertion of any privileges recognizable pursuant  
6 to the provisions of Rule 501 of the Federal Rules of Evidence or the United States  
7 Constitution and amendments thereto. Failure to comply with the foregoing will  
8 subject Cassese to the remedies and sanctions set forth in Rule 37 of the Federal  
9 Rules of Civil Procedure and all other available remedies.

10 **III.**

11 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Cassese  
12 pay disgorgement in the amount of \$150,937.50, plus pre-judgment interest  
13 calculated pursuant to 28 U.S.C. § 1961 in the amount of \$19,512.84. Cassese  
14 shall pay, by cashier's check, certified check or postal money order, the  
15 \$150,937.50 in disgorgement and \$19,512.84 in pre-judgment interest within thirty  
16 days of entry of this Final Judgment. The disgorgement and interest payments shall  
17 be made payable to the United States Securities and Exchange Commission, and  
18 shall be transmitted to the Comptroller, Securities and Exchange Commission,  
19 Operations Center, 6432 General Green Way, Stop 0-3, Alexandria, VA 22312,  
20 under cover of a letter that identifies the defendant, the name and case number of  
21 this litigation, and the court. A copy of each such cover letter shall be  
22 simultaneously transmitted to counsel for the Commission in this action at its Los  
23 Angeles Office.

24 **IV.**

25 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Cassese  
26 is assessed, and shall pay to the Commission for delivery to the United States  
27 Treasury, civil penalties in the amount of \$150,937.50 under Section 21A of the  
28 Exchange Act, 15 U.S.C. § Section 78u-1. Cassese shall pay the above penalty

1 within 30 days of entry of this Final Judgment. This payment shall be made by  
2 cashier's check, certified check or postal money order, payable to the United States  
3 Securities and Exchange Commission, and shall be transmitted to the Comptroller,  
4 Securities and Exchange Commission, Operations Center, 6432 General Green  
5 Way, Stop 0-3, Alexandria, VA 22312, under cover of a letter which identifies the  
6 defendant, the name and case number of this litigation and the name of the Court.  
7 A copy of the cover letter shall be simultaneously transmitted to counsel for the  
8 Commission at its Los Angeles office.

9 **V.**

10 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the  
11 provisions of the Consent filed concurrently with this Final Judgment are  
12 incorporated by this reference, and that Cassese shall comply with the Consent.

13 **VI.**

14 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this  
15 Court shall retain jurisdiction over this action for all purposes, including to  
16 determine the liability of any remaining defendants in this action, to implement and

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1 enforce the terms of this Final Judgment and other orders and decrees which may  
2 be entered, and to grant such other relief as this Court may deem necessary and  
3 just.

4 \* \* \* \* \*

5 There being no just reason for delay, the Clerk of the Court is directed,  
6 pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, to enter this Final  
7 Judgment.

8 DATED Feb. 26, 2002

*Stence New Cooper*

UNITED STATES DISTRICT JUDGE

12 Submitted by:

14 David M. Rosen

15 David M. Rosen  
16 U.S. Securities and Exchange Commission  
17 Pacific Regional Office  
18 11<sup>th</sup> Floor  
19 5670 Wilshire Boulevard  
20 Los Angeles, California 90036-3648