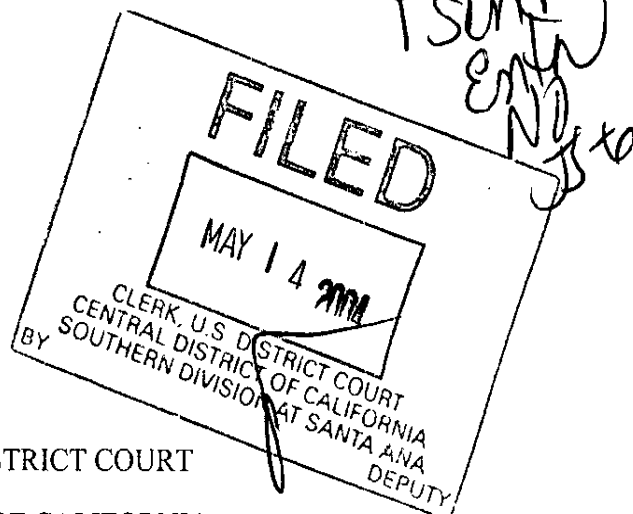


1 HELANE L. MORRISON (State Bar No. 127752)
 2 JAMES A. HOWELL (State Bar No. 92721)
 3 ROBERT L. MITCHELL (State Bar No. 161354)
 4 PATRICK THOMAS MURPHY (Admitted in NY)

Attorneys for Plaintiff
 SECURITIES AND EXCHANGE COMMISSION
 44 Montgomery Street, Suite 1100
 San Francisco, California 94104
 Telephone: (415) 705-2500
 Facsimile: (415) 705-2501



UNITED STATES DISTRICT COURT
 CENTRAL DISTRICT OF CALIFORNIA
 SANTA ANA DIVISION



SECURITIES AND EXCHANGE COMMISSION,

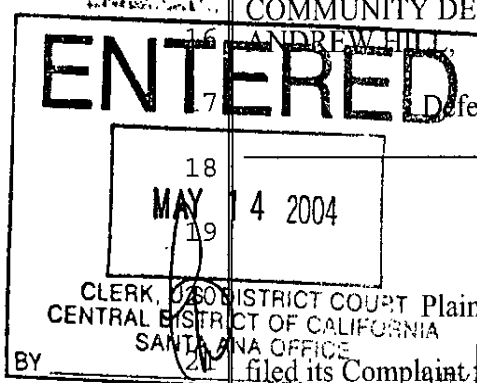
Civil Action No. 03 881 CJC

Plaintiff,

vs.

MANOUCHER SARBAZ; PACIFIC GOLF
 COMMUNITY DEVELOPMENT, LLC and LEE
 ANDREW HILL,

**[PROPOSED] FINAL JUDGMENT OF
 PERMANENT INJUNCTION AND OTHER
 RELIEF AS TO DEFENDANT LEE
 ANDREW HILL**



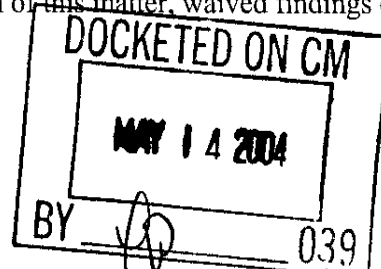
Defendants.

Plaintiff United States Securities and Exchange Commission ("Commission") has
 filed its Complaint for Violations of the Federal Securities Laws ("Complaint") in this action.

Defendant Lee Andrew Hill ("Hill"), having entered a general appearance and who was represented
 by counsel, has submitted a Consent of Lee Andrew Hill to Entry of Final Judgment ("Consent"),
 which was filed simultaneously with this [Proposed] Final Judgment of Permanent Injunction and
 Other Relief As To Defendant Lee Andrew Hill ("Final Judgment") and incorporated herein by
 reference. In the Consent, Hill waived service of the Summons and the Complaint, admitted the
 jurisdiction of this Court over him and over the subject matter of this action, admitted that he was
 fully advised and informed of the right to a judicial determination of this matter, waived findings of

[Proposed] Final Judgment As To Defendant Lee
 Andrew Hill

83



1 fact and conclusions of law as provided by Rule 52 of the Federal Rules of Civil Procedure,
2 consented to the entry of this Final Judgment, without admitting or denying any of the allegations in
3 the Complaint except as set forth in the Consent, and waived notice of hearing upon the entry of this
4 Final Judgment. The Court, being fully advised in the premises, orders as follows.

5 I.

6 IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Hill and his agents,
7 servants, employees, and all persons acting in concert or participation with any of them, who receive
8 actual notice of this Final Judgment, by personal service or otherwise, and each of them, are
9 permanently enjoined and restrained from, directly or indirectly, violating Section 10(b) of the
10 Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5 [17 C.F.R. §
11 240.10b-5] thereunder by:

- 12 1. employing any device, scheme, or artifice to defraud;
- 13 2. making any untrue statement of a material fact or omitting to state a material fact
14 necessary in order to make the statements made, in the light of the circumstances under
15 which they were made, not misleading; or
- 16 3. engaging in any act, practice, or course of business which operates or would operate as a
17 fraud or deceit upon any person;

18 in connection with the purchase or sale of the securities of any issuer, by the use of any means or
19 instrumentality of interstate commerce, or of the mails, or of any facility of any national securities
20 exchange.

