

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF OHIO
EASTERN DIVISION**

SECURITIES AND EXCHANGE COMMISSION,	:	
	:	
Plaintiff,	:	
v.	:	
	:	
ROGER D. BLACKWELL, <i>et al.</i> ,	:	CASE NO. 03-CV-63
	:	
Defendants,	:	Judge Marbley
	:	
	:	Magistrate Judge Kemp
	:	

JUDGMENT AS TO DEFENDANT KELLY HUGHES

The Securities and Exchange Commission having filed a Complaint and Defendant Kelly Hughes having entered a general appearance, consented to the Court’s jurisdiction over Defendant Hughes and the subject matter of this action; consented to entry of this Final Judgment, waived any right to appeal from this Final Judgment, and the Court having issued its Opinion and Order dated March 20, 2007 (Doc. #126) granting in part and denying in part the Plaintiff Securities and Exchange Commission Motion for Partial Summary Judgment, and having found Defendant Hughes in violation of Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder for insider trading; and the Court having also found in its Opinion and Order (Doc. # 126) that Defendants Roger D. Blackwell, Kelly Hughes and Kevin Stacy should pay disgorgement jointly and severally, in the amount of \$104,954.72 and prejudgment interest jointly and severally in the amount of \$51,363.49:

I.

IT IS ORDERED, ADJUDGED, AND DECREED that Defendant Kelly Hughes and Defendant's agents, servants, employees, attorneys, and all persons in active concert or

participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section 10(b) of the Securities Exchange Act of 1934 [15 U.S.C. §78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R. §240.10b-5], by using 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 security:

- (a) to employ any device, scheme, or artifice to defraud;
- (b) to make any untrue statement of a material fact or to omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; or
- (c) to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person.

II.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant Kelly Hughes is jointly and severally liable, with Defendants Kevin Stacy and Roger D. Blackwell, for disgorgement of \$104,954.72, representing profits gained as a result of the illegal conduct alleged in the Complaint, together with prejudgment interest thereon in the amount of \$51,363.49. Defendant Kelly Hughes shall satisfy this obligation by paying the disgorgement and prejudgment interest imposed against him within thirty days after entry of this Judgment to the Clerk of the United States District Court for the Southern District of Ohio, together with a cover letter identifying Kelly Hughes as a Defendant in this action; setting forth the title and civil action number of this action; and specifying that payment is made pursuant to this Judgment. Defendant Kelly Hughes shall simultaneously transmit photocopies of such payment

and letter to the Commission's counsel in this action. Defendant Kelly Hughes relinquishes all legal and equitable right, title, and interest in such funds, and no part of the funds shall be returned to Defendant Kelly Hughes. Defendant Kelly Hughes shall pay post-judgment interest on any delinquent amounts pursuant to 28 U.S.C. § 1961. The Clerk shall deposit the funds into an interest bearing account with the Court Registry Investment System ("CRIS") or any other type of interest bearing account that is utilized by the Court. These funds, together with any interest and income earned thereon (collectively, the "Fund"), shall be held in the interest bearing account until further order of the Court. In accordance with 28 U.S.C. § 1914 and the guidelines set by the Director of the Administrative Office of the United States Courts, the Clerk is directed, without further order of this Court, to deduct from the income earned on the money in the Fund a fee equal to ten percent of the income earned on the Fund. Such fee shall not exceed that authorized by the Judicial Conference of the United States.

The Commission may by motion propose a plan to distribute the funds paid by Defendant Kelly Hughes subject to the Court's approval. Such a plan may provide that funds paid by Defendant Kelly Hughes shall be distributed pursuant to the Fair Fund provisions of Section 308(a) of the Sarbanes-Oxley Act of 2002.

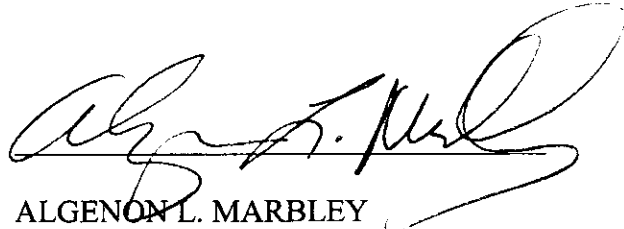
III.

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

IV.

There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, the Clerk is ordered to enter this Judgment forthwith and without further notice.

Dated: 14 Sept. 2007

A handwritten signature in black ink, appearing to read 'Algenon L. Marbley', written over a horizontal line.

ALGENON L. MARBLEY
UNITED STATES DISTRICT JUDGE