21 II.

22 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Hill and his agents,
23 servants, employees, and all persons acting in concert or participation with any of them, who receive
24 actual notice of this Final Judgment, by personal service or otherwise, and each of them, are
25 permanently enjoined and restrained from violating Section 17(a) of the Securities Act [15 U.S.C. §
26 77q(a)] in the offer or sale of any security by the use of any means or instruments of transportation or
27 communication in interstate commerce or by use of the mails, directly or indirectly:
28

1. to employ any device, scheme, or artifice to defraud;
2. to obtain money or property by means of any untrue statement of a material fact or any omission of a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; or
3. to engage in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon the purchaser.

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Hill is permanently enjoined and restrained from performing any appraisal services for use in any offering or sale of securities issued by any municipal entity exempt from registration pursuant to Section 3(a)(2) of the Securities Act.

IV.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Hill pay disgorgement in the amount of \$77,000.00, as a result of the conduct alleged in the Complaint, together with pre-judgment interest. Based upon Defendant's sworn representations in his Statement of Financial Condition dated March 8, 2004, and other documents and information submitted to the Commission, the Court is not ordering Defendant to pay a civil penalty and payment of the disgorgement and pre-judgment interest thereon is waived. The determination not to impose a civil penalty and to waive payment of the disgorgement and pre-judgment interest is contingent upon the accuracy and completeness of Defendant's Statement of Financial Condition. If at any time following the entry of this Final Judgment the Commission obtains information indicating that Defendant's representations to the Commission concerning his assets, income, liabilities, or net worth were fraudulent, misleading, inaccurate, or incomplete in any material respect as of the time such representations were made, the Commission may, at its sole discretion and without prior notice to

1 Defendant, petition the Court for an order requiring Defendant to pay the unpaid portion of the
2 disgorgement, pre-judgment and post-judgment interest thereon, and the maximum civil penalty
3 allowable under the law. In connection with any such petition, the only issue shall be whether the
4 financial information provided by Defendant was fraudulent, misleading, inaccurate, or incomplete in
5 any material respect as of the time such representations were made. In its petition, the Commission
6 may move this Court to consider all available remedies, including, but not limited to, ordering
7 Defendant to pay funds or assets, directing the forfeiture of any assets, or sanctions for contempt of
8 this Final Judgment. The Commission may also request additional discovery. Defendant may not, by
9 way of defense to such petition: (1) challenge the validity of this Consent or the Final Judgment; (2)
10 contest the allegations in the Complaint filed by the Commission; (3) assert that payment of
11 disgorgement, pre-judgment and post-judgment interest or a civil penalty should not be ordered; (4)
12 contest the amount of disgorgement and pre-judgment and post-judgment interest; (5) contest the
13 imposition of the maximum civil penalty allowable under the law; or (6) assert any defense to
14 liability or remedy, including, but not limited to, any statute of limitations defense.
15
16

17 VI.

18 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the provisions of
19 Defendant's Consent filed concurrently with this Judgment are incorporated by this reference, that
20 Defendant shall comply with the Consent and that a breach of the terms of the Consent therefore shall
21 constitute a failure to adhere to the terms of this Judgment.
22

23 VII.

24 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court shall retain
25 jurisdiction over this action for all purposes, including to implement and enforce the terms of this
26 Judgment and other orders and decrees which may be entered, and to grant such other relief as this
27 Court may deem necessary and just.
28

VIII.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Judgment may be served upon Defendant in person or by mail either by the United States Marshall, the Clerk of the Court, or any member of the staff of the Commission.

Dated: May 13, 2004



United States District Court Judge

APPROVED AS TO FORM:



David M. Grey, Esq.
David M. Grey & Associates
8001 Irvine Center Drive, 4th Floor
Irvine, CA 92618
Counsel for Defendant Lee Andrew Hill

CERTIFICATE OF SERVICE

I, James A. Howell, am a citizen of the United States, over 18 years of age and not a party to this action. On May 11, 2004, I served the attached [PROPOSED] FINAL JUDGMENT OF PERMANENT INJUNCTION AND OTHER RELIEF AS TO DEFENDANT LEE ANDREW HILL on counsel for the defendants in this action by mailing a copy of the document to:

Edward Gartenberg
Thelen Reid & Priest LLP
333 South Hope Street
Suite 2900
Los Angeles, CA 90071

David M. Grey
Law Offices
8001 Irvine Center Drive, 4th Floor
Irvine, CA 92618

I declare under penalty of perjury that the statements made above are true and correct. Executed in San Francisco, California on May 11, 2004.


James A. Howell